GHCL Limited

July 5, 2024

आषाढ़ – कृष्ण पक्ष, अमावस्या
विक्रम सम्वत २०८१

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

To
BSE Limited
Corporate Relationship Department,
1st Floor, New Trading Ring, Rotunda Building,
P.J. Towers, Dalal Street, Fort, Mumbai – 400 001
BSE Code: 500171

Dear Sir/Madam,

Sub: Corrigendum to the 41st Integrated Annual Report of the Company for FY 2023-24

Re.: Regulation 34 (1) of the SEBI (LODR) Regulations, 2015

This is in continuation to our letter dated June 13, 2024 wherein we had submitted 41st Integrated Annual Report of the Company for the financial year 2023-24 (including the Notice of the AGM, BRSR and other statutory reports. We would like to inform you that following inadvertent errors were noticed in the 41st Annual Report, after the same was dispatched on June 13, 2024 through email.

Page No. of Annual Report	Published	Revised
Page 34	Debt to Equity Ratio 1.0	Net Debt to Equity Ratio --
Page 36	Net Debt' 22-23 Rs. 558.36 Cr.	Net Cash' 22-23 Rs. 157 Cr.
Page 36	Net Debt' 23-24 Rs. 418.72 Cr.	Net Cash' 23-24 Rs. 701 Cr.
Page 36	Inventory Turnover Ratio' 23-24 1.55	Inventory Turnover Ratio' 23-24 2.78
Page 36	Operating Cash Flow'23-24 Rs. 662 Cr.	Operating Cash Flow'23-24 Rs. 797 Cr.
Page 37	Operating Value	Operating Cost
Page 153	Total Demand 87.8 million MT	Total Demand 67.8 million MT

Please note that the errors are not material and do not impact the financial statements. As soon as the errors were noticed, necessary rectifications have been promptly executed and also published in the Newspapers on July 5, 2024.

We are enclosing herewith the updated Integrated Annual Report after incorporation of the above changes and the same is also available on the website of the Company at www.ghcl.co.in

You are requested to kindly take note of the same.

Thanking you

Yours faithfully

For GHCL Limited

Bhuwneshwar Mishra
Vice President – Sustainability & Company Secretary

Encl.: 41st Integrated Annual Report

B- 38, GHCL House, Institutional Area, Sector- 1, Noida, (U.P.) - 201301, India. Ph. : +91-120-2535335, 4939900, Fax : +91-120-2535209
CIN : L24100GJ1983PLC006513, E-mail : ghclinfo@ghcl.co.in , Website : www.ghcl.co.in

Regd. Office : GHCL House, Opp. Punjabi Hall, Near Navrangpura Bus Stand, Navrangpura, Ahmedabad, Gujarat - 380009, India

BUILDING A RESILIENT TOMORROW

41st | INTEGRATED ANNUAL REPORT

2023-24

भगवान श्रीसोमनाथ जी की स्तुति

ध्यायेन्नित्यं महेशं रजतगिरिनिभं चारु चन्द्रावतंसम् ।
रत्नाकल्पोज्ज्वलाङ्गं परशु मृगवराभीतिहस्तं प्रसन्नम् ।।

पद्मासीनं समन्तात् स्तुतममरगणैर्व्याघ्रकृतिर्वसानम् ।
विश्वाद्यं विश्ववन्द्यं निखिलभयहरं पञ्चवक्रं त्रिनेत्रम् ।।

माँ मीनाक्षी जी की स्तुति

श्रीविद्यां शिव वाम भाग निलयां ह्रीङ्कार मन्त्रज्ज्वलां
श्रीचक्राङ्कित बिन्दु मध्य वसतिं श्रीमत्सभा नायिकाम् ।

श्रीमत्षण्मुख विघ्नराज जननीं श्रीमज्जगन्महिनीं
मीनाक्षीं प्रणतस्मि सन्ततमहं कारुण्य वारांनिधिम् ।।

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FINANCIAL STATEMENTS

Standalone

Consolidated

Scan the QR Code to know more about the company

Icons to look for throughout the report

Page Reference

Online Download Reference

Weblink Reference

Company Information

BOARD OF DIRECTORS

Mr. Anurag Dalmia
Non-Executive Chairman

Dr. Manoj Vaish
Independent Director

Smt. Vijaylaxmi Joshi, (Ex-IAS)
Independent Director

Justice Ravindra Singh (Retd.)
Independent Director

Mr. Arun Kumar Jain (Ex-IRS)
Independent Director

Mr. R S Jalan
Managing Director

Mr. Raman Chopra
CFO & Executive Director (Finance)

Mr. Neelabh Dalmia
Executive Director (Growth & Diversification Projects)

SECRETARY

Mr. Bhuwneshwar Mishra
Vice President - Sustainability & Company Secretary

REGISTERED OFFICE

"GHCL HOUSE"
Opp. Punjabi Hall
Navrangpura
Ahmedabad – 380009 (Gujarat)

CORPORATE OFFICE

"GHCL HOUSE"
B-38, Institutional Area,
Sector-1, Noida – 201301 (U.P.)
Email:ghclinfo@ghcl.co.in,
secretarial@ghcl.co.in
Website: www.ghcl.co.in

SUBSIDIARY

Dan River Properties LLC

COMPANY IDENTIFICATION NO.

CIN – L24100GJ1983PLC006513

STATUTORY AUDITOR

S.R. Batliboi & Co. LLP
CharteredWuntants, Gurugram

SECRETARIAL AUDITOR

Chandrasekaran Associates,
Company Secretaries, New Delhi

COST AUDITOR

M/s R J Goel & Co.,
Cost Accountants, New Delhi

PLANT LOCATIONS

Inorganic Chemical Division:

Soda Ash Plant:

Village: Sutrapada Near Veraval,
Distt.: Gir Somnath, Gujarat – 362275

Salt works:

Port Albert Victor, Via Dungar,
Distt.: Amreli, Gujarat - 364555

Lignite Mines:

713/B, Deri Road, Near Diamond Chowk,
Krishnanagar, Bhavnagar,
Gujarat - 364001

Salt Works & Refinery:

Kadinal Vayal, Vedaranyam,
Distt. Nagapattanam,
Tamil Nadu – 614707 Nemeli Road,
Thiruporur, Distt. Kancheepuram,
Tamilnadu – 603110

BANKERS / FINANCIAL INSTITUTIONS

State Bank of India
Export Import Bank of India
HDFC Bank
Union Bank of India
Bank of Baroda
ICICI Bank
Axis Bank
HSBC Bank
CTBC Bank
Bank of Bahrain & Kuwait

DETAILS OF REGISTRAR AND SHARE TRANSFER AGENT

Link Intime India Private Limited,
C101, 247 Park, L. B. S. Marg, Vikhroli
(West), Mumbai 400083.
Tel No: +91 8108116767
Fax: +912249186060
Email : rnt.helpdesk@linkintime.co.in

As per SEBI Circular dated October 7, 2023, company will send digital copy of the annual report to its shareholders and physical copy on demand.

About the report

GHCL is proud to present its 41st Integrated Annual Report for the financial year 2023-24. The Integrated Annual Report provides a comprehensive overview of our business operations, financial performances, sustainability initiatives, and strategic approach executed within the past financial year. Structured to provide transparency and accountability, it consolidates financial and non-financial details to facilitate a broader evaluation of our company's overall performance.

Our Integrated Annual Report has been carefully developed in accordance with our vision of responsible business growth, emphasizing governance, sustainability, and core values as our guiding principles. We have followed the principles and guidelines set forth by the International Integrated Reporting Council (IIRC) to ensure the integrity of our report. By adhering to the IIRC's Integrated Reporting framework, we demonstrate our dedication to offer our stakeholders a clear depiction of our company's performance, including our business model, strategies, and future prospects.

The financial and statutory data provided in this report adheres rigorously to the requirements outlined in the Companies Act, 2013, the Indian Accounting Standards, and the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015.

FORWARD-LOOKING STATEMENTS

The Integrated Annual Report (IAR) contains forward-looking statements regarding our business activities, marked by terms like "anticipate," "believe," "estimate," and "intend." These statements are subject to change based on new information, events, or factors. Actual results may vary significantly from these projections due to various factors such as economic conditions, regulatory changes, labour disputes, and tax laws. The Company does not commit to publicly updating these statements based on subsequent events. It is advisable to exercise caution when relying on forward-looking statements, as actual outcomes may differ due to factors beyond our control.

SCOPE AND BOUNDARY

The latest edition of our Integrated Annual Report covers the period from 1st April 2023 to 31st March 2024. Building upon the progress outlined in our previous report, it delves into areas such as manufacturing initiatives, financial performance, environmental impact, societal contributions, governance policies, human resources practices, and safety measures, particularly within our soda ash and raw salt segment.

In addition to presenting numerical data, this report provides detailed insights from GHCL's manufacturing facilities focusing on soda ash and raw salt production and employee-related information collected from our headquarters in Noida and our marketing offices across the nation. Over the course of last few years, we have restructured our business and now our reporting boundary does not entail insights from our textile and yarn business, which has impacted performance against some of our key KPIs.

ASSURANCE FOR FY 2023-24

The financial statements included in this report have been independently audited by S.R. Batliboi & Co. LLP, a reputable audit firm. This audit serves to validate the accuracy and reliability of our financial information. Additionally, to ensure the credibility and transparency of our non-financial statements, Sustainability Actions Private Limited has provided assurance on these statements. Their analysis has helped to affirm the reliability and adherence of our non-financial information.

In accordance with the Companies Act, 2013 and its relevant regulations, Dr S Chandrasekaran from Chandrasekaran Associates, a firm of practicing company secretaries based in New Delhi, has served as the company's Secretarial Auditor. His role is to audit our secretarial practices for compliance with applicable laws, rules, and guidelines. Furthermore, M/s R J Goel & Co. Cost Accountants have been appointed as the Cost Auditors for GHCL Limited. They are tasked with conducting a comprehensive audit of our cost accounting records to ensure compliance with cost accounting principles. These audit appointments underscore our commitment to upholding the highest standards of corporate governance and financial integrity.

SUGGESTIONS AND FEEDBACK

At GHCL, we value your comments and insights as they contribute significantly to our obligation for clear and effective publication. As we release our annual report, we invite you to express any questions, ideas, or reviews you may have in relation to the data illustrated in this issue. Your contribution aids us in consistently enhancing our reporting techniques and guarantees that we impart significant and pertinent data to our stakeholders. We encourage you to contact us at secretarial@ghcl.co.in to communicate your thoughts, ideas, or critiques about the report.

Building a resilient tomorrow

The theme for this year's Integrated Annual Report is 'Building a resilient tomorrow' which highlights our commitment towards building a resilient world, one capable of withstanding and adapting to environmental, economic, and social shocks of the future and achieving long term and sustainable growth while upholding our core values of Respect, Trust, Ownership, and Integrated Teamwork.

The transformative journey towards resilience requires concerted efforts at local, national, and global level, guided by principles of stewardship, equity, and innovation. Our dedication to sustainability is underpinned by our concrete actions inspired by Sustainable Development Goals (SDGs). Cooperating with leading international organizations, we endeavour to bring a meaningful change, through embedding sustainability into our core business strategy and industry practices.

At GHCL, we tackle global business challenges by prioritizing long-term growth and economic robustness over instantaneous financial gains. We abide by the principles of circular economy such as efficient resource utilization, waste reduction, and efficient product life cycle management. It's our commitment to these principles that promotes sustainable innovation and generates new economic pathways. The integration of innovative technology, within our manufacturing processes bolsters our sustainability strategies and resilience.

We have made sustainability a key focus of our resilience development plan. Confronted with the deterioration of the environment and socio-economic imbalances, we have adopted green energy technologies, prioritized the use of renewable resources, undertaken land reclamation initiatives post-mining and enforced a green procurement policy to enhance the sustainability of our supply chains. By investing in technology upgrades, we're able to lower our greenhouse gas (GHG) emissions, protect biodiversity and offer enduring value to our stakeholders and local communities. We aim to not just minimize environmental impact but also propel shifts towards a sustainable future.

Our strategy for addressing inequality involves empowering disadvantaged communities and promoting social unity through education, healthcare, and social welfare projects. This strengthens community cohesion. We ensure our decision-making processes are inclusive and participatory, enhancing diversity and trust amongst stakeholders.

Understanding the complex interplay between environmental, social, and economic system allows us to follow a holistic approach. This integrates the aspects of ecological integrity, social fairness, and economic prosperity into our decision-making, shaping our strategic direction. Towards building a resilient world in the context of sustainability is both a moral imperative and a strategic necessity. It requires bold vision, collective action, and a strong commitment to foster ecosystems, communities, and economies that can thrive in the face of uncertainty and change. Our aim is to operate our business in the interest of the community at large and follow the philosophy of ....

ॐ सर्वे भवन्तु सुखिनः।
सर्वे सन्तु निरामयाः।
सर्वे भद्राणि पश्यन्तु।
मा कश्चित् दुःख भाग्भवेत् ॥

Performance snapshot

FINANCIAL CAPITAL

₹ 793 Cr

Profit after Tax

₹ 3,498 Cr

Total Revenue

MANUFACTURED CAPITAL

₹ 184 Cr

Total capex

HUMAN CAPITAL

14,580 hours

Female workforce representation: 3.5% *

8th

consecutive year, Great place to work

**decrease in female representation due to demerger of yarn division

ACCOLADES AND RECOGNITION

Mr R.S Jalan received India's most trusted leaders award by the Great Place to Work Institute

GHCL was recognised at the Third Best organisation for CSR

NATURAL CAPITAL

7%

Reduction in GHG emissions (Scope 1 & 2)

INTELLECTUAL CAPITAL

1,046

Kaizens Implemented

SOCIAL & RELATIONSHIP CAPITAL

1,35,229

CSR beneficiaries

₹ 16.80 Cr

CSR spend

GHCL was awarded the Challenger Award at Sustainability 4.0 Awards by Frost and Sullivan

Our Dhamanva-Gabha limestone mines in Sutrapada were awarded a 'Five Star' Rating by the Indian Bureau

About GHCL

As a prominent figure in heavy chemicals industrial landscape, GHCL is committed to fostering responsible and inclusive growth. This commitment is rooted in our emphasis on corporate governance, environmental sustainability and our core values. Since our inception in October 1983, we continue to demonstrate strong dedication and excellence towards developing a diversely segmented product group, operating prominently within the inorganic chemical sector and have adapted to meet the dynamic demands of the market.

We continue to emphasize our commitment to deliver high quality products, foster sustainability, and positively impact the society we operate in. We reaffirm our dedication to drive innovation and shape the future of the industry. At the core of our values is our commitment to sustainable development, demonstrated through our adoption of green energy practices and eco-friendly technologies. Our strategic investments further solidify our commitment to green portfolio targets, reflecting our steadfast dedication to sustainability. We have traversed through various challenges over last four decades to emerge as an industrial leader. The journey below outlines our significant milestones and achievements that have shaped GHCL's journey towards excellence and positive impact. With an impressive turnover of INR 3,498 Cr., GHCL stands as a symbol of excellence and innovation in the industry. Our success is rooted in a culture of continuous improvement, customer centricity, and a relentless pursuit of excellence. Our commitment to employee satisfaction is evident through our eight-year streak as a Great Place to Work. As we forge ahead in our journey, we remain committed to leading by example in economic prosperity, environmental stewardship, and social wellbeing.


GHCL

Our journey down the decades

1988-2000

- Commenced Soda Ash Production with 4.2 Lacs MTPA which was further increased to 5.25 Lacs
- Commenced Edible Salt Production and launched 'Sapan' salt

2001-2008

- Soda Ash capacity increased to 8.5 Lacs MTPA
- Entered Spinning business with 65 K spindles subsequently increased to 140 K
- Commissioned Home Textile plant with 36 mn meters processing capacity and 96 airjet looms
- Commissioned Refined Sodium Bicarbonate plant

2009-2015

- Spindles capacity increased to 175 K. Installed 3320 rotors in spinning division
- Launch of 'i-FLO salt and 'i-Flo Honey'
- Home Textiles Air jet looms capacity increased to 162

2016-2018

- Soda Ash production capacity increased to 9.75 Lacs MTPA
- Doubled Sodium bicarbonate capacity to 60 K MTPA
- Added TFOs for value added yarn and Air jet spinning
- Home textiles, processing capacity increased to 45 Mn meters with total 190 Air jet weaving looms

2019-2020

- Soda Ash production capacity to be increased to 11 Lacs MTPA tons/ year by FY2019
- GHCL will be the single largest manufacturer of soda ash in India at a single location
- Increase Soda Ash production by another 1.25 Lacs MT by Mar' 20
- Envisaged ₹ 150 Crore capital allocation for Volume growth and modernization in spinning

2022-2023

- Enhancing the capacity of yarn division by 40000 spindles during 2022-23, commissioning is expected in June 2022
- Upcoming Solar power projects in 2022-23
- 10MW solar plant in July- 22
- 2 MW roof top solar power plant by Sept- 22
- 10 MW solar plant by March- 23.
- Once these plants are commissioned the yarn division will be producing 69.2 MW of renewable power which will fulfil 80% of its power requirements.

2021-2022

- Divestment of Home Textile Business
- Refined Bicarb production capacity increased to 75 K MTPA
- 60 K. MTPA production facility to be commissioned by Oct 22
- 20 MW Solar power projects commissioned in FY22 of which 10 MW commissioned in January 2022+10 MW commissioned in March 2022 to enhance Yarn Division's Renewable energy portfolio
- Soda Ash Greenfield project will be operational with 5,00,000 tons/year

2023-2024

- Soda Ash production capacity increased to 12 Lacs MTPA
- Sodium Bicarbonate production capacity increased to 0.12 Million MTPA
- GHCL's Yarn division demerged into a separate company GHCL Textiles Limited

Our business and product offerings

Soda Ash

With the aid of our state-of-the-art manufacturing facility we strive to produce high-quality products which serves as raw material in other consumer products such as detergents, glass, bakery, pharmaceuticals, fire extinguishers, and food processing items. At present, we cater to approximately 26% of the domestic demand for soda ash with an annual production capacity of 1.2 million metric tons, making us one of India's leading producers in the segment, celebrated for our esteemed brand, "LION."

Along with producing soda ash at our facility in Sutrapada, Gujarat we also manufacture RBC (Sodium Bicarbonate) which has an annual capacity of 0.12 million MTPA. The sodium bicarbonate finds applications primarily in tanneries, pharmaceuticals, food processing, animal feed, and chemicals. Research is also being conducted to explore the possibilities of utilizing sodium bicarbonate in flue gas treatment, which has the potential to be a game-changer in chemical industry. Further, we have launched a greenfield soda ash production unit in Kutch, Gujarat, with an initial capacity of 0.5 million MTPA which will be completed by 2026. In our brownfield expansion, we've increased our soda ash capacity by 100K MT, reaching a total of 1.2 million MT annually. Additionally, we've doubled sodium bicarbonate capacity from 60K MT to 120K MT, anticipating increased demand in industries like flue gas treatment in the long run.

At GHCL, soda ash production process integrates a range of raw materials and fuels, such as limestone, salt, coal, coke, ammonia, lignite, power, and water. For the same, we have access to captive limestone mines in Sutrapada, Veraval, and Talala Taluka in the Gir Somnath district of Gujarat, as well as a salt pan in Port Victor. In this process, limestone and coke are mixed in same ratios and is fed into a vertical lime kiln, where combustion air ignites them at a temperature of 10000°C. This leads to limestone decomposition, yielding lime (CaO) and Carbon dioxide gas. Subsequently lime is finely ground to 0.150 mm size.

The kiln gas then undergoes carbonation in compressors, while salt is purified in a wash column with raw water, then it is dissolved to form a brine solution. To eliminate residual impurities like calcium and magnesium compounds, the brine is treated with milk of lime and soda ash. After purification process, the brine is combined with ammonia in packed towers, forming ammoniated brine.

The carbonation occurs in the carbonating tower, where ammoniated brine reacts with compressed CO_2 and CO_2 recovered from Soda Ash calciners. The tower's temperature is regulated using seawater and chilled water circulation. The reaction occurring in the carbonating tower results as:

$$NH_3 + CO_2 + NaCl \rightarrow NaHCO_3 + NH_4\,Cl + Energy$$

Through this process, Sodium Bicarbonate (Na_2CO_3) precipitates, forming a bicarbonate slurry or magma, which then filtered and washed to remove impurities. The crude bicarbonate is decomposed in a steam-heated calciner, yielding soda ash (Na_2CO_3) and CO_2. The recycled CO_2 turns to compressors, while a part of the product is densified, and the rest is cooled for packing.

Key differentiators for GHCL for soda ash business

- Single largest soda ash plant in India at a single location
- Expertise over 30 year's experience
- Best in class productivity
- Strategic control over key raw materials
- Robust B2B supply chain
- Focus on cost competitiveness with quality
- Limestone (25% captive) and Salt (35% captive) mine located within 40 Km distance
- Innovated from coke to briquette coke for cost optimisation

Our products offerings

Light Soda Ash

Soda Ash light, a key sodium carbonate variant with a density of about 0.7g/cc, is pivotal in many industries, such as detergent and soap manufacturing

Sodium Bicarbonate

Sodium bicarbonate (baking soda). a natural alkaline, is widely used due to its flexibility. It's used in cleaning and personal care items like toothpaste, and in the pharmaceutical industry.

Dense Soda Ash

At GHCL, we produce high-quality Soda Ash Dense, a valuable industrial chemical derived from sodium chloride and limestone, used in detergents, cleaning industries, water treatments, and glass manufacturing.

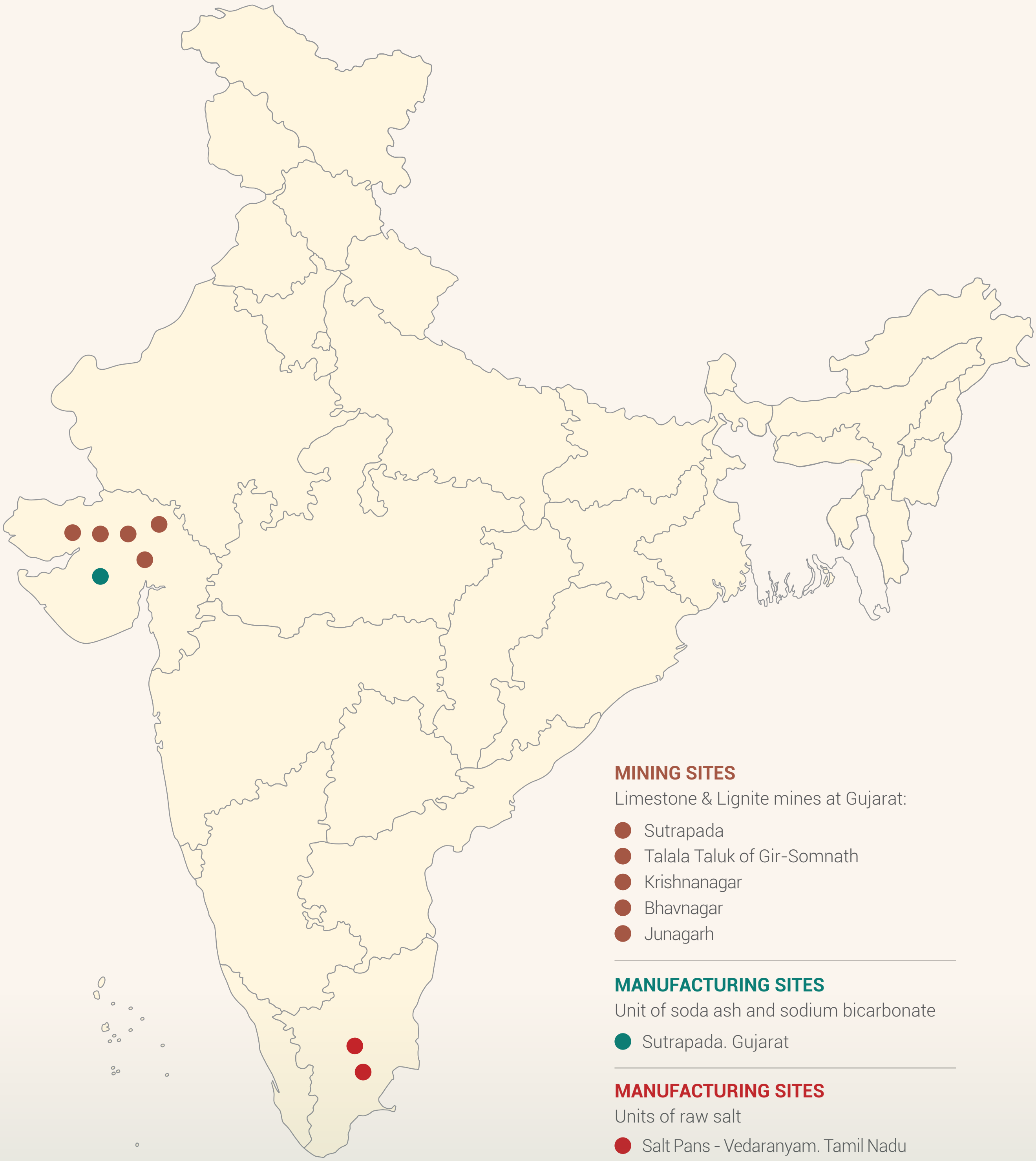
Raw Salt Production

In the year 1999, we made a strategic move by merging our Edible Salt and Crystal Salt sectors under the banner of our Customer Product Division. This step propelled us further into the realm of high-quality edible salt production and trade. Located in Vedaranyam, Tamil Nadu, our enormous salt works which stretches over 3,220 acres have secured our place as a leading supplier of iodised edible salt across South India.

Symbolizing our dedication to quality and exceptional customer engagement, i-Flo, our flagship brand, stands tall. Our goal with i-Flo is to offer our clientele a blend of unmatched quality paired with an extraordinary brand experience.

Among the largest producers of raw salt, we proudly showcase a potential production capacity of 0.2 million MTPA. Along with housing an edible salt refinery in Chennai, we also produce industrial-grade salt in Vedaranayam. Our brands i-Flo and Sapan comprise an array of edible salts, featuring Triple Refined Iodized Salt, Iodized Crystal Salt, and Iodized Refined Salt, adeptly catering to the diverse requirements of our clientele.

Our presence



MINING SITES

Limestone & Lignite mines at Gujarat:

- Sutrapada
- Talala Taluk of Gir-Somnath
- Krishnanagar
- Bhavnagar
- Junagarh

MANUFACTURING SITES

Unit of soda ash and sodium bicarbonate

- Sutrapada. Gujarat

MANUFACTURING SITES

Units of raw salt

- Salt Pans - Vedaranyam. Tamil Nadu
- Salt Distillery - Tirupurore. Tamil Nadu

Sustainability as part of our business strategy

Mission, Vision, and Core Values

At GHCL, our mission, vision and core values collectively provide us with a purpose, a direction, to steer our journey forward. These guiding principles, rooted in transparency, ethical business conduct, and regulatory compliance, keep us focused on our commitment to creating value for our stakeholders.

Our mission, "Responsibly maximizing stakeholder value," encapsulates our commitment to profitability that benefits all stakeholders. It also emphasizes ethical, transparent, and sustainable operations for long-term societal well-being. Our vision is to grow responsibly with governance, sustainability, and core values as our foundation, expanding our market presence while prioritizing ethical conduct, transparency, and environmental stewardship. Our core values of respect, trust, ownership, and integrated teamwork guide our relationships and actions, fostering a culture of accountability and collaboration. Collectively, these components define our distinct identity and dedication to continual, conscientious expansion, all the while striving to forge a brighter future for everyone i.e., कृण्वन्तो विश्वमार्यम्.

OUR CORE VALUES

We believe-Respect, Trust, Ownership and Integrated Team Work lead to Business Success

Respect

परस्पर देवो भव:

Thoughtful of showing regard for another person

Trust

विश्वस्त: तथा च स्वात्मानम जानीहि

Confidence in each other' capabilities and intentions

Ownership

लोका: समस्ता: सुखिनों भवन्तु

Take responsibility for one's own decisions and actions

Integrated Team Work

योग: कर्मसु कौशलम

Every person to work towards the larger group objective

Our Sustainability Vision

Zero Harm

Target - Zero reportable injuries

In the financial year 2023-24, we witnessed 32 reportable injuries as compared to 36 reportable injuries in FY 2022-23 in our soda ash plant. Our focused actions on zero harm include safety assessments, audits, hazard identification and implementing control measures. Leveraging technology, digitalization and data analytics helped us in efficiently gathering safety-related data, identify trends, patterns and areas requiring attention, aiding informed decision-making.

Target - Zero Environmental incidences

In FY 2023-24, we achieved zero environmental incidents, highlighting our commitment to environmental stewardship and minimized impact on the environment. Robust environmental management systems prioritize sustainable practices and manage potential environmental risks, efficient resource utilization, waste management, pollution prevention, and energy conservation.

Climate Warrior

Target-30% reduction of Scope 1,2 emissions by 2030

While we target to achieve 30% reduction in Scope 1 and 2 emissions, we have been able to reduce our emissions by approx. 7% in FY2023-24. We are consistently striving to reduce our emissions by incorporating emission reduction initiatives like co-firing biomass in boilers, incorporating renewable sources of energy, mangrove plantations, VFD installation in process etc.

Target - Implementation of internal carbon pricing in procurement process

We are committed to making our business sustainable and thus use internal carbon pricing mechanism to guide our investment decisions/ procurements across all operations. By incorporating this we ensure that financial implications of carbon emissions are adequately catered. It assists in prioritizing eco-friendly projects, seeking emission reduction opportunities and pushing for sustainable technologies.

Stakeholder Centricity

Target- Trusted CSR brand

GHCL Foundation Trust works with local communities near our plants, focusing on education, healthcare, women empowerment, skill development and environmental conservation. It collaborates with local stakeholders, NGOs and government agencies to drive sustainable change and improve the quality of life. For the financial year 2023-24, we partnered with 9 NGOs to contribute to the lives of the communities near our plants.

Target- To be among the Top 100 Great Place to Work

GHCL has received the "Great Place to Work" award for the 8th year in a row, underscoring its dedication to creating an outstanding work environment and cultivating a culture of trust and excellence, being consistently recognized among the top 50 companies in the manufacturing sector.

Stakeholder Centricity

Target- Single digit overall attrition rate

GHCL is pleased to report that its current attrition rate stands at 8.70%. We take pride in maintaining a single digit attrition rate since FY 2020. This reflects our dedication to nurturing long-term relationships with our employees and ensuring their professional fulfilment and well-being.

Target- 5% representation of overall female employees

With a dedicated focus and aim on creating a diverse and inclusive workforce, we pledge to increase the participation of women across all levels in our organisation by 5%. At present, our overall female representation stands at 3.5%. We remain steadfast in our commitment to fostering diversity and inclusivity through our women empowerment initiatives.

Creating value for all

Our value creation model

Our value creation model elaborates on how we utilize capital inputs in our business operations to generate value for our stakeholders. Further, the model explains how we sustainably replenish these inputs forming a continuous life cycle. As per the International Integrated Reporting Council's definition, 'value creation' is the result of an organization's activities that transform capital inputs into valuable outputs. These outputs, in short, medium, and long terms, either create or deplete the value for our stakeholders

OUR RESOURCES

FINANCIAL CAPITAL

- Capital expenditure : **₹184 Cr.**

MANUFACTURING CAPITAL

- Operating locations across India : **5**
- Inbound raw material : **4.2 Million MTPA**

INTELLECTUAL CAPITAL

- Number of Kaizens: **1,046**

HUMAN CAPITAL

- Permanent workforce : **979**
- Contractual workforce : **2,467**

SOCIAL & RELATIONSHIP CAPITAL

- CSR spend : **₹ 16.80 Cr.**
- Partnership with NGOs : **9**

NATURAL CAPITAL

- Direct energy Consumption: **167.54 Lac GJ**
- Indirect energy Consumption: **0.23 Lac GJ**
- Total freshwater water withdrawn: **20.98 Lac KL**

BUSINESS ACTIVITIES

Soda ash production

Salt production

Mission, Vision and Core Values

VALUE CREATION PROCESS

How we Create ?

Stakeholder Consultation

Strategy & Resource Allocation

Performance

Risk

Key Considerations

How we Create?

Soda Ash

Raw Material Procurement | Manufacturing | Distribution | Customer

Refining salt

Consumer Product Division (Salt)

Raw Material Procurement | Branding and Packaging | Distribution | Customer

What we Create?

Soda Ash

Second largest manufacturer of soda ash in India with 26% market share and 1.2 million MTPA capacity

Consumer Product mainly salt

Strong presence in South India with Edible Salt. Our Brands Sapan & i-FLO are well accepted among Category A stores in Major Southern cities

OUTPUT

FINANCIAL CAPITAL

- Revenue generated: ₹ **3.498 Cr**

MANUFACTURING CAPITAL

- Soda Ash division pendnetion: **1.08 million MTPA**
- CPD production: **0.1 million MTPA**

INTELLECTUAL CAPITAL

- Savings due to process efficiency: ₹ **11.6 Cr.**

HUMAN CAPITAL

- Manhours of formal training: **14,580**

SOCIAL & RELATIONSHIP CAPITAL

- Employee trust Index in GPTW: **90**
- CSR beneficiaries: **1,35,229**

NATURAL CAPITAL

- Scope 1 emissions: **12.8 Lac tCO2**
- Scope 2 emissions: **0.05 Lac tCO2**
- Scape 3 emissions: **8.3 Lac tCO2**

Resource allocation

At GHCL, our core emphasis lies in the effective and efficient utilization of resources to accomplish our strategic objectives. We recognize that a strong and enduring financial foundation is intrinsically tied to efficient resource allocation, explicit delivery of objectives, and robust risk strategies complemented by thorough planning. It's our firm belief that our strategy should always aim to optimize resource allocation to not only secure the capital of our shareholders but also to lay the groundwork for sustained long-term value creation.

In our efforts to define value, we understand its dimension extends far beyond mere financial aspects. It inherently includes the realms of social and environmental considerations, thereby enhancing the scope of our business strategy to help the organization grow in a comprehensive manner. Consequently, we have integrated the concept of the 'six capitals' into our resource allocation strategies. These include human capital, manufactured capital, social & relationship capital, financial capital, intellectual capital, and natural capital. Such an inclusive strategy aids us in viewing the enterprise from a much broader perspective. By considering all six unique yet intertwined capitals, we can make well-informed decisions that can stimulate financial growth, and align well with GHCL's overarching goals. This approach lets us prioritize those areas where value creation is promising, ensuring that we can direct our resources towards these areas. Through our resource allocation strategies, we strive to strike an ideal balance between maximizing returns and promoting a culture of sustainability. By concentrating on the efficient utilization of the resources available to us, we can effectively accomplish our strategic objectives without losing sight of the broader societal and environmental impacts.

Financial Capital

Producing free cash flow and net profit with the long-term goal of improving equity
Concentrating on sectors of growth and high profit potential.

Manufactured Capital

Focus and expenditure on digital transformation and automation processes.

Human Capital

Investing in enhancing skills of individuals, implementing digital solutions, and fostering diversity and inclusivity programs

Social & Relationship Capital

Investing in activities designed to engage stakeholders to foster a favourable external environment for the business.

Intellectual Capital

Boosting collaboration among research and development centres, and channeling investments into research initiatives for product and process innovation

Natural Capital

Dedicating resources towards the acquisition and preservation of natural resources like raw materials, water, land, and energy.

Ethical stewardship

Corporate governance

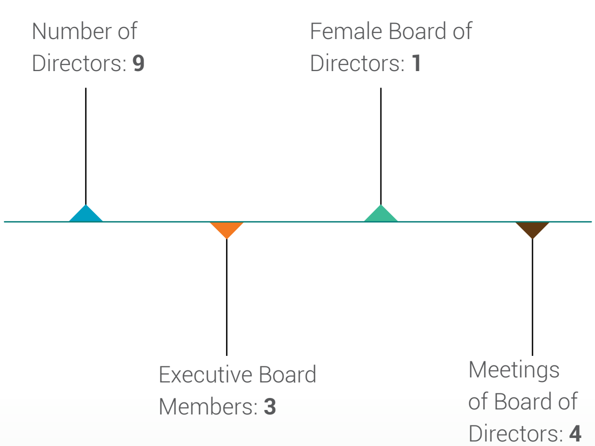
Our corporate governance structure is founded on transparency, accountability, and ethical conduct, aligning with the international best practices. Led by a diverse Board of Directors and a dedicated management team, we prioritize upholding exemplary governance standards.

This commitment is deeply ingrained in our corporate culture, evident through our adherence to stringent guidelines and ethical codes.

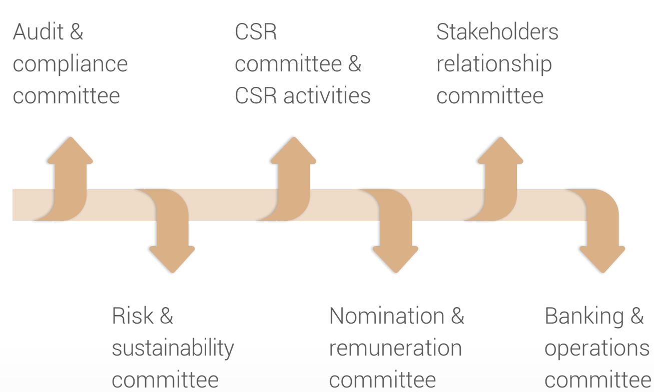
Central to our governance efforts are our Board of Directors, who convene regularly to review all strategic, operational, and financial aspects of the company. Their collective expertise ensures GHCL operates with integrity and transparency, driving sustained success and value creation. Our Board composition, featuring diverse expertise and perspectives, is visually represented in the accompanying infographic, illustrating our commitment to inclusive decision-making and effective governance.

At GHCL, we have established committees that are dedicated to overseeing and managing all governance related matters. These committees align our business practices with the highest standards of integrity and corporate responsibility, ensuring continuous growth and long-term sustainability for our company. For more information on our committees, refer to our corporate governance report on page 164 to 174 of the Annual Report.

Our Board Composition



STEERING COMMITTEES AT GHCL



Code and Governance Policies

Our key codes and governance policies serve as the cornerstone of our commitment to ethical conduct, transparency, and accountability. These policies are designed to guide the behaviour of our employees, directors, and stakeholders, ensuring alignment with our core values and objectives. and provide clear guidelines on how we conduct business, make decisions, manage risks, and interact with stakeholders.

At GHCL, we recognize the importance of adhering to the highest standards of corporate governance and ethical behaviour. Our key codes and governance policies are regularly reviewed and updated to reflect changes in regulatory requirements and industry best practices.

By upholding these policies, we aim to foster trust among our stakeholders, mitigate risks, and promote sustainable growth. We believe that a strong governance framework is essential for maintaining the integrity and reputation of our organization in the long term.

- Role and Responsibility of Lead Independent Director
- Various Committees Constituted by the Board of Directors
- GHCL Investment Policy
- BRSR Policy
- Data Protection Policy
- Code Of Conduct For Employees And Other Stakeholders
- POSH Policy
- Health and Safety Policy
- Green Procurement Policy
- Policy for determining material subsidiary
- Code Of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information
- Internal Audit Charter
- GHCL's Trading Business Policy
- Policy on Materiality and Dealing with Related Party Transactions
- Dividend Distribution Policy
- Investor Grievance Redressal Policy
- Policy and procedure for inquiry in case of leak or suspected Leak of UPSI

Terms & Conditions for appointment of Independent Directors

Information Security Policy

Risk Management Policy

Policy on Succession Pian

Code of Conduct to Regulate, Monitor and Report trading by Designated Persons

Familiarization Programme for Independent Directors

Current and Risk Management Policy

CSR Policy

Preservation & Archival Policy

Code of Conduct for Board of Directors and Senior Management Personnel of The Company

Supplier Code of Conduct

SOP for Structure of Digital Database

Non-Discrimination Policy

Policy for Determination of Materiality

Whistle Blower Policy

Board Diversity Policy

Nomination & Remuneration Policy

Building business agility

Risk Management

An integral part of our company's strategy and operations is risk management. At GHCL, we have consistently demonstrated our capacity to handle challenges and making efforts to further strengthen our abilities to identify and manage risks using a systematic framework. We see risk management as an essential aspect of good corporate governance, as well as vitally important in realizing our strategic and operational goals.

Our risk management policy represents our guiding principle for recognizing, evaluating and mitigating risks in accordance with regulatory demands and ISO 31000 standards. In 2023, we revised our risk policy to increase its resilience, aiming to safeguard our organization and develop more effective risk mitigation strategies.

Our risk management process encourages a culture across our organization by ensuring transparent communication to stakeholders and appointing risk ownership to accountable individuals or departments. We utilize risk mitigation strategies and track the success by keeping records of risk evaluations, resolutions, and results. We have developed our risk management approach as described below which highlights salient process.

Our risk management framework is deeply integrated into all functions and decision-making processes. It covers every aspect significant to our company's operations. Our strategies for managing risk are specifically designed to tackle the individual risks and difficulties that our company may face. We invite all our employees and stakeholders to partake in the process of identifying, assessing, and mitigating these risks. Our approach to risk management evolves dynamically to adapt to changes. Our approach to risk management fosters open dialogue, accountability, and collective responsibility for decreasing risks. We relentlessly pursue opportunities to refine our risk management procedures and their results

Risk Management Approach

Risk Integration
- Embedding Risk Management
- Strategic Alignment

Comprehensive Risk Identification
- Systematic Identification
- Holistic View

Risk Assessment and Prioritization
- Quantitative and Qualitative Assessment
- Scenario Analysis

Risk Mitigation and Control
- Effective Strategies
- Monitoring and Review

Risk Ownership and Accountability
- Clear Responsibility
- Accountability

Communication and Reporting
- Transparent Communication
- Timely Reporting

Continuous Improvement
- Learning Organization
- Benchmarking

Compliance and Regulatory Adherence
- Legal and Regulatory Compliance
- Ethical Conduct

We have classified four primary risk categories i.e., cost competitiveness, sustainability, governance compliance & regulatory changes, business growth and innovation. In order to effectively address these risks, we have also outlined key strategies for their mitigation

Cost Competitiveness

- Raw material availability and volatility
- Margin pressure - low cost
- supply & over supply
- Financial cost & disciplined capital allocation
- Currency fluctuation

Sustainability

- Governance, compliance & regulatory changes.
- Ethical business practices
- Cyber security

Governance, compliance & regulatory changes

- Social license to operate
- EHS performance
- Climate change & natural calamity.
- Succession planning

Business Growth & Innovation

- Capex & non capex growth
- New Product & Process Enhancement
- Digitization/automation
- Superior customer
- Serviceability

BRIEF ABOUT RISK AND ITS MITIGATION STRATEGIES ALONG WITH CAPITAL IMPACTED.

Cost Competitiveness	
Capitals impacted	**1. Raw material availability and volatility**
	• Focus on efficient use and re-use of raw material as well as captive raw material. • Due Diligence and effective management in on-boarding raw material suppliers. • Ensuring long-term supply contracts and vendor diversification for commodity supplies.
	2. Margin pressure – low-cost competitors and oversupply
	• Focus on efficient use and re-use of raw material as well as captive raw material. • Due Diligence and effective management in on-boarding raw material suppliers. • Ensuring long-term supply contracts and vendor diversification for commodity supplies.
	3. The financial cost and disciplined capital cost allocation
	• Targeted deployment of financial funds, meticulous allocation of capital, and making future-ready investments. • Efficient capital management thereby deriving the maximum output for each unit of capital disbursed.
	4. Currency fluctuation
	• Monitoring the foreign exchange market closely and taking hedging measures, principally for terms shorter than one year and generally not exceeding 18 months. • Management of exchange rate exposures by utilizing forward foreign exchange contracts. • Engagement with multiple rating agencies on our financial processes.

Sustainability	
	5. Climate change and natural calamity
	• Investment in upgrading existing technology to minimise our GHG footprint. Internal carbon price (the project is underway). • Assessing the impacts of climate change on GHCL's operations and supply chain. • Climate change study conducted to develop roadmap for short-, medium- and long-term road map for emission reduction and moving towards net zero journey. • Continuous monitoring of EHS KPIs.
	6. EHS performance
	• EHS improvement areas are identified periodically. • Compliance with applicable legal norms is a priority. • Environmental Management Plan (EMP) in place to mitigate any further risks.
	7. Social license to operate
	• Regular engagement with the local communities to understand and address their issues. • Forming Self-Help Groups (SHG) in local villages to enhance their income. • Engagement of Anganwadis for better implementation of government initiatives. • Vocational training programs in various trades and placement thereof
	8. Succession planning: Right people at the right place
	• Robust identification process for finding persons with required capabilities. • Investing in training, mentorship, and development of selected candidates • Engagement of potential talents with higher responsibilities.
Governance	
	9. Governance, compliance, and regulatory changes
	• Keeping track of changes in the regulatory landscape, coupled with systems and processes to ensure compliance with applicable laws and other legal standards. • Engagement of the Board and top leadership team for implementation of best governance practices. • Engagement of experts to conduct an independent assessment of ESG practices followed by the Company based on the IFC framework industries' best practices. • Awareness program on maintenance of Structured Digital database as per the requirement of Insider Trading Regulation. • Single-point accountability with appropriate responsibility cascading down the organization. • Ensuring that all employees, including long-term contractors, are trained on GHCL's Code of Conduct. • Launched comprehensive awareness program on BRSR principles, code of conducts and various policies of the company through system and encouraged Board, top leadership and employees of certain level to qualify the test assigned against each of the principles, policies and codes.
	10. Ethical business practices
	• System in place for reporting and investigating violations of the Code of Conduct. • Code of conduct for employees and other stakeholders launched along with existing code of Conduct for Board and Sr. Management. • Internal audit charter launched. • Investment policy guideline for treasury investment approved by the Board. • Trading Policies approved by the Board.

11. Ethical business practices

- Periodic security compliance check, firewalls up-gradation, installation of threat monitoring systems, and regular patch updates.
- External agency engaged for conducting cyber security and vulnerability test on our IT system
- Efficient capital allocation to enhance business and ensure optimal shareholder growth while taking financial and funding risks into consideration.

12. Capex and non-capex growth

- Understand customer requirements.
- Strategic focus on technology to make processes simpler for all stakeholders.

Business Growth and Innovation

13. New product and process enhancement

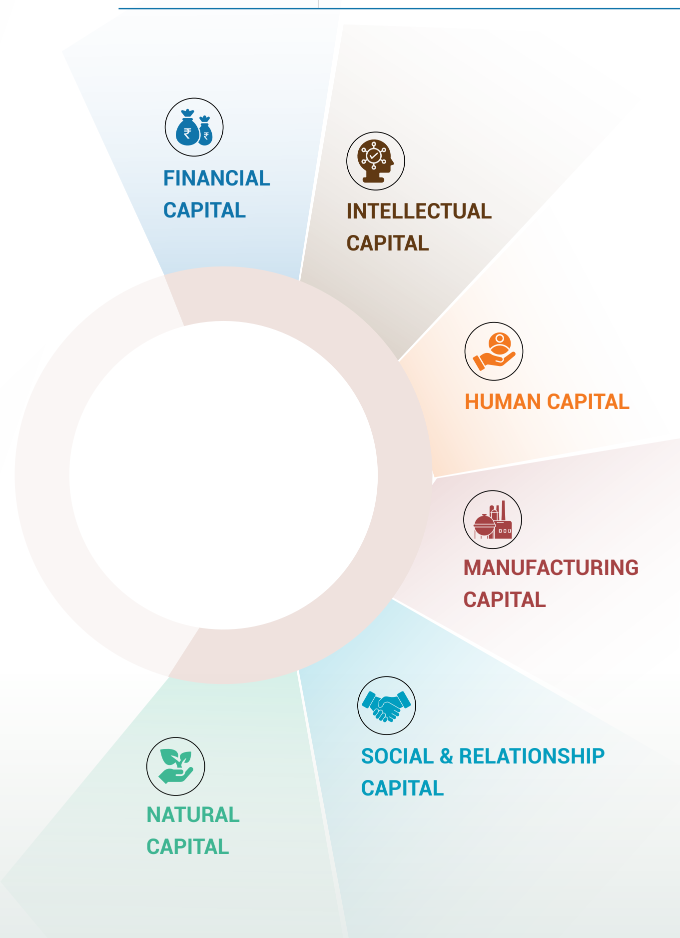
- Understand customer requirements.
- Strategic focus on technology to make processes simpler for all stakeholders

14. Digitization/ Automation

- Uptake of new-age technology to increase operational efficiency, improve processes and provide enhanced customer engagement.
- Engaging partners for automation.

15. Superior customer serviceability

- Timely action on customer feedback.
- Regular engagement with the customer for strengthening the relationship.



Stakeholder Engagement and Materiality

Engaging with our Stakeholders

Stakeholder engagement is an integral aspect of any business strategy. We firmly believe in the concept of collective wisdom, drawing from the knowledge and experiences of our stakeholders. i.e. “आनो भद्राः क्रतवों यन्तु विश्वतः. . At GHCL, fostering strong stakeholder relationships is paramount to understanding how we can deliver value.

Regular interaction through stakeholders’ engagement plays a vital role in identifying material issues. We are committed to continuous engagement to enhance our operations and meet stakeholder expectations, viewing their involvement as integral to our decision-making process. We have identified five key stakeholders groups which may impact our decision making process.

Through robust stakeholder relationships, we gain critical perspectives and insights to generate value effectively. Proactive communication allows us to identify economic, environmental, and social concerns, informing our decision-making processes. These issues are regularly communicated to senior leadership for consideration and integration into corporate strategies and risk management measures, promoting sustainable business growth. Our proactive approach includes developing strategies to manage risks and capitalize on opportunities. Our Stakeholder Relationship Committee ensures regular updates to stakeholders on pertinent matters, while decisions crucial to stakeholder value creation are deliberated by our Board-level Committee. This underscores our commitment to engaging with stakeholders, handling issues proactively, and fostering sustainable growth for enduring value creation. While all stakeholders are significant to GHCL, we particularly recognize the importance of five core stakeholder groups listed below in the table. Their modes of involvement are crucial in shaping our operations.

	Investor	Supplier	Employees	Community	Customer
1 Key stakeholder expectation	• Growth of the company • Rewards to Shareholders • Return on capital employed (ROCE) • Governance and risk management	• Payment terms • Growth of suppliers • Fair and transparent dealing • Loading/unloading infrastructure • Hygiene and sanitation infrastructure • Safety system and performance	• Growth opportunities • Safe working environment • Hygiene and sanitation facilities • Healthcare facilities • Grievance Redressal mechanism • Rewards and Recognition	• Livelihood support • Healthcare,bygiene, sanitation facilities • Education, local employment • Infrastructure development • Resource optimization	• Product quality and innovation • Delivery and customer connect • Credit facility & transparent payment terms • Packaging Health and safety aspects Innovation
2 Key stakeholder concerns	• Technology, product, and process innovation • Focus on renewable and clean energy • Embed sustainability in supply chain	• Leverage circular economy • Focus on environmental issues such as carbon emission, water, energy • Embed sustainability in supply chain	• Talent retention • Local sourcing of labour • Welfare practices for non-officers	• Better healthcare facilities • Water scarcity in the community areas • Livelihood generation and skill development	• Focus on health, safety, and human rights • Focus om carbon emission, water, air pollution, waste management, renewable and clean energy • Embed sustainability in supply chain and leverage circular economy
3 Value proposition	• Consistent investment returns and continuous Innovation fer long term business stability.	• Enhancing abilities via skill training, growth potential, safe practices, proper funding, and regular ESG evaluations.	• Promoting a healthy work atmosphere, equal treatment, non- discrimination, skill enhancement opportunities, stock options, rewards, recognition, grievance resolution, fair pay, and overall employee welfare.	• Facilitating substantial and enduring improvements in the welfare of communities near our operational sites.	• Robust brands, high-quality products and comprehensive engineering backing.
4 Why are they important to us	• The financial capital required for our business and its strategic growth plans is supplied by our investors.	• Our partners provide the operational support needed to streamline the value chain, remain cost-effective, and surpass customer expectations.	• Our employees are vital for our business success, their contributions significantly aid in strategy execution and continuous business growth.	• Thriving, engaged local communities are crucial for our business. Our operation's legitimacy depends on our capacity to generate value for these communities.	• Customers guide our market presence, and our business success relies on fulfilling their expectations.
5 Frequency and engagement platform	• Annual general meeting • Quarterly earning calls & presentation • Investor's conference • Press release and newsletter • Investor satisfaction survey • Communication to shareholders immediately after declaration of quarterly results/ half yearly results and providing necessary finance related information	• Suppliers/Vendors meet • Supplier feedback and periodic site visits • VENIDX portal. • Expected to comply with skill upgradation on ESG criteria	• Managing Director Connect through MD Speak, GHCL TEA (Think, Experiment and Adopt) MILAP (Medium for Interactive Lateral and Actionable Partnership) DISHA meeting Engagement survey Monthly and quarterly publication and newsletter	• Community meetings and visits • Participatory rural appraisals including focus group discussions, awareness camps, exposure, and training visits for beneficiaries • Interaction for local bodies • Engaging CSR committee on the issues of CSR initiative	• Customer satisfaction surveys • Direct customer relationship management satisfaction initiatives • Regular customers/ distributor notes
6 Functions	• Corporate secretariat, sustainability and Corporate investor relations	• Commercials, Sustainability and Governance	• MD Office, CFO & ED(F), IIR. corporate communicatio	• GHCL foundation, CSR team and corporate sustainability and secretarial team	• Branding and Marketing team

Materiality assessment

At GHCL, we have undertaken a thorough materiality assessment to discern and prioritize the vital environmental, social, and governance (ESG) factors that hold considerable importance over our business operations and stakeholders. This assessment involves an evaluation process, engaging with various stakeholders, including investors, employees, customers, and community members and prioritizing issues that have a substantial impact on both our business and the broader society.

Our materiality assessment aims to align our sustainability strategies with stakeholder expectations and global sustainability goals. By identifying these critical issues, we ensure that our business decisions are focused on addressing the most relevant concerns while creating long-term value for all stakeholders. This process allows us to direct resources, efforts, and innovations toward areas that have the most substantial impact, contributing to our goal of sustainable and responsible business practices.

We regularly review and update our materiality matrix, and strive to adapt to evolving stakeholder expectations, regulatory changes, and emerging ESG trends. This continuous evaluation ensures that our business remains agile and responsive to the dynamic landscape while fostering positive impacts on the environment, society, and our business performance. Through a robust materiality assessment, we have reinforced our commitment to sustainable development, aiming to deliver value not only to shareholders but also to the broader spectrum of stakeholders we serve.

Material issues	Mapped capital
Employee engagement, training, and professional advancement	Human Capital
Health and Safety	
Human Rights and Fair Labour Standards	
Sustainable products and packaging	Manufacturing Capital
Process improvement and innovation	Intellectual Capital, Manufacturing Capital
Corporate social responsibility	Social & Relationship Capital
Ethical supply chain management	
Energy and GHG emissions reduction	Natural Capital
Water management	
Waste reduction and management	

FINANCIAL CAPITAL MANUFACTURING CAPITAL INTELLECTUAL CAPITAL HUMAN CAPITAL
SOCIAL & RELATIONSHIP CAPITAL NATURAL CAPITAL

Our capitals

At GHCL, we are focused on leveraging our strengths for optimum capital utilization. We have successfully weathered the consistently changing market conditions with minimal impact on our operations.

We have improved the reporting of our value creation model to enhance long-term growth. We deeply care about the financial strength of our company and harmonize the same with the environmental, social, and governance aspects of our organization. Our Integrated Annual Report features a detailed section on capital management and performance. Each section underscores our interaction with various capitals and their integration for improved process efficiency. Our objective is to create long-term value for our stakeholders by combining our financial strength with environmental, social, and governance aspects and incorporating sturdy reporting frameworks, and thus achieve sustainable growth.

Financial capital

Inspired by our deep-seated belief in the value of financial capital, our mission statement draws from a particular shloka "यत्र धनो यत्र धान्यं, यत्र ज्ञानं तथैव च । तत्र सर्वे सुखाः सन्ति, निर्धनं नास्ति कश्चन || This ancient verse stresses the significance of various forms of capital, including financial wealth, abundance in agricultural resources, and knowledge. It suggests that true happiness and the eradication of poverty can be achieved when wealth, abundance, and wisdom coexist.

PERFORMANCE HIGHLIGHTS

₹ 3,498 Cr
Total Revenue

₹ 899 Cr
EBIDTA

₹ 2,970 Cr
Net Worth (Equity)

₹ 676 Cr
Cash Profit

--
Net Debt to equity ratio

23%
Return on Capital Employed

₹ 793 Cr
Profit after tax continuing operations

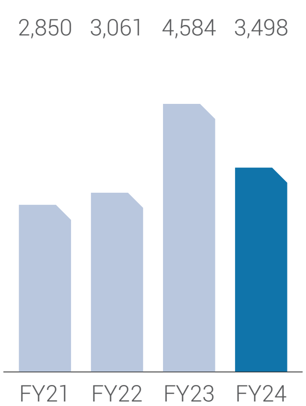
Financial capital is profoundly significant for an organisation as it enables execution of strategic plans, sustenance of operations and achievement of growth objectives. It forms the backbone for investments in all other forms of capital. As sustainability becomes a pressing agenda, utilizing financial capital to shore up environmentally responsible activities fortifies a company's reputation and longer-term viability. Investment in R&D, training, and employee benefits enhances knowledge and skills within a company, driving innovation and productivity, paving the way towards competitive advantage. Furthermore, financial capital also helps build social and relationship capital. A company can allocate financial resources to CSR initiatives, customer service enhancements, and stakeholder engagement programs, which can improve relationships and trust with key stakeholders, eventually leading to potential business opportunities. Manufacturing capital, that form the basis of a company's operations, can only be improved with the efficient allocation of financial capital. Thus, financial capital demonstrates a profound interconnectedness and direct impact on all other forms of capital shaping the overall health and future growth of a company.

At GHCL, our growth strategies are propelled by several factors. These include capacity enhancement, cost competitiveness, innovation and process improvement, sustainable capital expenditure measures, digital transformation, engagement with stakeholders, talent development, and improved customer service. As a manufacturing entity, our production processes necessitate significant energy consumption. Through our journey spanning four decades, we have acknowledged the benefits of transitioning towards cleaner, greener energy sources. This not only leads to cost reduction but also initiates a cycle of positive impacts on our revenue and profitability. In line with this thinking, we have taken proactive steps towards increasing our capacity for renewable energy. This involves setting up our own renewable energy plants and entering into contractual arrangements to further this goal.

Our main priority is to pinpoint the most effective strategies for reducing energy expenses. We achieve this through a well-proportioned blend of different fuel sources and by sourcing raw materials from cost-effective locales, guaranteeing the stability of our supply chain for the long term. To evaluate our financial performance for the financial year 2023-24, we monitor crucial financial performance indicators, encapsulated below:

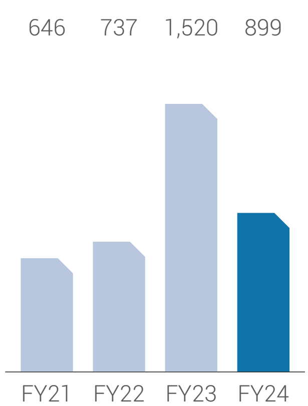
Total Revenue

(₹ in Cr)



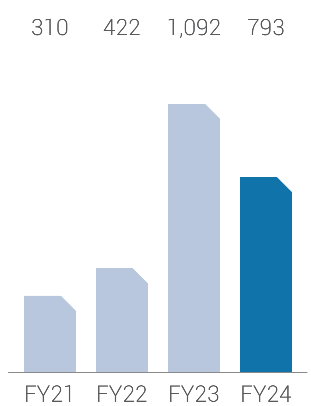
EBITDA

(₹ in Cr)



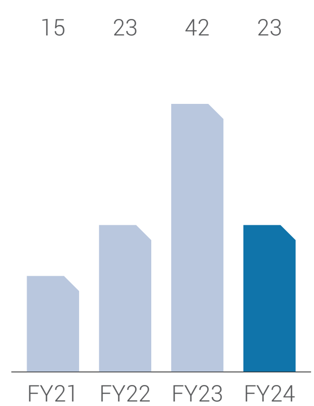
Profit After Tax

(₹ in Cr)



Return on Capital Employed

(in %)



***Continuing Operations**

We strive to maintain a large pool of accessible funds derived from finances (debt, equity), operations, investments, and surplus over a specific time frame, acknowledging that this financial capital is essential. This capital enables us to create value by converting it into various other forms of capital such as equipment (manufactured capital), personnel (human capital), knowledge (intellectual capital), and resources (natural capital).

In the ever evolving and complex external business environment, successful business operations are closely tied to adept financial capital management. By concentrating on revenue growth and capital efficiency, we strive to create a stable and sustainable business environment, even amidst potential threats from inflation and other vulnerabilities. Our primary goal is to foster long-term growth backed by commendable financial performance. Our revenue stems not only from our business operations but also from judicious investments and efficient asset management. We aim to achieve exceptional financial performance despite fluctuating input costs and global inflation. The strength of our cash flows and responsible debt management contribute to our business and balance sheet's security and stability, in turn propelling our continued growth.

Our strong financial performance demonstrates our persistent commitment to create competitive value and deliver sustainable and alluring investment returns for our shareholders. Using this momentum, we will stay focused on streamlining our portfolio to enhance growth opportunities, profitability and the strategic allocation of capital. We consistently and transparently disclose our financial performance, including total revenue, after-tax profit, borrowings, investment return rate, and share price, following our principles of governance, sustainability, and wealth creation. By consistently and transparently disclosing our financial parameters, we are committed to creating a financially sound company with strong cash flows, a robust balance sheet, and sustainable growth for our stakeholders' advantage.

Financials snapshot of GHCL

	FY 2022-23 (₹ in Cr)	FY 2023-24 (₹ in Cr)
Revenue	4,584	3498
Net worth	3933.88	2970.04
Net cash	157	701
Inventory Turnover ratio	4.08	2.78
Market Capitalization	4,813	4,243
Operating cash flow	898.94	797
CRISIL rating status	AA-	AA-

Generation and distribution of economic value

Economic value generation and distribution are critical aspects of a company's financial capital management. It involves a conscientious effort to distribute the value obtained transparently to support socio-economic growth and development, both within the organization and the country. Value distribution takes place in various forms and impacts diverse stakeholders. Governments, for instance, benefit from corporations fulfilling their financial obligations by paying taxes. These contributions aid in societal and national development; Investors, who provide companies with essential financial support and express their trust in the business, are rewarded with financial returns. This recognition of their involvement builds a solid relationship between the company and investors and promotes further investment. Employees, the backbone of any organization, also stand to gain from the distributed wealth. Companies can invest significantly in employees' well-being through fair compensation and a safe and inclusive work environment. Companies can also offer training and skill development opportunities, ensuring employees' well-being and benefits. These measures result in a motivated and competent workforce, enhancing productivity and competitiveness. Suppliers, who play an integral role in business operations, benefit through timely and fair payments for their goods and services. Recognition of their contribution encourages loyalty and ensures a steady supply for the business.

Beyond these direct beneficiaries, we also focus on community development. By supporting initiatives addressing social and environmental challenges, promoting education, healthcare, and sustainable livelihoods, companies contribute to social impact, thereby redistributing wealth indirectly.

Thus, the creation and transparent distribution of economic value are more than just financial transactions, it's an ethical commitment to stakeholder welfare. By adhering to these practices, companies not only generate and distribute wealth effectively but also contribute to the all-round growth and development of society.

Direct economic value distributed (₹ In Cr.)

	FY 2020-21	FY 2021-22	FY 2022-23	FY 2023-24
Operating cost	2169.54	2294.72	3015.47	2599
Employee wages and benefits	172.46	108.06	133.70	135.75
Payment to shareholders in the form of Dividends and buyback	-	52.27	142.68	167.28*
Payment to Government by way of direct tax	107.07	204.90	433.24	198
CSR initiatives	9.8	9.85	12.31	16.80

*Net of dividend paid on treasury shares of INR 0.56 Cr acquired by GHCL Employee Stock Option Trust

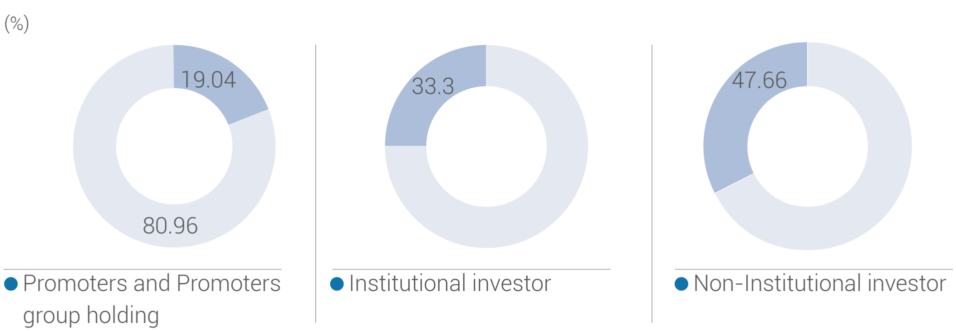
Shareholding pattern

GHCL prides itself on its unyielding commitment to transparency, integrity, and a sustainable approach to business. We are proud to have our shares listed on both the BSE and NSE, providing a platform for investors to participate in our ongoing growth. We continuously invest in improving our systems and processes and place great emphasis on robust corporate governance practices. Our strategy is rooted in operation transparency, integrity, and a long-term sustainable approach.

As of March 31, 2024, our shareholding pattern gives an overview of our ownership structure and key stakeholders. Although this pattern is subject to change due to changes in market dynamics and personal choices of the holders.

The trust placed in us by our shareholders is regarded with seriousness. We strive to uphold the highest standards of corporate governance, accountability, and clear disclosure. Our approach includes open and transparent communication with all shareholders, as we believe this to be fundamental in building long-term relationships

Shareholding pattern as of 31st March



Manufacturing capital

At GHCL, we are primarily focused on directing our capital expenditure towards advancing company's physical infrastructure, which includes our plants, buildings, machinery, equipment and, third-party assets such as warehouses and logistics facilities. Through this effort, we aim to deliver world-class products to our customers.

PERFORMANCE HIGHLIGHTS

5

Operating locations in India

₹ 184 Cr

Capital Expenditure

99%

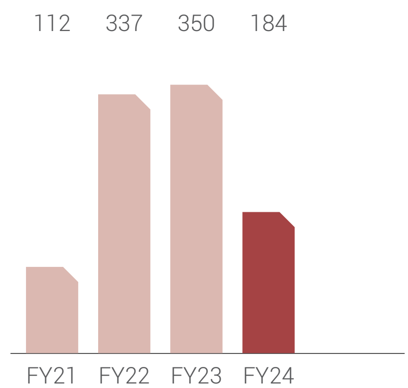
Major raw materials handled

Our production units in Gujarat and Tamil Nadu operate in alignment with our comprehensive ESG strategy. Besides our main activities, we run mining facilities in Gujarat for the extraction of lignite and limestone. Additionally, we manage a dedicated salt field to cater to a substantial part of our raw salt requirements. To ensure consistent and sustainable procurement of critical raw materials such as anthracite, coal, limestone, cotton, and synthetic fibres, we have secured robust contractual agreements. Our high-standard manufacturing facilities meet global benchmarks, enabling us to deliver top quality products to our clients consistently. Our focus remains on enhancing value, improving product quality, and integrating effective production methodologies. This approach helps us strategically utilize our manufactured assets, creating a strong and sustainable business framework.

Our commitment to delivering top quality products stems from our deep experience and dedication to fulfilling client needs and expectations. We relentlessly innovate and expand our product portfolio to improve our customer service, maintaining a leading presence within the industry. We believe in "उद्यमेन हि सिद्ध्यन्ति कार्याणि न मनोरथैः। न हि सुप्तस्य सिंहस्य प्रविशन्ति मुखे मृगाः।। which essentially highlights the importance of investment of capital in innovation that furthers the goodwill of the society through continuous excellence.

Payment for Capital Expenditure

(₹ in Cr)



To ensure long term value creation for our stakeholders, we are committed to expanding our customer reach, launching innovative products and boosting its resource efficiency, all while maintaining compliance with environmental and regulatory norms. Our outlook on sustainable growth focuses on enhancing the quality of our products, while aiming for value creation and cost optimization. We are strategically focusing on upgrading and modernizing our technological equipment and enhancing our process efficiency. Our investment in cutting-edge technology and sustainable methodologies aims to position us ahead of our industry contemporaries.

Soda Ash Division

As one of India's predominant producers, GHCL proudly operates a key soda ash manufacturing facility which is situated in Sutrapada, Gujarat. With a prominent 1.2 million MTPA annual production capacity, GHCL plays a significant role in satisfying roughly 26 % of India's domestic demand for soda ash.

We have effectively established a reliable raw material supply chain by employing a multipurpose strategy. This involves operating our own lignite mines, salt pans, and limestone mines that are conveniently located within a 40km radius of our plants, contributing to cost optimization. Simultaneously, we secure essential materials such as anthracite, coal, and limestone through our extended engagements. GHCL's competitive advantage is built on a deep commitment to customer-centricity, high-grade raw materials, and maximized capacity utilization. This advantage is further strengthened by the strong relationships the company has fostered with vital clients, depicted below, for soda ash exports.

Additionally, we are backed by a robust B2B supply chain strategy and dedicated to promoting efficiency in the Soda Ash market. As part of this drive, the company has transitioned from coke to briquette and made a strategic investment in technologies to enhance output capacity. GHCL's operational focus continues to prioritize cost efficiency, top product quality and prompt delivery schedules. Our operations are ably supported by an extensive logistics network that includes a dispatch centre and 26 strategically located warehouses spread across the nation.

Hindustan Unilever Limited

PATANJALI

Piramal

BOROSIL renewables

P&G

HNG LEADERS IN GLASS CONTAINERS

SAINT-GOBAIN

HINDUSTAN ZINC Zinc & Silver of India

FENA Better products, Cleaner world

Noticing the decline in our reserves of chemical-grade limestone at our designated mines, GHCL has proactively initiated measures to replenish its chemical-grade limestone reserves. We have procured limestone mines in Junagarh Gujarat from Ajmera Cement Pvt. Ltd, thereby increasing our reserves with mineable grade limestone. Additionally, we have spotted new limestone reserves in privately-owned agricultural lands near our factories. To optimize our supply chain efficiency, we advocate for our limestone suppliers to incorporate state-of-the-art technology and implement mechanical sifting and sorting systems. It encourages our suppliers to adopt contemporary technology to boost operational efficiency and reduce waste. Through all its strategic initiatives, GHCL epitomizes its commitment to quality, reliability, and sustainability across its soda ash operations.

Reduction in steam consumption through use of steam traps and control process.

The Dense Ash Plant initiated efforts to reduce steam consumption as part of its sustainability strategy. Through efficient steam trap use and improved process control, the plant aimed to maximize steam utilization and minimize losses. Rigorous inspections and preventive maintenance of steam traps were conducted to minimize steam loss, while process control measures such as steam pipe insulation and steam repurposing were enforced to reduce steam demand. These efforts led to a notable decrease in steam consumption, resulting in lower energy costs, extended equipment life, and reduced environmental impact. This case underscores the significant potential for energy conservation and cost savings through operational efficiency.

Adoption of VFDs in centrifugal pumps

In an ongoing effort to decrease energy consumption, our facility recently integrated eight new Variable Frequency Drives (VFDs) into its centrifugal pumps. The introduction of VFDs, which allow for adjustable fan speeds to meet specific operational needs, effectively curbed unnecessary power usage. Additionally, they can gently increase and decrease speed, thereby avoiding the power surges common with fixed-speed pumps. As a result, the facility experienced remarkable energy savings and a marked decrease in specific power consumption. This case highlights the potential of innovative technology, like VFDs, in boosting operational efficiency and achieving sustainability targets.

Intellectual capital

In alignment with our ESG strategy, our continuous focus on intellectual capital has positively contributed to our growth and business operations. Within GHCL, we follow the philosophy of "न हि ज्ञानेन सदृषम पवित्रमिह विद्यते" which signifies that intellectual capital is understood as a non-tangible resource, for example, brands, reputation, patents, copyrights, intellectual property, design, R&D, and innovation capabilities play a vital role in creating value.

PERFORMANCE HIGHLIGHTS

1,046

kaizens implemented

GHCL prioritizes investment in technological infrastructure and innovation to foster sustainability. We aim to revolutionize our technological progress through enhanced skills, infrastructure, and a culture of innovation. Positioned as a leading industrial player in India, we have identified significant expansion opportunities in Sutrapada, Gujarat, and our greenfield project in Kutch. Committed to advancing our production capabilities and adopting cutting-edge technologies aligned with global standards, we are actively working to reduce our carbon footprint and promote a low-carbon economy. Our focus on research enables us to adapt to macroeconomic shifts and increase reliance on renewable energy.

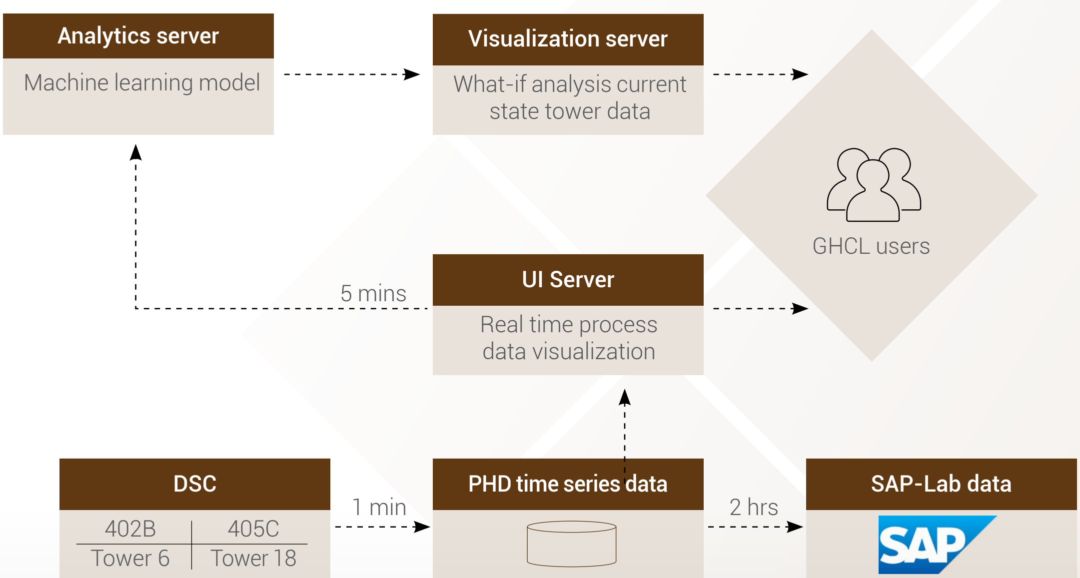
Moreover, our intellectual capital encompasses governance, culture, leadership, operational processes, and risk management mechanisms. Leveraging this capital allows us to implement effective strategies and navigate market challenges successfully. GHCL underscores the importance of research and innovation in aligning investments with growth strategies to position projects for success.

Moving forward, we plan to utilize our intellectual resources to put into effect efficient procedures, set quantifiable goals, and rank actions to cut emissions, decrease energy intensity, and boost the use of sustainable energy. Enhancing technology infrastructure and improving operations will substantially lessen the firm's carbon emissions, aiding in the transition towards a low-carbon economy.

PRODUCT INNOVATION

We strive to actively invest in research and development to drive technological transformation and address societal and climate change challenges. With a focus on integrating cutting-edge yet cost-effective technologies, we aim to innovate solutions that reduce carbon emissions, promote environmental sustainability, and enhance energy efficiency. An example of this commitment is the installation of Honeywell's Ph.D. historian system in our soda ash and boilers production plant, enabling storage of critical data for up to five years. This system facilitates real-time monitoring and adjustment of processes, identification of patterns, and improvement of process efficiency through trend and statistical analysis. The data obtained serves as a valuable asset for informed decision-making, detailed analysis, and continual innovation, reinforcing our dedication to progress and excellence.

Ph.D. historian data system architecture



Moreover, in bolstering its R&D endeavours, we have also partnered with leading chemical engineering institutes and reputable consultants. In its quest for innovation, GHCL has embarked on the following pioneering projects:

RBC plant innovation

Our soda ash plant has commissioned a 150 TPD energy- efficient Rotating Biological Contactor (RBC) plant. equipped with advanced technologies for optimal wastewater treatment and reduced energy consumption. Moreover, the plant's advanced features will enable us to recover valuable resources from wastewater, contributing to our circular economy efforts and driving sustainable growth.

Chiller integration

GHCL has successfully commissioned an additional chiller with a capacity of 1650 TR, operating on return sea water to enhance process efficiency. This strategic initiative aims to optimize cooling operations, reduce energy consumption, and improve overall system reliability. By leveraging sea water as a cooling source, we are reducing freshwater usage and minimizing environmental impact. The new chiller will play a vital role in supporting our production processes while advancing our sustainability goals

Enhanced tower efficiency

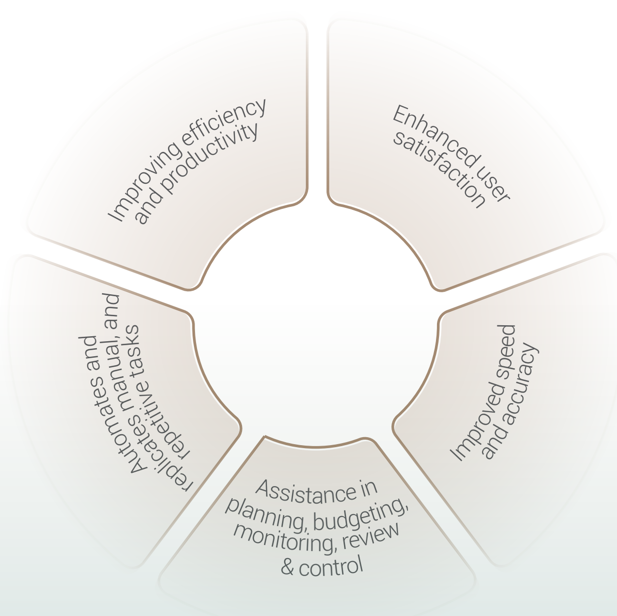
To enhance efficiency of our kilns, we've installed booster blowers which ensure a consistent supply of combustion air, improving combustion and reducing energy usage. This initiative mitigates strain on the system, optimizing kiln performance and preventing potential snags like blockages or uneven temperature distribution. The integration of booster blowers showcases our commitment to improved tower efficiency and effective pressure resolution.

Digitisation & Automation

Digitisation & Automation We have embarked on digital transformation, focusing on historian system implementation, weighbridge operations automation, and analytical models for carbonation tower optimization. The analytical model boosts efficiency and streamlines carbonation tower operations. Leveraging cutting-edge technologies and data analytics, we aim for improved productivity, cost-efficiency, and operational excellence.

IMPLEMENTATION OF ROBOTIC PROCESS AUTOMATION

We are also in the process of leveraging Robotic Process Automation (RPA) for our digital transformation. The powerful software tool is used to automate and replicate manual, rule-based, and regular tasks, thus enhancing efficiency and productivity. We have effectively conducted tests for automated posting of Advanced Shipping Notice (ASN) using BOTs as part of our RPA projects. Also, efforts are being made in digitizing raw material document management and automating invoice processing. We are in the process of implementing these applications across diverse functions to manage repetitive tasks effectively



RPA plays an integral part in overseeing our start-to-finish green field projects. From planning and budgeting phases to supervision, assessment, and control, RPA provides assistance throughout all phases of the project establishment. This inclusion of automation ensures both effective management and improved efficiency. We utilize Robotic Process Automation to fine-tune our processes, boost operational efficiency, and promote continuous growth. We remain committed towards the adoption of digital solutions that empower us to yield superior outcomes and augment the value we bring to our stakeholders.

BRANDING AND MARKETING

At GHCL, we understand the crucial role branding and marketing play in creating value-addition and ensuring long-term growth and success for a company. The act of branding significantly influences our consumers' perception of our merchandise, thereby enhancing awareness. The organisation, over time, has earned a reputation for delivering reliable, high-quality, and affordable goods. Our organization's branding and marketing communications strategy is based on our ethical and straightforward values. At GHCL, we aim to establish a trustworthy connection with our customers, secure our brand's value, and incorporate the best practices observed across various sectors.

Our main goal is to cultivate a strong, trust-based relationship with our customers while safeguarding and enhancing our brand value. In pursuit of this, we have amplified our efforts in establishing a resilient brand and promoting a professional image. By employing various social media tools, we have achieved effective engagement with our targeted market, expanded our corporate standing, and increased brand awareness. These platforms have facilitated our reach to a larger population segment, successfully elevating the familiarity with our products and ethical values.

Through a strong focus on branding and marketing, we are devoted to building trust among our existing customers, potential clients, employees, and the communities we operate in. We are consistently engaged in learning from the top practices in the industry, integrating them into our own strategies, thereby ensuring our brand stays pertinent, effective, and resonates well with our stakeholders.

Certification Dashboard

Five Star Rating by British Safety Council

ISO 22000, ISO14001 & ISO 9001 at Edible Salt Refinery

ISO 14001 : 2015 - Environmental Management

Halal Certification

Total Quality Management Certification

Global Recycle Standard

Occupational Health & Safety Management System

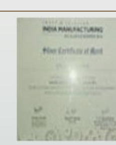
Fair Trade

SIMA techno facts survey 2012-2013 Award 1st rank

Six Sigma Implementation

Great place to work

ISO 9001 : 2015-Quality Management



India Manufacturing Excellence Award

Human Capital

Recognizing the pivotal role of human capital, we place significant emphasis on the workforce as the embodiment of success. Amidst an ever-evolving world, effective human capital management is paramount for shaping a vibrant workplace culture. We are guided by the philosophy of **अमंत्रमक्षरं नास्ति नास्ति मूलमनौषधम। अयोग्यः पुरुषो नास्ति, योजकस्तत्र दुर्लभः** : which means that every word holds the power of a mantra, every plant possesses herbal qualities, and every individual has inherent value.

PERFORMANCE HIGHLIGHTS

14,580
Training manhours

1.65
LTIFR

8.7%
Employee attrition rate

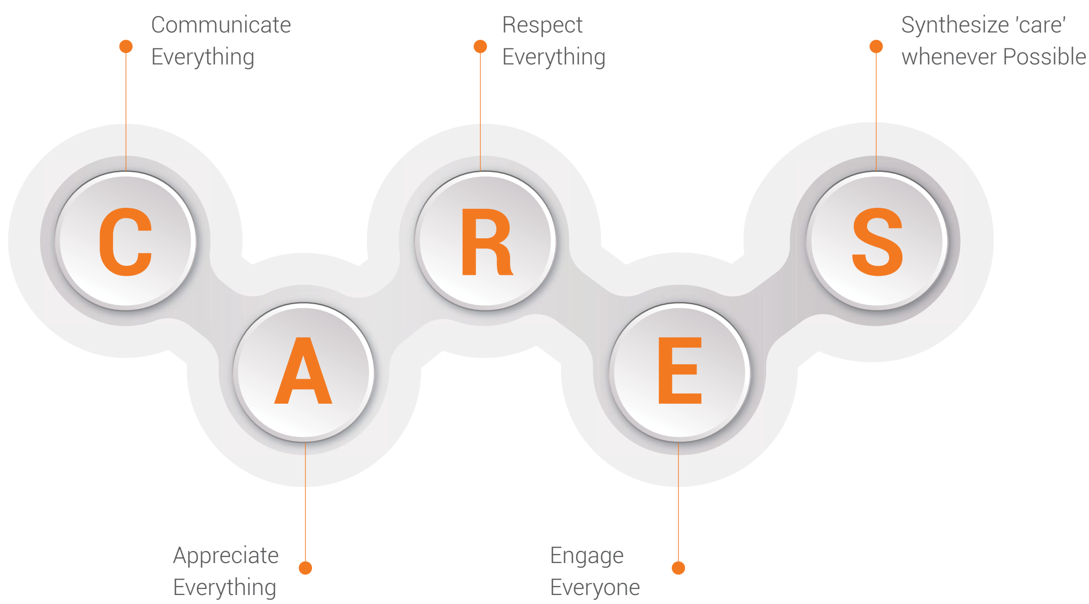
3.5%
Female workforce

24
HSE Stewards

We regard our human capital as fundamental to our achievements. With a committed workforce, we foster inclusivity, offering equal opportunities for learning and growth to all employees. We prioritize skill development, holistic well-being, continuous learning, and acknowledging the crucial role each individual plays in propelling the company forward. Through comprehensive HR initiatives, we strive to nurture a positive workplace culture, fostering creativity, innovation, and collaboration among its diverse talent pool. Our dedication to employee engagement and development ensures a flourishing environment where every member contributes to collective success.

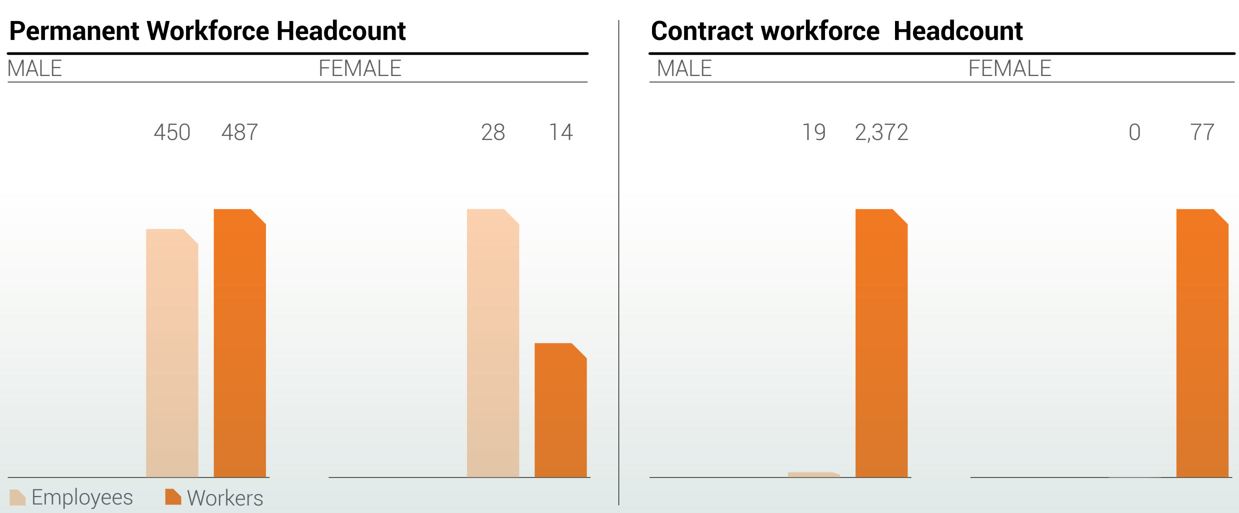
We strive to emphasize on talent assessment, employee development, succession planning, nurturing internal growth and fulfilling career aspirations. Proactive management of human capital risks aligns with our core values of performance excellence, cost efficiency, customer focus, sustainability, and good governance. Digitizing HR processes and launching e-learning initiatives through platforms like SAP Success Factors and Skillsoft underscore our resolute commitment.

Our goal is to cultivate a value-driven, high-performance learning environment, positioning GHCL as the preferred employer. Our HR mission focuses on fostering a learning culture, enhancing performance, and solidifying GHCL's status as a top talent destination.

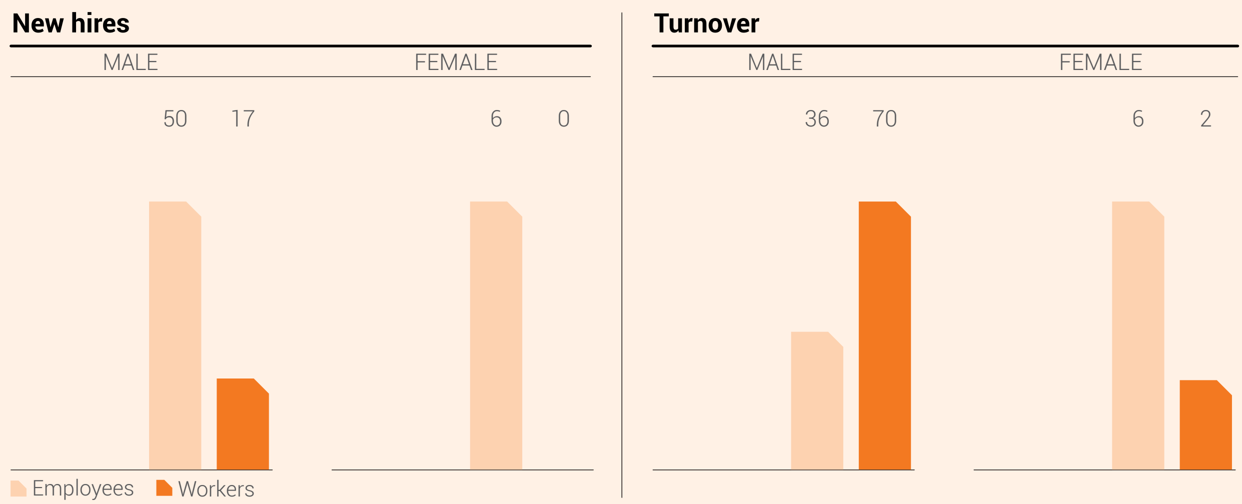


GHCL HUMAN CAPITAL PERFORMANCE SNAPSHOT

Total workforce, by gender, for FY 2023-24

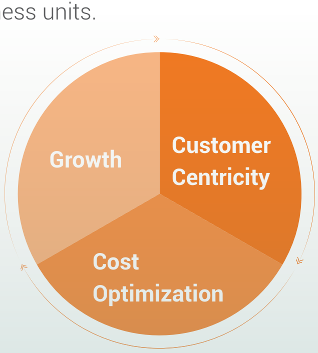


New hire and turnover, by gender, for FY 2023-24



OUR HUMAN RESOURCE STRATEGY

We focus on cultivating talent to propel organizational expansion while tailoring services to meet customer needs. Concurrently, we implement efficient practices to maximize value while minimizing expenses, ensuring sustainable development. By aligning with these pillars—growth, customer centricity, and cost optimization—we bolster our ability to thrive in a competitive landscape. At the core of our organizational success lies our HR mission, focused on fostering a high-performance culture within an engaged, digitized workspace. We value creating an environment where employees feel motivated, empowered, and inspired to excel. Our HR team plays a crucial role in cultivating a culture of continuous learning and development. We prioritize equipping our employees with the necessary knowledge and skills to understand customer needs and collaborate effectively across different business units.



KEY PILLARS OF OUR LEARNING & DEVELOPMENT

Our human resource strategy focuses on fostering a high-performance culture within a dynamic and tech-enabled work setting. We deeply value creating an environment where employees feel motivated, empowered, and inspired to excel in their roles. Achieving this goal involves our HR team's pivotal role in nurturing continuous learning and development of our workforce for our continuous success.

Professional Development

Our career development plan based on a three-dimensional model empowers employees to map their growth journey aligned with organizational objectives and their professional development.

On Job Training and Development

We believe in equipping employees with essential knowledge and skills. This year we have a focus on SME which stands for Subject Matter Expert, to facilitate a "Train the Trainer" strategy. This involves recognizing skilled employees who possess the ability and knowledge, steadily built up over many years, to effectively train others within the company.

Succession Planning

Our succession planning strategy is a comprehensive and strategic program aimed at seamlessly transitioning qualified individuals into leadership roles. It involves a structured seven-step procedure designed to identify and cultivate potential leaders within the organization.

Talent Management System

This system has significantly amplified efficiency, accessibility, and precision in performance management system, enabling real-time monitoring and reporting of performance metrics.

KEY HUMAN RESOURCE POLICIES

At GHCL, we have triumphantly adopted employee-centric policies, fostered a rich working culture, and laid out clear standards and expectations. This has led to a supportive and amiable workspace for everyone.

Executive grievance redressal policy

We offer a structured avenue for executives to voice any grievances they encounter and to ensure their prompt and effective resolution. The policy institutes a two-tier council system, guaranteeing executives access to a fair and efficient grievance redressal process.

POSH

We uphold a stringent zero-tolerance stance against sexual harassment in the workplace, assuming complete accountability for its identification and prevention. Our dedication lies in fostering a secure and respectful working atmosphere for all staff members.

Maternity leave policy

We prioritize the support of employees during significant life events like childbirth and adoption, ensuring their well- being and family care. Maternity leave spans 26 weeks, empowering new mothers to nurture and bond with their new-borns.

Leave policy

We prioritize work-life balance, acknowledging executives' personal commitments and occasional health needs. To support their well-being and family responsibilities, we offers up to 40 days of paid leave per calendar year.

GHCL think tank policy

We encourage employee creativity beyond routine tasks. Through GHCL TEA (Think. Experiment, Adopt), staff propose strategic, innovative, or research-based ideas for operational enhancement. SIR (Strategy- Research-Innovation) day celebrates these ideas, refined for presentation at the annual INCARNATION event.

HR data privacy policy

We highly value employees and stress the importance of treating personal data with utmost confidentiality. Our policy outlines standards for HR data privacy practices and ensuring transparency in our approach. We insure employees trust with personal data must be maintain with strict confidentiality.

Loan and advance

We aim to help employees facing financial difficulties by offering quick loans with low interest rates and flexible repayment schedules over an extended period.

Policy on loan for professional education for employee children

Our employees who have dedicated three consecutive years to our company are eligible for interest-free financial assistance to help finance their children's professional education.

Sabbatical for higher education

We empower talented employees to pursue higher qualifications and fulfil their personal aspirations. This policy applies to all employees ranked grade 1 and above.

Employee exigency support philosophy

We are committed to aiding. employees' families during unexpected situation. Hence, we offer financial support to dependents of deceased employees, ensuring assistance during their time of need.

EMPLOYEE ENGAGEMENT AND SATISFACTION

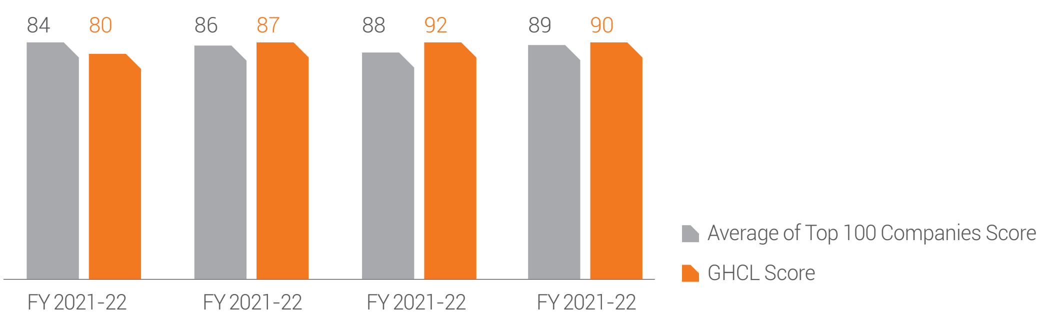
We are committed to foster a work environment where every employee can steadily grow. Our diverse team of 478 individuals display commendable dedication, aligning with our strategic growth. This includes investments in the wellbeing of our employees. Our goal is to build a respectful and collaborative culture that values safety, health, diversity, and skill enhancement.

Creating an empowering culture built on respect, trust, and cohesive teamwork is our core focus. This culture nurtures a sense of ownership among employees, fostering resilience and perseverance. We strongly believe that by cultivating such an environment, our employees thrive in their roles, becoming significant contributors to our company's success.

Consistently engaging in the rigorous evaluation survey by the Great Place to Work (GPTW) Institute has been pivotal for GHCL. Excelling in the Great Place to Work @– Trust Index Survey for eight consecutive years underscores our commitment to nurturing an engaging and supportive work environment. This year's survey, open to all employees, amplifies the significance of this recognition.

Great Place To Work®
Certified
MAR 2024-MAR 2025
INDIA

GHCL Score vs Average of Top 100 Companies in Trust Index Survey



FOSTERING EMPLOYEE COMMUNICATION THROUGH NEW-AGE INNOVATION

Effective communication stands at the centre of our GHCL HR strategy. Various engagement platforms like GHCL Digest, MILAP (multi-level employee meetings), Shop floor interactions, GHCL TEA (Timely Engagement with All), and GHCL Town hall foster open dialogue, knowledge exchange, and address employee concerns and suggestions. "Apex Meetings" convene the Chief Human Resources Officer (CHRO) and regional/divisional HR heads to swiftly identify and resolve issues. These discussions ensure alignment of HR strategies with diverse business units, locations, and employee aspirations. Our commitment to excellence is further exemplified through monthly "HR Operational Review" meetings, where we evaluate HR initiatives, policies, and practices, seeking alignment with the Managing Director (MD) and senior management to promptly address any gaps. Our participatory management style encourages employees to actively engage in decision-making processes. This approach fosters a sense of ownership, harnessing diverse perspectives, and collective intelligence within our organization.

INCARNATION

GHCL TEA (Think. Experiment & Adopt) is launched in the GEMS platform to invite the IDEAS

DISHA

The DISHA meetings are scheduled periodically for the senior leadership team to create strategy maps and make decisions.

MILAP

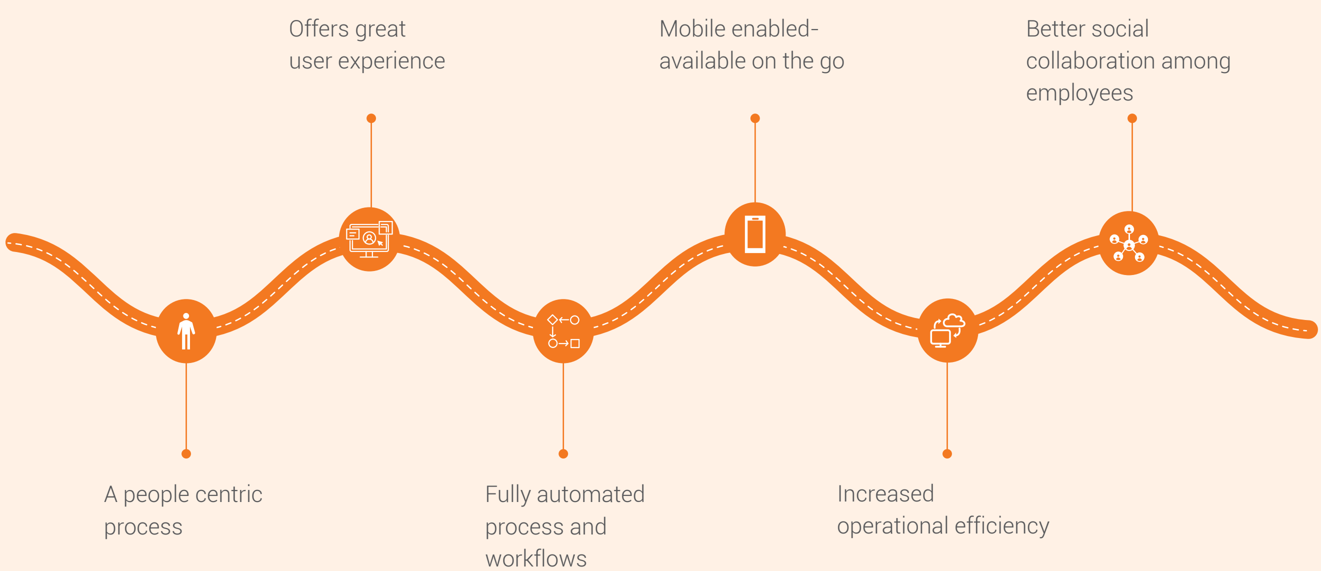
The MILAP (Medium of Interactive Lateral and Actionable Partnership) meetings are scheduled regularly to track and monitor all suggestions and feedback provided.

MD SPEAKS

In our company, the Managing Director communicates employees quarterly, and provides updates on performance and outlook Employees are encouraged to raise any question from the Managing Director.

Digitization of Human Resource environment (Hire to retire)

GHCL Limited has implemented a comprehensive digital Performance Management System. The system leverages goal setting, performance evaluations, feedback mechanisms, and professional development opportunities to optimize employee performance and ensures alignment with organizational objectives. This further enhances efficiency, accessibility, and precision in performance management, while also supporting remote work environments and fostering stronger communication and collaboration between managers and employees. Furthermore, the integration with GHCL's Employee Management System (GEMS) creates a cohesive and user-friendly experience for all personnel. This commitment to digitalization underscores GHCL's dedication to leading HR practices and cultivating a culture of continuous improvement.



Incarnation 2023, Sutrapada


Disha meets 2023, Suprapada

HEALTH AND SAFETY

At GHCL, we are dedicated to perpetually enhancing occupational health and safety standards to safeguard the welfare of our employees and foster a secure workplace atmosphere. Our Environment, Health, and Safety (EHS) policy, objectives, and standards are meticulously designed to prioritize the safety and health of our workforce across all our manufacturing plants. To fulfil this commitment, we have implemented a range of measures aimed at creating a safe environment conducive to the well-being of our employees.

We prioritize workplace safety through several key measures:

1 **Hazard identification and control:** We diligently assess and mitigate risks, including those related to man-machine interaction, process safety, and fire hazards.

2 **Skill enhancement:** Both employees and contractors undergo rigorous training to develop essential competencies, ensuring safe and efficient operations..

3 **Minimization of manual interventions:** We deploy automation and advanced technologies to reduce the risks associated with manual tasks.

4 **Exposure monitoring and control:** Continuous monitoring helps us identify potential hazards and implement controls promptly, ensuring a safe working environment for our workforce.

SAFETY MANAGEMENT SYSTEM

At GHCL, we hold employee safety as paramount and ensures a favourable working environment. To improve safety measures, the management closely scrutinizes past incidents and probes their root causes. Safety Cardinal Rules have been instituted across all the workplaces to shun recurrence of similar incidents. A Consequence Management System, which sets guidelines for handling non-compliance, has been effectively instituted. Steps have been taken to strengthen safety practices further, such as the implementation of a Safety Management System that lays down standards for occupational health and safety enhancements. This includes formation of standardized procedures, detailed work instructions and systematic record keeping.

We make sure operations are coherent with the organization's Environment, Health, and Safety (EHS) policy. It encourages active involvement of employees in safety reporting. Our transitioning from paper to Google forms for safety reporting has simplified procedures and improve the participation significantly. Aiming for 'Zero Accident and Zero Incident' by 2023, we remain committed to continuous improvement in safety measures, taking preventive steps, and well-being policies to reduce accident-related risks.

WELLBEING

Recognizing the significance of mental health, we have initiated several programs, including "My Mental Health, My Priority," in collaboration with Tava Mitram. Through this initiative, we aim to increase awareness and provide support resources for mental well-being. Additionally, we have implemented various measures to cultivate a positive employee experience, ensuring that their well-being remains our utmost concern. These initiatives are geared towards fostering a nurturing and supportive work environment that prioritizes both physical and mental health.

TRAININGS

At GHCL, we implement comprehensive training programs for all employees, utilizing a range of methods to effectively impart knowledge. This includes seminars for discussing and sharing critical safety topics, as well as mock exercises that mimic real-life scenarios to improve emergency readiness. Regular assessments are conducted to evaluate individual competence and highlight areas necessitating improvement. Our employee feedback is highly valued and incorporated to enhance the efficacy of training programs, promoting active participation. By designing training modules that address on-the-job responsibilities, we foster a culture of continuous learning. The aim is to equip all employees with vital skills and knowledge to ensure safe task execution, thereby sustaining top-notch safety standards and fostering a secure work environment.

Social & Relationship capital

Nurturing valuable relationships and interactions forms the foundation of our social capital. Our main aim centres on community engagement, heavily emphasizing corporate social responsibility initiatives with the intention of enhancing society. This is achieved through significant investments in education, healthcare, and green practices. Our trust and goodwill have been cultivated through years of conscientious corporate behaviours.

PERFORMANCE HIGHLIGHTS

₹ 26.83 Cr

Worth CSR projects implemented

9

Partnerships with NGOs, trusts and government agencies

₹ 16.80 Cr

Contribution to CSR

1,35,229

CSR beneficiaries impacted

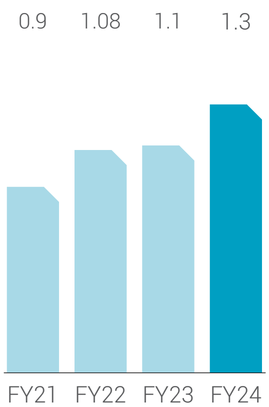
At GHCL, we promote inclusiveness, diversity, and well-being all while taking guidance from our Sanatan Philosophy "अयं निजः परो वेति गणना लघुचेतसाम्। उदारचरितानां तु वसुधैव कुटुम्बकम्।।". This Sanskrit Shloka highlights the inclusive nature of corporate social responsibility and the belief in the interconnectedness of all beings. By nurturing these aspects, we not only drive profitability but also make a positive impact on society while securing the position as a trusted and respected company within the industry.

Our social and relationship capital at GHCL go beyond the norms of traditional business partnerships, bringing value in long-term relationships built on mutual benefits, transparency, and integrity. Our network, which includes our suppliers, customers, investors, and stakeholders, helps cultivate a community based on trust and shared ideals. By committing to ethical standards and maintaining open communication, we have nurtured lasting relationships that enhance our resilience and capacity to grow. Our active participation in community outreach has led to initiatives that cater to society's needs, such as educational programs for underprivileged children and healthcare projects aimed at community well-being.

Our multi-faceted approach to social and relationship capital illustrates a commitment that extends beyond financial gains, positioning the company as a catalyst for positive change, a trusted partner, and an employer of choice. In the financial year, we spent a total of INR 16.80 Cr, on our Corporate Social Responsibility (CSR) initiatives. These programs had a significant impact, reaching more than 1.35 lacs beneficiaries in multiple states through our tremendous work.

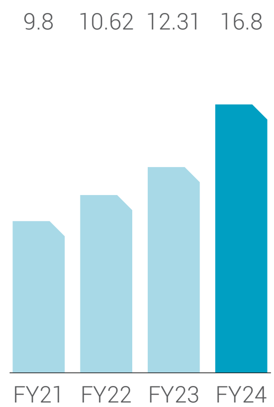
CSR beneficiaries

(in Lacs)



CSR expenditure

(in ₹ Cr.)



Our constant dedication to conducting our operations in a sustainable and ethical manner along with making sure that society we operate in is equally benefited was rewarded when we were named the "Third Best Industry for CSR" at the National Water Awards. The Ministry of Jal Shakti, a division of the Indian Government, organizes the National Water Awards to honour exemplary commitments to water conservation, direction, and sustainability in various sectors.

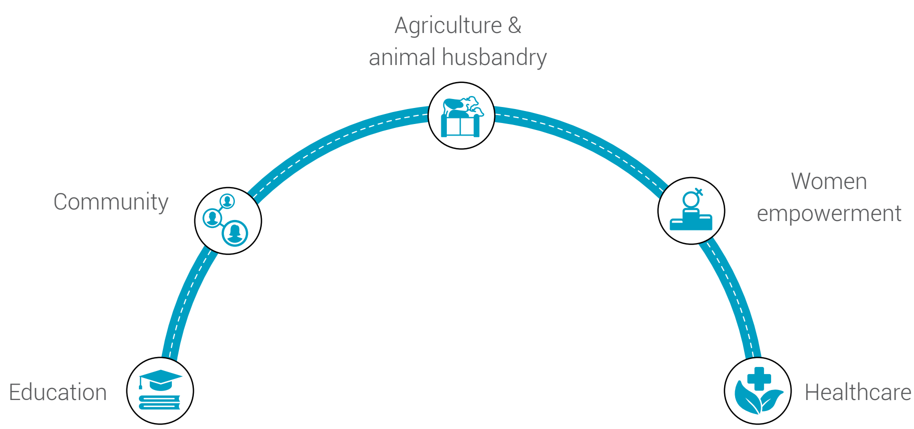
Externally, we strive to build strategic alliances and collaborations aimed at innovation and sustainability. By forging partnerships with industry leaders, research institutions, and innovative startups, we harness the collective expertise to drive advancements and promote responsible practices. We have recognised suppliers, customers, investors as our key stakeholders and continues to develop initiatives that ensure upliftment of our stakeholders. Internally, we at GHCL, strive to foster an inclusive and supportive work culture, encouraging innovation and personal growth and continues to recognize our employees as essential contributors to our success.

Community

At GHCL, we remain committed to be a purpose-driven organization and nurturing strong bonds with the local community—a pivotal stakeholder for us. As a responsible corporate entity, we've consistently demonstrated our philanthropic dedication by actively bettering countless lives across diverse regions. Our success lies in harmonizing growth and prosperity while balancing financial and non-financial needs in harmony with the community.

To ensure a meaningful and lasting impact in the areas surrounding our operational units, we've initiated an array of community development activities and established rigorous processes for due diligence, assessment, and impact evaluation. In 2010, we established the GHCL Foundation trust as our CSR arm, dedicated to responsible corporate citizenship initiatives. This trust plays a central role in supporting endeavours that transcend our business interests, effecting positive and enduring change in society and the environment.

Our Corporate Social Responsibility (CSR) efforts direct towards the communities we operate in are strategically centred around five major domains: nurturing community development, promoting agriculture and animal husbandry, amplifying healthcare services, boosting women's empowerment, and enhancing education. We commit our energies and resources to these fundamental areas.



AGRICULTURE AND ANIMAL HUSBANDRY

Through GHCL foundation, we have launched several initiatives to bolster the income potential and resource efficiency of farmers residing in the vicinity of GHCL's Sutrapada facility. The primary objective of these initiatives is to aid these farmers in reducing their input costs, amplify productivity, adopt eco-friendly practices, and generate supplementary income streams. In support of the local agricultural endeavours, programs like zero-budget farming and organic farming have been introduced. These initiatives strive to curtail expenses while maximizing yields through sustainable and organic farming methods. Moreover, annual distribution of saplings aims to encourage horticultural practices, thereby reinforcing the agricultural-based livelihoods of the community.

39,328

Farmers impacted through agriculture and animal husbandry program

Zero-Budget Farming

This program promotes the reduction of external inputs and the implementation of organic and natural farming methods among farmers. By lowering input costs and encouraging sustainable farming, we assist in boosting the profitability of farmers.

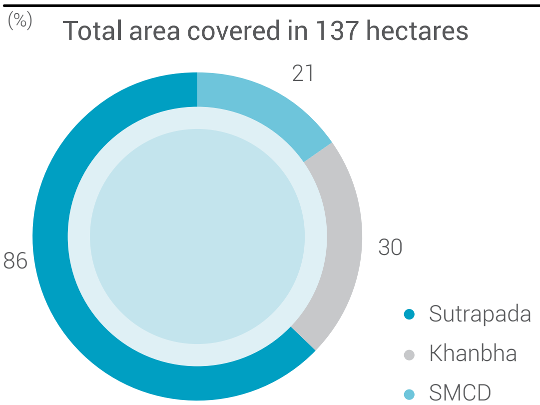
Organic Farming

GHCL has heavily invested in advocating for organic farming methods among local farmers. This strategy eradicates the use of chemical fertilizers and pesticides, guaranteeing healthier crops and safeguarding the environment

Horticulture Support

The initiative to distribute saplings offers farmers the chance to branch out their agricultural activities and participate in horticultural practices. These actions not only increase their income but also aid in preserving the environment. Such endeavours depict GHCL's dedication to backing the agricultural sector. endorsing sustainable methods, and stimulating economic development in the area.

Under the horticulture programme, we distributed fruit plants in Sutrapada and SMCD project villages



Sutrapada

Number of Farmers – 560
Number of Saplings – 17,300

Khanbha

Number of Farmers – 100
Number of Saplings – 6,000

SMCD

Number of Farmers – 140
Number of Saplings – 5,250

Boosting Livelihoods and Uplifting Living Conditions: GHCL's Fisheries Livelihood Initiative

We have spearheaded a Fisheries Livelihood initiative in affiliation with the government fisheries department. Through offering value enhancements for fishing businesses, we aim to boost livelihoods and elevate living conditions. Under this scheme, we have recognized 800 families from villages bordering our salt areas. We have granted coverage to 190 families under the Pradhan Mantri Matsya Sampda Juth Bima Yojna for up to ₹ 5.00 Lacs Individual Bima Cover. We have assisted in renewing of licenses for over 300 families and offered assets such as ice boxes for fish storage and various fishing nets according to government regulations. Our actions have led to behavioural alterations in the fisheries community due to increased awareness.

Pioneering sustainable agriculture and livestock health through farmer awareness session

Our foundation has been at the forefront of educating farmers on sustainable agriculture techniques through regular awareness sessions. Each session enhances knowledge on agricultural best practices, providing participants with actionable insights on effective crop and livestock management, as well as organic farming. This initiative has empowered numerous farmers to make informed decisions that enhance the yield and quality of their produce while preserving the environment. Our farmer awareness sessions are an example of impactful and sustainable community intervention that promotes both environmental conservation and economic growth.

Fostering Innovation for Social Impact

The societal efforts by our GHCL Foundation illustrate our dedication to inventive sustainability initiatives. Our programs go beyond the realm of business to make a positive societal impact and protect the environment. One such initiative includes a thorough soil analysis program in Sutrapada, Gujarat that aims to evaluate soil health and feasibility for organic farming. By giving farmers vital information about the potential of organic farming and the use of bio-fertilizers, our foundation has equipped local farmers with the valuable knowledge for agricultural sustainability.

We at GHCL understands that innovation is more than just staying current; it's about leading the way, advancing progress, and maintaining a forward position. By incorporating innovation into its essence, we have not just safeguarded the current standings but also lays the groundwork for a future defined by constant refinement, inventiveness, and sustainable development.

Women Empowerment

Our GHCL Foundation is deeply committed to the empowerment of women . We prioritize providing equal access to opportunities and promoting women's involvement in economic activities. This includes offering vocational training and workshops, specifically designed to equip women with the necessary skills to generate income Image to Provide e and become self-reliant. By fostering female entrepreneurship and self-sufficiency, we are steadily transforming societal norms, playing an instrumental role in uplifting women and fostering gender equality.

2,759

Women impacted

Empowering women through upskilling

GHCL Foundation in collaboration with AIT, organised a special jute bag-making training for rural women in Paravai, Madurai. This supplemental session is part of the regular three-month sewing program, aimed at providing alternative livelihood options to enrich the women's economic empowerment. The idea behind this initiative is to introduce and equip these women with alternate means of income, hence enforcing women empowerment through economic independence.

Uplifting Women: Paving Paths to Equality and Success

GHCL Foundation Trust, in cooperation with the non-profit AIT, runs a 3-month sewing curriculum as part of their women's empowerment program in Paravai, Madurai. Wire basket-making, is a central component of the training, enabling participants Mrs. Preetha, Mrs. Praveena, and Mrs. Eashwari to kick-start their basket-making venture.

These women, from a family that operates a Tea Shop, have faced numerous hardships. Undeterred, they embraced the program hoping to improve their circumstances and launched their business. Besides basket-making, they also undertake other sewing projects. Their efforts earned them over ₹ 5000 in their business's initial month. By feeling motivated through the success, they plan to scale their venture and engage more women from Paravai, aiming to make ₹ 15000 per month

Education and Vocational Training

We prioritize empowering youth and promoting skill development, particularly in our neighbouring communities. Our focus lies in empowering young girls, encouraging their education, and fostering their self-sufficiency. Through collaborating with schools, we offer vocational training to economically disadvantaged students, working on enhancing their employability and reducing youth migration. In our foundation, we advocate education's importance to parents and provide diverse extracurricular activities for holistic development of the children. Initiatives like science fairs and specialized classes aim to prepare students for their future pursuits. Our goal is to create a nurturing environment, equipping youth with skills and knowledge to contribute positively to their communities and lead fulfilling lives

7,545

Student impacted

Empowering Tomorrow's Workforce

Our vocational skills and training institute plays a pivotal role in transforming individuals from nearby communities into skilled professionals. By offering a blend of theoretical knowledge, classroom instruction, and practical exposure, we prepare our students for successful careers in hospitals and various industries, including BPO, General Duty Assistant (GDA), electrical, and fitter trades.

Upon graduation, our students enter the workforce with confidence, equipped with the skills demanded by today's employers. Nursing graduates secure positions with salaries ranging from ₹ 8000 to 15000. while BPO trade graduates command salaries between 12000 to 18000. Similarly, electrical trade graduates earn between 12000 to 15000, and fitter trade graduates range from 10000 to 16000.

This initiative not only provides employment opportunities but also fosters economic empowerment and social upliftment in our communities. By investing in the skill development of our youth, we pave the way for a brighter and more prosperous future for all.

50-year-old Meenaben Transforms her Tailoring Skill and Income, Thanks to GHCL Foundation VII's Training Platform

Meenaben hails from Kadvar village in Sutrapada, living with her 3 other family members. She discovered GHCL Foundation VTI at a community mobilization meeting and joined despite being 50 years old. This clearly demonstrates that learning can occur at any stage of life, brushing aside the significance of age. As she describes her experience, she used to engage in tailoring work from home, but she lacked the necessary finishing touches and the right techniques. After joining VTI, she managed to acquire these skills, which has now enabled her to confidently charge the same rates as marketplace shops. On average, she earns about ₹ 9000 per month from her work. Additionally, she has picked up basic computer knowledge and English language skills, which have enhanced her ability to communicate effectively with her customers. She has expressed her gratitude towards GHCL Foundation VTI for providing training platform.

Education and Vocational Training

Recognizing the healthcare access challenges in rural India stemming from insufficient infrastructure, GHCL remains committed in providing primary healthcare services to the regions neighbouring our operations. Our healthcare initiatives prioritize preventive care and the holistic well-being of the local population within proximity to GHCL's operations.

To foster good hygiene practices and prevent illnesses, we offer complimentary preventive healthcare programs and educational sessions to the local community. These initiatives encompass cancer camps, eye camps, medical services, and health check-ups. Our focus on marginalized groups, particularly women, includes providing cataract surgeries and cancer screenings. Our foundation actively conducts permanent and mobile camps in nearby villages, screening children for waterborne diseases, tuberculosis, and other health issues.

83,537

Patients treated

Beyond our direct involvement in sectors like agriculture, animal husbandry, education, and healthcare, we collaborate with multiple NGOs to amplify our impact and enhance project effectiveness. By joining forces, our goal is to enhance residents' quality of life through our individual initiatives and joint efforts with partner organizations.

Enhancing community health through outreach initiatives

Our foundation is committed to improving the health and well-being of communities in our vicinity through a range of proactive initiatives. We conduct cancer screening camps, raising awareness about menstrual hygiene, offering eye check-ups, and cataract surgeries, among other health-related interventions.

These outreach programs are strategically organized in nearby localities to ensure accessibility for all residents. By bringing essential healthcare services directly to the community, we aim to address prevalent health issues and promote early detection and treatment of diseases.

Through our concerted efforts, we have witnessed a significant impact on the health outcomes of individuals within our target communities. Increased awareness, timely screenings, and access to necessary medical interventions have contributed to a healthier populace. Our foundation remains dedicated to continuing these efforts, recognizing the vital role they play in fostering community health and well-being.

Free Cataract Surgery

Enhancing Women's Health Through Menstrual Hygiene Awareness

Within our CSR framework, we place a strong emphasis on supporting women's health, particularly in rural settings. To do this, we conduct periodic workshops offering education on menstrual hygiene, underscoring its vital importance for women's health. Alongside this, we actively promote sustainability by providing reusable menstrual cups free of charge. This two- pronged strategy allows us to empower women with essential health knowledge while also advocating for responsible environmental stewardship.

Employees

At GHCL, we firmly believe engaging constantly with employees stands as a pivotal driver in fostering performance excellence. We're dedicated in nurturing positive relationships with all team members, cultivating a productive and supportive work environment. Our HR initiatives encompass diverse facets of employee well-being—addressing physical, mental, and emotional aspects. We are steadfast in providing equal opportunities for learning and growth, fostering an inclusive and diverse workforce. As dedicated proponents of equal opportunities, we encourage our employees to showcase their skills, voice their creative ideas, take calculated risks, and make informed decisions.

Investors

At GHCL, we recognize the significance of upholding our investors' trust and confidence. Our commitment revolves around keeping them well-informed about the company's strategies, plans, and performances. We utilize diverse channels and platforms like—Annual General Meetings, investor presentations meetings, analyst calls, press conferences, and media releases—to ensure investors stay updated and engaged with our company.

As part of our dedication to sound governance, we've established a dedicated platform for investor communication, ensuring transparency and accessibility. Additionally, we've implemented an investor grievance redressal tool to promptly address any concerns raised by investors, adhering to Regulation 46(2)(j) in the Listing Regulations. Our designated email address (secretarial@ghcl.co.in) serves specifically for investors' complaints, supported by a team dedicated to serving and assisting our investors.

Suppliers

We emphasise developing strong, trust-based relationships with our suppliers to meet our business's escalating needs. We maintain standard and transparent communication channels, encouraging an open exchange about our goals, hardships, and anticipations. Our supply chain is in-line with our sustainability goal, actively engaging suppliers embracing our values and pledges in this area. To manage risks throughout the supply chain, we employ stringent systems and procedures.

In our continuous improvement efforts, we employ the VendX platform to assess suppliers' Environmental, Social, and Governance (ESG) scores. A key emphasis is partnering with suppliers who align with our sustainability goals and exhibit a commitment to responsible practices. Through these efforts, we aim to create long-term transparent partnerships with our suppliers.

GHCL service operates round-the clock 24-hours a day

We have built a solid reputation for emphasizing a customer-focused approach and making understanding and satisfying customer needs a priority. To provide exceptional service, we've introduced a 24-hour serviceability feature to meet our customers' immediate demands. This facility to deliver materials within 24 hours has garnered positive feedback from our clients, particularly in sectors that have adopted just-in-time (JIT) management of raw materials. This commitment to swift delivery caters to the emerging needs of the manufacturing industries.

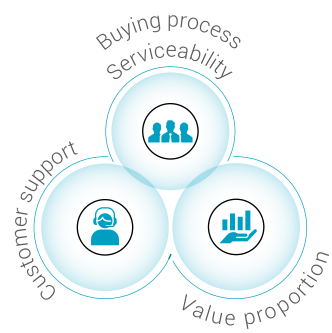
In the chemical division, we've tactically structured our infrastructure to ensure that over 80% of our customers' demands in India can take advantage of this 24-hour service. We aim to reinforce our capacity further to meet our consumers' expectations.

Offering 24-hour serviceability provides our clients with an edge in their operations, allowing them to enhance their production processes and lessen downtime. We comprehend the significance of ensuring a reliable and timely supply chain management and continuously work to bolster our infrastructure and operational effectiveness to comply with our customers' dynamic needs.

Our customer-focused approach and devotion to service excellence aim to strengthen our reputation as a reliable and favoured supplier in the industry. We're committed to invest in required resources and technologies to consistently meet and surpass our customers' expectations for prompt and reliable material delivery.

Customers

At the core of our business philosophy are our customers, and we are committed to enhancing their value proposition continually. Listening to customer feedback and understanding their needs, preferences, and pain points has provided us valuable insights for innovation and product development. We actively listen to their feedback, comprehend their requirements, and adjust our products and services accordingly. By prioritizing their overall well-being, we ensure that our offerings not only meet but exceed their expectations, fostering safety and satisfaction. As a socially responsible company, we place great emphasis on educating our customers about the safe and responsible utilization of our products and services. Through clear guidelines and instructions, we aim to promote their well-being and encourage sustainable practices.



Customer Satisfaction Survey

We recognize that customer satisfaction greatly influences business growth in areas such as innovation, efficiency, effectiveness, and improved quality. We prioritize communication as a crucial element for success, interacting through multiple channels with both current and potential clients. To address any customer issues, we have developed a customer complaint system. To assess our customers' experiences, perceptions, and expectations, our Sales and Marketing Team routinely carries out an extensive customer survey across all sectors and regions in India. Our customer satisfaction survey guides our improvement efforts in areas like product quality, packaging, delivery performance, and customer service. The survey includes not only overall satisfaction but also three other segments. We have gathered input from our customers across various geographies and sectors to enhance our business operations and build future strategies.

Natural capital

Natural capital, which encompasses the world's wealth of natural resources, including geology, soil, air, water, and all living organisms, are an essential component for many organizations, not only for their operations but also for their value creation model. For GHCL, sustainable resource utilization is vital for our day-to-day functions and long-term strategy. As a responsible corporate citizen, GHCL believes in the value of माता भमिः पुत्रोऽहं पृथिव्याः which means that earth is my mother, and I am her child.

PERFORMANCE HIGHLIGHTS

4.2 million MTPA
Inbound raw material

21.61 MT
Hazardous waste disposal

167.54 Lacs GJ
Direct energy consumption

2.26 Lacs MT
Non-hazardous waste disposal

20.98 Lacs KL
Total freshwater withdrawn

₹ 11.6 Cr.
Savings through process efficiency initiatives

23,976 GJ
Indirect water consumption

88,662 KL
Water recycled / reused

We heavily rely on natural resources such as limestone, raw salt which are major raw materials in our production process. Mismanagement or waste of these resources can disrupt or halt production, making it a priority to preserve and efficiently use these resources. Furthermore, compliance with environmental laws and regulations is a significant aspect of managing natural capital. Non-compliance can lead to damage to corporate reputation, hefty fines, or even shutdown of business operations.

Understanding the environmental impact of our activities is another crucial factor. It directly links to the welfare of our local ecosystems and communities, necessitating managing such impacts. In the face of the escalating global concern of climate change, realizing the role of natural capital and reducing greenhouse gas emissions has become an imperative part for us.

Engagement with our stakeholders using natural capital as a cornerstone is also a unique advantage. Customers, investors, and employees increasingly value organizations' commitment to the environment and sustainability. Prioritizing natural capital preservation can enhance stakeholder relations and improve social reputation.

Moreover, reaching for sustainable practices can also spark innovation, leading to increased operational efficiency and productivity. When problems associated with the consumption of natural resources are addressed, it often forces businesses to rethink their operations and seek ground-breaking solutions. Finally, the long-term viability of many businesses is intertwined with the health of our planet. By focusing on preserving natural capital, we are not only investing in our immediate profits but also securing our future prosperity.

A commitment to preserving natural capital form an integral part of our strategic decision-making, leading to the identification of new growth avenues and higher value creation. We have set internal targets to reduce Scope 1 and Scope 2 emissions and are in process of setting internal targets to reduce energy consumption, and specific water consumption in the coming years in collaboration with domain experts. We have identified projects to achieve lower GHG emissions and have made significant progress towards achieving them.

As a prominent player in the chemical manufacturing sector, we recognize the paramount responsibility we bear towards the environment and the local communities around our manufacturing plants. Deeply committed to comprehensive environmental preservation, we meticulously adhere to safe manufacturing protocols. Our endeavours to refine our processes continually are focused on mitigating potential adverse impacts on our surroundings.

Grasping the potential hazards linked to climate change, we are devoted to making a transformative shift towards becoming a low-carbon organization. Our environmental monitoring and management strategies are regularly scrutinized and enhanced to ensure optimal efficiency and effectiveness. We strictly comply with international standards like ISO 14001 across all our facilities and are in the active phase of planning an advanced energy management system.

With unwavering commitment to our environmental obligations and a proactive approach towards enhancing our sustainability performance, we are focused on leading the charge in environmental stewardship within our industry. We aim for nothing less than setting a precedence for our peers in the industry to follow.

Business Division Wise – Specific Energy Consumption, Specific freshwater consumption, and specific emissions

	Specific energy consumption (GJ/MT)	Specific water consumption (KL/MT)	Specific emissions (tCO2/MT)
Soda Ash	15.43	5.79	1.18
Raw salt	0.18	0.11	0.05

Energy efficiency and carbon footprint reduction

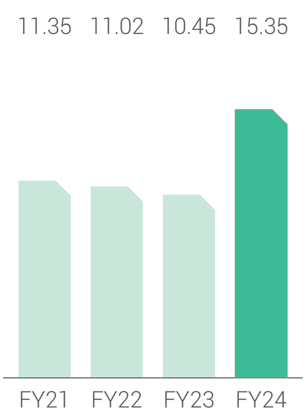
We've undertaken several energy optimization measures at all our manufacturing centres to help increase energy efficiency and resource conservation. An integration of the most advanced technologies has taken place across all our plants to enable this change. Not only have we augmented the capability of our existing apparatus, but we've also embarked on utilizing energy-saving lighting systems across all our establishments. Additionally, our dedicated workforce engages in regular enlightenment sessions aimed at fostering energy-efficient habits. This conscious practice helps us underline the importance of energy conservation amongst our staff.

Embracing renewable energy is also a part of our plan to bolster our commitment to preserving the environment. We have broadened our reach into sustainable energy resources, primarily focusing on wind and solar power. This progression aids in fulfilling our energy needs and simultaneously mitigates the production of harmful carbon emissions.

Target	Progress
Reduce GHG emissions (Scope 1&2) by 30% by 2030	Emissions decreased by 1% in FY 2023-24
5% biomass co-firing in boiler	4% biomass co-firing in boiler achieved in FY 2023-24
121 hectares of mangrove plantation by FY 2025	61 hectares of mangrove plantation completed in FY 2023-24
2.7 MW of wind energy	2.7 MW of wind energy successfully generated

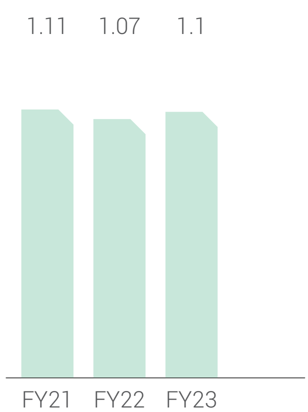
Soda Ash Energy Intensity

(in GJ/MT)



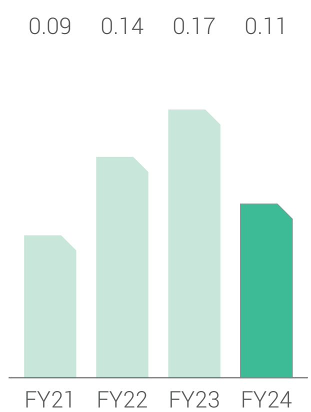
Soda Ash GHG (Scope-1+2) Intensity

(tCO2/MT)



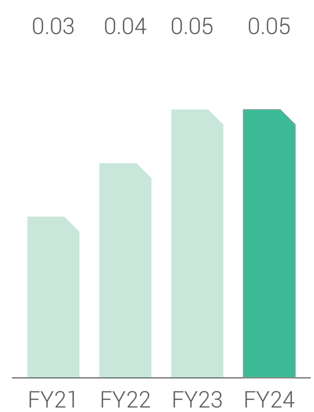
Raw Salt-Energy Intensity

(in GJ/MT)



Raw Salt GHG (Scope-1+2) Intensity

(tCO2/MT)



GHCL's Commitment to Green Energy: A Benchmark in Sustainable Operations

With a firm commitment to ecological preservation, we have emerged as leaders in green power generation. Our remarkable achievement includes powering 62.3 MW from renewable sources, combining 25.2 MW from captive windmills and 37.1 MW from solar power. Moreover, we inaugurated the Green Power Consumption initiative in this financial year wherein a Wind Turbine Generator (WTG) of 2.7 MW capacity was installed at Jamnagar. As GHCL navigates towards 2024, it is our steadfast focus, innovative drive, and commitment to societal and environmental impact that fuels our ambition for excellence and greater achievements.

Reducing carbon footprint

In our limestone mining department at GHCL, we took an eco-friendly step of replacing petrol bikes with electric two-wheelers. This simple yet significant change has significantly reduced our carbon footprint, proving that even small changes can make a big difference in preserving our environment. Also, Electric Stacker installed as Material Handling Equipment (MHE) in the Racking System is supported to reduce carbon footprint.

Resource management

We ensure a consistent provision of principal raw materials with a holistic tactic incorporating local procurement, self-production, and imports. This reinforces a dependable and seamless supply chain for our operations. We focus particularly on enhancing resource management throughout our value chain. By employing rigorous monitoring systems, we keep track of material usage and aim to lessen waste. Our endeavour is to cut down material consumption using cost-effective production processes and we champion the reutilization of materials wherever viable.

We also underscore the importance of recycled materials in our manufacturing and packaging procedures, in alignment with the 3R philosophy: Reduce, Reuse, and Recycle.

Our resource management measures extend into the usage of our major raw materials. Adopting resource-efficient practices has enabled us to drastically reduce waste, optimise consumption, and ensure a consistent supply chain. We manage the supply chain for our Inorganic Chemicals division, which mainly uses Salt and Limestone, by improving yield and bolstering our supply sources. GHCL's innovative approach sees us converting a substantial quantity of Met Coke into Coke Fines Briquettes through our patented technology for cost-effective operations. We extend innovations to Anthracite coal by converting its fines into cost-effective Anthracite briquette. Our approach to sustainability doesn't stop at raw materials. We utilise by-products, such as fly ash waste from boilers, in the manufacturing of bricks and paver blocks, indicating our commitment to contributing to a circular economy.

We have implemented resource management steps for some quantities of major raw materials:

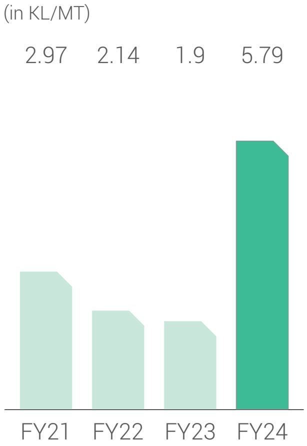
Major raw material	Quantity	Measures taken
Salt	19.92 million MT	We have implemented several strategies aimed at enhancing the yield of salt. This includes the reinforcement of both the interior and exterior bund, optimizing the blend of seawater and groundwater, preventing seepage, and increasing the procurement of washery salt.
Limestone	20.10 million MT	Regarding limestone, our approach prioritizes the maximal utilization of captive resources. Additionally, we employ local sourcing and imports as part of our procurement strategy. This methodical combination is designed to ensure a consistent and dependable supply chain, providing an uninterrupted flow of resources.
Briquette & Coke	0.90 million MT	In pursuit of cost-effectiveness, we have significantly shifted our attention from met coke to coke fines briquettes. Our patented technology enables the conversion of coke fines at our dedicated briquette plant. This strategic move towards utilizing coke fines briquettes has notably reduced our operational costs, underlining our commitment to efficiency and innovation.
Anthracite	0.58 million MT	We've enhanced cost-effectiveness by importing budget-friendly anthracite coal and converting its fines into briquettes. Through this, we developed a fuel mixing expertise for cost reduction. Moreover, we use boiler-generated fly ash waste for manufacturing bricks and paver blocks, promoting sustainability while decreasing material costs.

Water conservation and effluent management

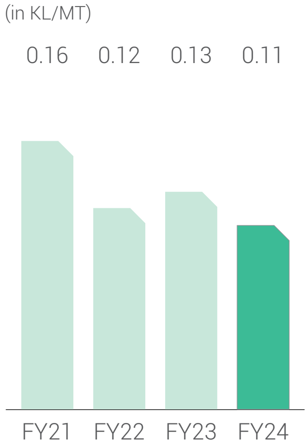
At GHCL, the pursuit of sustainable operations is a cornerstone of our business practices. We acknowledge how water is as a resource, not just for our industrial processes, but also for the wellbeing of the communities around us. As such, we are committed to efficient water management, rigorous conservation measures and impactful effluent management in all our operations.

Our commitment evolves around water conservation and management, which form a substantial part of our sustainability strategy. We aim to reduce water consumption and manage wastewater expertly; recycling and reusing it wherever feasible. The goal is to ensure water availability and safeguard this critical resource against over-exploitation. Our empathetic approach to water management extends to the communities of people residing near our facilities. Ensuring access to safe drinking water for them not only emphasises our commitment to the wellbeing of local communities but also instills a sense of shared responsibility towards water conservation. To handle water scarcity challenges, we have established a robust water management system that helps us flag potential risks and devise measures to alleviate them, thus, ensuring efficient and productive utilisation of freshwater resources. Every step taken in water management and conservation at GHCL goes towards promoting sustainable water practices and reducing our environmental footprint. Together, we aim to champion a future where business growth and sustainability walk hand in hand, creating shared value for everyone. We have seen an increase in water intensity in the reporting year as we have changed the methodology to calculate the same to align with the BRSR.

Soda Ash – Water Intensity



Raw Salt Production - Water Intensity



Wastewater disposal and reuse

At GHCL, we are deeply committed to environmental stewardship. A cornerstone of this commitment is our emphasis on sustainable water management. Key concerns with our use of water include reducing freshwater consumption as well as ensuring the effective reuse of wastewater. We have equipped all of our manufacturing locations with effective wastewater treatment systems. The main objective with these systems is to ensure that the wastewater output from our manufacturing processes stays within or falls below the permitted limits. Understanding the harmful potential of untreated wastewater, we prioritize minimizing its impact on the areas that surround our facilities.

Our wastewater treatment systems are designed to treat the wastewater generated during our operations efficiently and thoroughly. This design ensures that this wastewater meets the all-required quality standards before being discharged. Our commitment to sustainable water management also includes efforts to limit our raw water withdrawal. Instead, we actively seek opportunities to reuse treated wastewater across our operations. For instance, we use treated water in our humidification processes and to cultivate green belt areas. By promoting the reuse of treated wastewater, we aim to further our sustainability objectives. The advantages of this approach include minimizing water consumption, preserving freshwater resources, and reducing the overall environmental footprint of our operations. We continuously align our initiatives with our commitment to sustainable water management. Equally important is our dedication to minimizing the impact of our activities on the environment and local communities. To achieve this, we ensure regular monitoring and improvement of our operations and strictly adhere to regulatory standards. These practices ensure effective and responsible water management, supporting our broader commitment to environmental stewardship.

Waste Management

At GHCL, our comprehensive strategy for waste management extends beyond our focus on reducing the generation of waste alone. There is an equally strong emphasis on recycling and reusing waste as an alternative source of raw materials across different stages of our operations. Additionally, we are constantly finding new ways to integrate material efficiency into our processes for optimizing the use of raw materials and minimally generating waste. By adopting innovative measures to reutilise waste, GHCL has strived to derive value-added products, wherever possible. Our relentless pursuit for efficient and timely disposal of both hazardous and non-hazardous waste also resonates with our commitment towards minimizing any adverse consequences on the environment.

Our waste management practices include waste segregation, treatment, and disposal in compliance with the stringent regulatory standards and guidelines. Hazardous waste at our facilities consists of substances like used oils and batteries. Non-hazardous waste, on the other hand, includes wood scraps, plastic wastes, light and heavy metal scrap, and packaging wastes. The high quantity of non-hazardous waste can be attributed to fly ash, which is sold off to third parties who use it for industrial applications. Aside from these categories of waste, GHCL also manages e-waste, biomedical waste, and other types of waste. These waste materials are frequently generated and disposed of through authorized recyclers. Our comprehensive approach to waste management reflects our commitment to realizing efficient and environmentally friendly operations across the board.

Transforming Waste to Wealth

We embarked on an eco-friendly journey implementing two distinctive initiatives aimed at transforming waste into wealth, boosting sustainability, and minimizing environmental impact. Firstly, we applied technology for the continuous filtration of oils, a new concept in India, currently under trial at HZL. We've been leveraging mechanical and chemical cleaning which enables prolonged oil usage, ensuring up to 96% CO2 reduction while being cost-effective. Our second approach involves the restoration of used bearings. We send used large-sized bearings to the Original Equipment Manufacturer (OEM) for testing, cleaning, repairs, and component replacement. This initiative reduces our carbon footprint, cuts costs, and even offers a one-year warranty on the restored products. The Confederation of Indian Industry (CII) has lauded us for our significant progress in waste management. We were the distinguished recipients of the prestigious CII 3R Award, recognizing our outstanding waste management practices

Innovative Approach to Minimize Plastic Usage by Bulk Transportation

At GHCL, we have implemented innovative measures to reduce our plastic waste. Instead of traditional plastic packaging, we are transporting bulk loose soda ash directly to the consumers via trucks. This innovative method dramatically reduced our dependency on plastic packaging which is one of our active contributions to environmental sustainability.

Type of waste	Soda ash plant (in MT)	Raw salt production (in MT)	Total (in MT)
Hazardous	17.59	0.06	17.65
Non-hazardous	2,21,768	4,153	2,25,920
Other Waste	534.29	0.00	534.29
Total Waste	2,22,319	4,153	2,26,472

Waste generated in FY 2023-24

Biodiversity conservation and restoration

The necessity for businesses to incorporate biodiversity management in their operations is now universally recognised. As a responsible enterprise, we understand that it is incumbent upon us, to not just focus on economic growth and progress, but also consider our impact on the environment and natural resources. Biodiversity plays a key role in maintaining the balance of the ecosystem. Therefore, the inclusion of biodiversity conservation in our business model stands as a testament to our commitment to sustainable development. Recognising the importance of conserving natural resources and mitigating the effects of GHG emissions, we have made significant strides in conceptualising and implementing various measures that have positively impacted biodiversity.

Our focus and priority have been two-pronged. First, on the restoration of biodiversity, especially in areas where our plants are sited. And second, on creating long-term value for our stakeholders. These stakeholders consist not just our investors, but also residents of local communities around our premises and the environment. An integral part of our operational strategy is the effective reclamation of mining sites post-production. This activity is guided by the objective of making the land suitable for alternative uses, thereby minimizing land wastage and promoting efficient land use. Efforts concentrated on reducing our carbon footprint have yielded substantial results.

The efforts dedicated towards biodiversity restoration have yielded tremendous results. We are now witnessing a growth in biodiversity in our operational regions, which in turn enhances the health and wellbeing of local communities and strengthens the local economy. Focused and consistent efforts have led to a fertile balance between our business interests and our ecological responsibilities, leading to a sustainable future. The benefit is trifold, benefiting the environment, local communities as well as creating long-term value for our stakeholders. Our strong commitment to our sustainable business model and biodiversity management will continue to drive us and shape our future approaches and strategies.

Coastal Conservation Efforts: Mangrove Plantation Initiative

Our Mangrove Plantation Initiative is a dedicated project aimed at forestalling the impacts of climate change and enhancing coastal community resilience in Gujarat. Launched in the coastal districts of Bhavnagar, Amreli, Gir Somnath, and Junagadh, we focus on the plantation of 500,000 mangrove trees within 122 hectares in two years. The initiative employs strategic activities, including in-depth research and direct community engagement, establishing nurseries, and regular plantation maintenance. This project has empowered local community members by fostering ownership and stewardship over the green areas and studying Carbon Sequestration. Associated benefits include improved soil quality, elevated water table levels, and an estimated carbon offset of 1,440 tons per year from the project's 3rd year up to 25 years. It is implemented by the Aga Khan Agency for Habitat India.

Sustainable Livelihood Development: A Partnership between GHCL and Dept. of Agriculture

In our collaboration with the Department of Agriculture, we have rolled out a sustainable livelihood development project, providing financial assistance and promoting agro-based practices in Melakkal village. We focused on the cultivation of Amla plants, planting 1300 of them which were maintained with the help of local Self-Help Group (SHG) members. The project was executed under the supervision of the Assistant Directors of Agriculture and Horticulture, showcasing a successful collaboration geared towards bolstering sustainable agriculture and empowering local communities.

Sustainability Actions

To,
The Management Committee
GHCL Limited
GHCL House, B-38
Institutional Area, Sector-1
Noida – 201301 (INDIA)

Independent Assurance Statement

Scope and Approach

Sustainability Actions Private Limited ("SAPL") has been engaged by management of GHCL Limited ("GHCL" or "the Company", to perform an independent limited assurance engagement of the Company's Quantitative Matrices reported in the Annual Integrated Report for the FY23-24.

Reporting Criteria

In preparing the integrated report, GHCL applied, the framework suggested by International Integrated Reporting Council (IIRC framework).

Management Responsibilities

The Company's Management is responsible for identification of key aspects, engagement with stakeholders, content and presentation of the Annual Integrated Report in accordance with the Criteria mentioned above. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation of the Annual Integrated Report and measurement of Identified Sustainability Indicators, which are free from material misstatement, whether due to fraud or error.

Independence and Quality Control

We are independent from the entity in accordance with the requirements of independence and quality assurance set out in BRSR provisions and professional pronouncements and have fulfilled our additional professional obligations in accordance with these requirements.

Our assurance engagements are based on the assumption that the data and information provided by GHCL to us as part of our review have been provided in good faith and free from material misstatements. We were not involved in the preparation of any statements or data included in the Report except for this Assurance Statement.

Our firm applies International Standard on Quality Management and accordingly maintains a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

Sustainability Actions (P) Ltd., I 1201, JMD Garden, Sohna Road, Gurgaon – 122018, Ph - +91 89360 41274, CIN – U74999HR2021PTC093811
GST No. - 06ABFCS7307B1ZN

Sustainability Actions

Our Responsibility

Our responsibility is to express a limited assurance conclusion on the Identified Sustainability Indicators, based on the procedures we have performed and the evidence we have obtained. We conducted our engagement in accordance with the International Standard for Assurance Engagements Other Than Audits or Reviews of Historical Financial Information ('ISAE 3000'), and the terms of reference for this engagement as agreed with GHCL. Those standards require that we plan and perform our engagement to obtain limited assurance about whether, in all material respects, the Subject Matter is presented in accordance with the Criteria, and to issue a report. The nature, timing, and extent of the procedures selected depend on our judgment, including an assessment of the risk of material misstatement, whether due to fraud or error.

We believe that the evidence obtained is sufficient and appropriate to provide a basis for our limited assurance conclusions.

Basis of our Opinion

We planned and performed our work to obtain the evidence we considered necessary to provide a basis for our assurance opinion and the process did not involve engagement with external stakeholders. We carried out one-to-one discussions, onsite and remote assessments.

As part of our assurance process, a multi-disciplinary team of sustainability and assurance specialists reviewed the disclosures presented within the Report and referenced information, and sampled the disclosures and were reviewed through the GHCL's customised sustainability information management system.

We undertook the following activities:

- Obtained an understanding of the matrices included in the Annual Integrated Report ;
- Interviewed selected senior managers responsible for management of sustainability topics and reviewed selected evidences to support issues disclosed in the Report. We were free to choose interviewees and interviewed those with overall responsibility to deliver GHCL's sustainability objectives;
- Reviewed processes and systems for aggregating site level sustainability information, that is, reviewed sustainability disclosures for selected sites as well as the overall data aggregated and consolidated at the Corporate level from the Company's sustainability management system;
- Review of the processes for gathering and consolidating the selected performance data related to identified material topics and, for a sample, checking the data consolidation in context under the Principle of Completeness.

Based on the above understanding and the risks that the matrices may be materially misstated, determined the nature, timing and the extent of further procedures, reviewed records and performed testing including recalculation of sample data to establish an audit trail.

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GST No. - 06ABFCS7307B1ZN

Sustainability Actions

Opinion

Based on the procedures we have performed and the evidence we have obtained, nothing has come to our attention that causes us to believe that the company's identified sustainability criteria as per Annual Integrated Report for the year ended 31st March 2024 are not prepared, in all material respects, in accordance with the Reporting Criteria.

Inherent Limitations

We have relied on the information, documents, records, data, and explanations provided to us by the Company for the purpose of our review. The assurance scope excludes:

- Any disclosure other than those mentioned in the scope section above
- Data and information outside the defined reporting period
- Data related to Company's financial performance, strategy and other related linkages expressed in the Report.
- The reported financial data are based on audited financial statements issued by the Company's statutory auditors which is subject to a separate audit process. We were not involved in the review of financial data from the Annual Report.
- The Company's statements that describe expression of opinion, belief, aspiration, expectation, forward looking statements provided by the Company and assertions related to Intellectual Property Rights and other competitive issues.
- Mapping of the Report with reporting frameworks other than those mentioned in Reporting Criteria above.
- While we considered the effectiveness of management's internal controls when determining the nature and extent of our procedures, our assurance engagement was not designed to provide assurance on internal controls.
- The procedures did not include testing controls or performing procedures relating to checking aggregation or calculation of data within IT systems.

For and behalf of Sustainability Actions Pvt. Ltd.

(CIN – U74999HR2021PTC093811)

Sustainability Actions (P) Ltd.

Authorised Signatory

Saket Sinha

(Director)

Dt:- 2nd May'24

Gurgaon, India

Sustainability Actions (P) Ltd., I 1201, JMD Garden, Sohna Road, Gurgaon – 122018, Ph - +91 89360 41274, CIN – U74999HR2021PTC093811
GST No. - 06ABFCS7307B1ZN

Notice of 41st Annual General Meeting

(Pursuant to Section 101 of the Companies Act, 2013)

GHCL Limited
(**CIN:** L24100GJ1983PLC006513)
Registered Office: GHCL House, Opp. Punjabi Hall, Navrangpura, Ahmedabad – 380009 (Gujarat)
Phone: 079 - 26434100
Corporate Office: GHCL House, B-38, Institutional Area, Sector - 1, Noida – 201301 (U.P.)
Phone: 0120 – 4939900, 2535335.
Email: secretarial@ghcl.co.in ; ghclinfo@ghcl.co.in
Website: www.ghcl.co.in

Dear Member,

NOTICE is hereby given that 41st Annual General Meeting of the members of GHCL Limited (CIN: L24100GJ1983PLC006513) will be held on **Monday, July 8, 2024 (सोमवार, आषाढ़ शुक्ल पक्ष तृतीया, विक्रम संवत 2081) at 10.00 a.m.** through Video Conferencing (VC) or Other Audio Visual Means (OAVM), to transact the following businesses:

ORDINARY BUSINESS:

Item no. 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.

To consider and pass the following Resolution as an **Ordinary Resolution:**

"RESOLVED THAT the audited standalone financial statements of the Company for the financial year ended March 31, 2024, along with Board's Report, Independent Auditors' Report thereon, Integrated Report, Corporate Governance Report, Secretarial Auditor's Report and other annexure and attachment therewith, as circulated to the members with the notice of the 41st Annual General Meeting, be and are hereby received, considered, approved and adopted."

Item no. 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

To consider and pass the following Resolution as an **Ordinary Resolution:**

"RESOLVED THAT the audited consolidated financial statements of the Company for the financial year ended March 31, 2024, along with Independent Auditors' Report thereon, and other annexure and attachment therewith, as circulated to the members with the notice of the 41st Annual General Meeting, be and are hereby received, considered, approved and adopted."

Item no. 3: Declaration of Dividend for the financial year ended on March 31, 2024, on equity shares of the Company.

To consider and pass the following Resolution as an **Ordinary Resolution:**

"RESOLVED THAT dividend of ₹ 12.00 per equity share of ₹ 10/- each i.e. 120% on the paid-up equity share capital, of the Company, as recommended by the Board of Directors for the financial year ended March 31, 2024, be and is hereby declared and that such dividend be paid to those equity shareholders whose names appear in the Register of Members as on record date i.e. Monday, July 1, 2024".

Item no. 4: Reappointment of Mr. Anurag Dalmia as a Director of the Company, liable to retire by rotation

To consider and pass the following Resolution as an **Ordinary Resolution:**

"RESOLVED THAT Mr. Anurag Dalmia (DIN: 00120710), who retires by rotation and being eligible, offers himself for reappointment, be and is hereby re-appointed as Director of the Company liable to retire by rotation."

SPECIAL BUSINESS:

Item No. 5: Approval of remuneration payable to Non-Executive Directors by way of Commission

To consider and pass the following Resolution as an **Ordinary Resolution:**

"RESOLVED THAT in supercession to the earlier approval given by the members in this regard and pursuant to the provisions of Section 197, 198 and all other applicable provisions of the Companies Act, 2013 and the Rules made thereunder and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and based on the recommendation of the Board of Directors, the consent of the members of the Company be and is hereby accorded to pay remuneration by way of Commission or otherwise to the Non-Executive Directors including Independent Directors of the Company for the financial year 2024-25 and thereafter upto a period of five years, a sum not exceeding one percent per annum of the net profits of the Company computed in the manner laid down in Section 198 of the Companies Act, 2013, or any statutory modification(s) or re-enactment thereof, in addition to the sitting fee and reimbursement of expenses for attending the meetings of the Board of Directors or Committees thereof, as the Board of Directors (which term shall be deemed to include any duly authorized committee thereof for the time being exercising the powers conferred on the Board of Directors by this Resolution), may from time to time determine, subject to a maximum limit of ₹ 10 (Ten) Crore in a particular financial year."

"RESOLVED FURTHER THAT said remuneration/commission be paid to and distributed amongst the Non-Executive Directors, including Independent Directors of the Company or some or any of them in such amounts or proportions and such manner as may be decided by the Board of Directors based on the recommendation of the Nomination & Remuneration Committee from time to time and such payment be made in respect of profits of the Company for the whole or proportionately for a part of financial years, provided that the total remuneration payable to all the directors of the Company in any financial year shall not exceed the limits prescribed under Section 197 and other applicable provisions of the Act."

"RESOLVED FURTHER THAT the Board of Directors and /or the Nomination & Remuneration Committee, and /or Key Managerial Personnel or any other person authorized by the Board of Directors of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be deemed necessary to give effect to this resolution."

Registered Office:
GHCL HOUSE
Opp. Punjabi Hall
Navrangpura, Ahmedabad - 380009

By Order of the Board
For **GHCL LIMITED**

Sd/-
Bhuwneshwar Mishra
Vice President - Sustainability
& Company Secretary
Membership No.: FCS 5330

Date: May 6, 2024

NOTES:

1. As per the framework issued by the Ministry of Corporate Affairs (MCA) inter-alia for conducting general meeting through e-voting vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 10/2022 dated December 28, 2022 and 9/2023 dated September 25, 2023 and SEBI circular dated May 12, 2020, dated January 15, 2021, dated May 13, 2022, January 5, 2023 and dated October 7, 2023 (collectively referred to as "Circulars") read with Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 ("Listing Regulations") and applicable Secretarial Standards (SS-2) and other applicable provisions, if any (including any statutory modification or re-enactment thereof for the time being in force), and on account of the threat posed by COVID-19 and considering the urgency of the matter, the Board of Directors of the Company is convening this Annual General Meeting (AGM) through Video Conferencing (VC) or Other Audio Visual Means (OAVM) in terms of the framework prescribed by the Ministry of Corporate Affairs (MCA) vide its Circulars. The facility of VC or OVAM and also casting votes by a member using remote e-voting as well as e-voting on the date of the AGM will be provided by CDSL. The framework prescribed by MCA in said circulars would be available to the members for effective participation in following manner:

   a. The Company is convening 41st Annual General Meeting (AGM) through VC / OAVM and no physical presence of members, directors, auditors and other eligible persons shall be required for this annual general meeting. The registered office of the Company shall be deemed to be venue for the AGM.

   b. VC / OAVM facility provided by the Company, is having a capacity to allow at least 1000 members to participate the meeting on a first-come-first-served basis. However, the large Members (i.e. Members holding 2% or more shareholding), promoters, institutional investors, directors, KMPs, the Chairperson of the Audit & Compliance Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, auditors etc. may be allowed to attend the meeting without restriction on account of first-come-first-served principle.

   c. Notice of 41st AGM and financial statements (including Board's report, Auditor's report or other documents required to be attached therewith) for FY 2023-24, are being sent only through email to all members as on May 24, 2024 on their registered email id with the company and no physical copy of the same would be dispatched. 41st Integrated Annual Report containing Notice, financial statements and other documents are available on the website of BSE Limited (www.bseindia.com) and National Stock Exchange of India Limited (www.nseindia.com) where the Company's shares are listed and is also available on the website of the Company (www.ghcl.co.in).

   d. Company is providing two way teleconferencing facility or WebEx for the ease of participation of the members.

   e. Recorded transcript of the meeting shall be uploaded on the website of the Company and the same shall also be maintained in safe custody of the Company.

   f. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.

   g. Participants i.e. members, directors, auditors and other eligible persons to whom this notice is being circulated are allowed to submit their queries / questions etc. before the general meeting in advance on the e-mail address of the company at secretarial@ghcl.co.in. Further, queries / questions may also be posed concurrently during the general meeting at given email id.

   h. Members, directors, auditors and other eligible persons to whom this notice is being circulated can attend this annual general meeting through video conferencing at least 15 minutes before the schedule time and shall be closed after expiry of 15 minutes from the scheduled time.

   i. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

2. Process for those Members whose email Ids addresses are not registered with the company / depositories for obtaining login credentials for e-voting for the resolutions proposed in this notice:

   a) **For Physical Members** - please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to

Company (secretarial@ghcl.co.in) / RTA (rnt.helpdesk@linkintime.co.in).

b) **For Demat Members** -, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to Company (secretarial@ghcl.co.in) / RTA (rnt.helpdesk@linkintime.co.in).

c) **For Individual Demat shareholders** – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

3. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of Special Business in the notice is annexed hereto.

4. The dividend as recommended by the Board of Directors will be paid to the members on or before 30th day from the date of declaration:

- **For equity shares held in physical form** - those Members whose names will appear in the Register of Members on the record date i.e. Monday, July 1, 2024.

- **For equity shares held in dematerialized form** - those beneficiaries, whose names are furnished by the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as beneficial owner on the record date i.e. Monday, July 1, 2024.

5. The relevant details of director seeking re-appointment under Item No. 4, as required under Regulation 36(3) of the Listing Regulations read with applicable provisions of the Companies Act, 2013 and relevant Secretarial Standards are given separately in the Notice and also under Corporate Governance Report.

6. Members are requested to notify immediately any change of address to their Depositories Participants (DPs) in respect of their electronic share accounts and to the Registrar and Share Transfer Agent of the Company in respect of their physical share folios, if any.

7. Members holding shares in electronic form may please note that their bank details as furnished by the respective Depositories to the Company will be printed on their dividend warrants as per the applicable regulations of the Depositories and the Company will not entertain any direct request from such members for deletion or / change in such bank details. Further instruction, if any, already given by them in respect of shares held in physical form will not be automatically applicable to the dividend paid on shares in electronic form. Members may, therefore, give instructions regarding bank accounts in which they wish to receive dividend, directly to their Depositories Participants.

8. Members are requested to send their queries, if any, at least seven (7) days in advance of the meeting so that the information can be made available at the meeting.

9. **Voting through electronic means:**

(a) In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), 2015 ("Listing Regulations") and any other applicable provisions, the Company is pleased to provide members the facility to exercise their right to vote at the 41st Annual General Meeting (AGM) by electronic means and the business may be transacted through Remote e-Voting Services provided by Central Depository Services (India) Limited (CDSL).

(b) A member may exercise his vote at any general meeting by electronic means and Company may pass any resolution by electronic voting system in accordance with the Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulation read with the MCA circulars.

(c) During the remote e-voting period, members of the Company, holding shares either in physical form or dematerialized form, as on the cut-off date i.e. Monday, July 1, 2024 may cast their vote electronically. The voting rights of Members shall be in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date. As per Explanation (ii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, cut-off date means a date not earlier than 7 days before the date of general meeting.

(d) The remote e-voting period commences at 9:00 a.m. (IST) on Wednesday, July 3, 2024 and ends at 5:00 p.m. (IST) on Sunday, July 7, 2024. The e-voting module shall be disabled by CDSL for voting thereafter.

(e) Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

(f) The facility for voting, through electronic voting system, shall also be made available during the meeting and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting. The members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.

(g) Instructions for members for remote e-voting are as under:

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(i) Pursuant to SEBI Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual Members holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Members are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

In order to increase the efficiency of the voting process, all the Demat account holders, by way of a single login credential, through their Demat accounts/ websites of Depositories/ Depository Participants, able to cast their vote without having to register again with the e-voting service providers (ESPs), thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Pursuant to said SEBI Circular, login method for e-Voting and joining virtual meetings for Individual Members holding securities in Demat mode (NSDL/CDSL) is given below:

Type of Members	Login Method
Individual Members holding securities in Demat mode with **CDSL**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Members holding securities in demat mode with **NSDL**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

Type of Members	Login Method
	3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Members (holding securities in demat mode) login through their **Depository Participants**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

(ii) Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Step 2: : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(h) Login method of e-Voting for Members (including HUF) other than individual Members & physical Members.

(i) Log on to the e-voting website www.evotingindia.com

(ii) Click on "Members" tab.

(iii) Now Enter your User ID

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

(iv) Next enter the Image Verification as displayed and Click on Login.

(v) If you are holding shares in Demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(vi) If you are a first time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat Members as well as physical Members) Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(vii) After entering these details appropriately, click on "SUBMIT" tab.

(viii) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(x) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(xi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiii) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xv) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

(xvi) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvii) There is also an option to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification

Note for Non – Individual Members and Custodians for remote voting only

Step 1: Non-Individual Members (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.

Step 2: A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

Step 3: After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

Step 4: The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.

Step 5: A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

Step 6: Alternatively, Non Individual Members are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, at least 48 hours before the meeting to the Company at secretarial@ghcl.co.in, if voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

10. **The instructions for Members voting on the day of the AGM on e-voting system are as under: -**

i. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.

ii. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.

iii. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.

iv. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

v. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting

vi. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

vii. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least seven days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance seven days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (secretarial@ghcl.co.in). These queries will be replied to by the company suitably by email.

viii. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

ix. Only those Members/ Members, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available in the AGM.

x. If any Votes are cast by the members through the e-voting available during the AGM and if the same members have not participated in the meeting through VC/OAVM facility, then the votes cast by such members shall be considered invalid as the facility of e-voting during the meeting is available only to the members participating in the meeting.

xi. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

11. **Instructions for members for attending the AGM through VC / OAVM are as under:**

(i) Member will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-voting system. Members may access the same at https://www.evotingindia.com under Members / members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.

(ii) Members are encouraged to join the Meeting through Laptops/Personal Computers for better experience.

(iii) Further, Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the Meeting.

(iv) Please note that Participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network.

It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

(v) Members who would like to express their views/ask questions during the Meeting may register themselves as a speaker by sending their request 7 days prior to Meeting mentioning their name, demat account number/folio number, email id, mobile number at secretarial@ghcl.co.in and register themselves as speaker. Only those who have registered themselves as a speaker will be allowed to express their views/ask questions during the meeting.

(vi) Company is providing two way teleconferencing facility or WebEx for the ease of participation of the members. Recorded transcript of the meeting shall be uploaded on the website of the Company and the same shall also be maintained in safe custody of the Company.

12. **For Assistance / Queries for e-voting etc.**

Login type	Helpdesk details
(i) Individual Members holding securities in Demat mode with CDSL	If you have any queries or issues regarding attending e-voting from the e-voting system, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com or contact at toll free no.1800225533 All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or contact at toll free no.1800225533.
(ii) Individual Members holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

13. Members holding shares in physical form are requested to intimate Registrar and Transfer Agents of the Company viz., M/s. Link Intime India Private Limited, Unit: GHCL Limited, Mr. Ganapati Haligouda, C-101, 247 Park, L.B.S Marg, Vikhroli (West), Mumbai-400083, changes, if any, in their Bank details, registered address, Email ID, etc. along with their Pin Code. Members holding shares in electronic form may update such details with their respective Depository Participant.

14. Mr. Manoj R. Hurkat, Practicing Company Secretary holding Membership No. F4287 and Certificate of Practice No. 2574 has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner. The Board has also authorised Chairman to appoint one or more scrutinizers in addition to and/or in place of Mr. Hurkat.

15. The Scrutinizer shall, immediately after the conclusion of voting at the general meeting, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in employment of the Company and make, not later than 48 hours from the conclusion of meeting, a consolidated scrutiniser's report of the total votes cast in favour or against, if any to the Chairman or a person authorised by him in writing who shall countersign the same. Thereafter, the Chairman or the person authorised by him in writing shall declare the result of the voting forthwith.

16. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.ghcl.co.in and on the website of CDSL immediately after the result is declared by the Chairman; and results shall also be communicated to the Stock Exchanges.

17. The Register of Directors and Key Managerial Personnel and their shareholding, Register of Contracts or Arrangements in which Directors are interested, Certificate from the Auditors of the Company under SEBI (Share Based Employee Benefits) Regulations, 2014 and all documents referred to in the Notice and Explanatory Statement are available at the Registered Office of the Company.

Additional Information w.r.t. Agenda Item No. 1 & 2: Approval of Standalone and Consolidated Financial Statement and related Documents.

1. **No Bad Debt or Sticky Receivables:** Despite prevailing economic challenges, we are pleased to report that our financial accounts show no material instances of bad debt or sticky receivables. Our rigorous credit assessment processes and proactive debtor management strategies have ensured timely collections and minimized the risk of non-payment.

2. **Timely Payment to Creditors:** We prioritize maintaining strong relationships with our suppliers and vendors by ensuring timely payments for goods and services rendered. Our adherence to prompt payment schedules not only fosters trust and goodwill but also reinforces our commitment to ethical business practices. By honouring our financial obligations promptly, we strengthen our partnerships and sustain mutually beneficial relationships.

3. **All Accounts Normal with No Defaults:** Our financial accounts remain in good standing, with no instances of default or delinquency across any accounts. This reflects our prudent financial management practices and disciplined approach to debt servicing. By consistently meeting our financial obligations, we uphold our credibility and demonstrate reliability to our stakeholders, including investors, creditors, and regulatory authorities.

4. **Contingent Liability Breakup:** As part of our commitment to transparency and accountability, we provide a detailed breakup of contingent liabilities in our financial statements. This includes an exhaustive assessment of potential liabilities arising from legal claims, pending litigations, warranties,

and other contractual obligations. Our proactive risk management approach ensures that we accurately disclose all material contingent liabilities, enabling stakeholders to make informed decisions.

5. **Resolution of Tax Disputes:** We are pleased to inform our shareholders that all tax disputes and litigations have been resolved amicably, with no adverse impact on our financial position. Our proactive engagement with tax authorities and adherence to regulatory requirements have facilitated timely Resolution of disputes, minimizing uncertainty and potential financial liabilities. This underscores our commitment to compliance and good corporate governance practices.

6. **Capex Plan:** In FY 2023-24, the Board approved a comprehensive Capex plan totalling approximately ₹ 376 Cr, reflecting our commitment to strategic investments across various fronts. Under the Capex umbrella, notable initiatives include the Soda Ash Project, aimed at enhancing production capacities and meeting growing market demands. Out of above Capex, Payback projects, totalling ₹ 240 Cr, underscore our focus on efficiency and profitability. System improvement, infrastructure, environment protection, and capital equipment replacement projects further enhance our operational capabilities and sustainability efforts.

   A significant highlight of our Capex plan is the Green Field Project, representing an investment of ₹ 100 Cr, signalling our dedication to expansion and future growth opportunities. In addition, the CPD projects, totalling ₹ 2.32 Cr, contribute to our ongoing operational enhancements.

   Moreover, with a carried forward balance of ₹ 248 Cr from the previous years, we reinforce our commitment to continuous improvement and expansion. Notably, an additional ₹ 14 Cr has been allocated to infrastructure and environment projects, including the construction of sheds for raw material storage, further bolstering our operational infrastructure.

   We are pleased to report that most of the projects are progressing as per plan, reflecting our diligent execution and commitment to driving sustainable growth and operational excellence.

7. **Financial Cost & Disciplined Capital Allocation:** Over the past two years, there has been a notable increase in overall interest rates, rising by 1.2% annually from 7.3% to 8.5% per annum. During the same period, the Reserve Bank of India (RBI) has implemented significant repo rate hikes totalling 2.5% over the past two years. Despite these challenges, our Company has effectively managed its borrowing costs, with only a 1.2% increase in borrowing rates. This achievement can be attributed to our proactive approach, including adept negotiation tactics and the strategic repayment of high-cost debts, such as the EXIM bank loan and ICICI bank loan, totalling ₹29 Cr and ₹30 Cr, respectively. These loans are repaid from available surplus funds with the Company. As a result of these measures, we realized substantial savings during the year.

   Moreover, we have successfully negotiated improved terms for bank charges and processing fees on all working capital loans, leading to significant cost savings compared to the previous two years. Additionally, the affirmation of our ratings by CRISIL and CARE underscores our financial discipline and prudent capital allocation practices. With an AA-(Double A minus) rating from CARE for bank loans and a similar rating from CRISIL for our NCD program, our enhanced corporate profile reflects our commitment to financial excellence and stability amidst challenging market conditions.

8. **Maintaining a Strong Capital Structure:** We are committed to maintaining a robust capital structure that supports our long-term growth objectives. Subsequent to the year end, on May, 6, 2024, we allotted 30,800 equity shares of the Company to accommodate the exercise of stock options by employees. This approach reflects our commitment to attracting and retaining top talent, while ensuring our capital structure remains well-positioned. We are currently not planning any significant changes to our capital structure. However, we will continue to evaluate strategic opportunities for fundraising that align with our long-term financial goals and shareholder value creation.

   In this background, your Board has placed the proposal for adoption of standalone and consolidated financial statements for the financial year ended on March 31, 2024 and the reports of Board of Directors and auditors thereon before the shareholders in the form of ordinary Resolution.

   None of the Directors or Key Managerial Personnel and their relatives are concerned or interested (financially or otherwise) in this Resolution except to the extent of their role and responsibilities towards the Company.

Agenda Item 3: Declaration of Dividend

1. **Dividend Policy:** The Company's Dividend Distribution Policy (DDP) reflects a strategic approach to balancing dividend distributions with retained earnings for future growth initiatives. The Board of Directors adheres to this policy when deliberating on dividend declarations, ensuring a consistent and transparent approach to shareholder returns.

   In the context of operating within the high-potential yet stable growing soda ash industry, the Company recognizes the need for substantial investment in modernization and potential greenfield projects. As such, retaining surplus funds for future growth endeavors takes precedence over immediate cash returns to shareholders.

Despite the emphasis on future growth, the Company's track record of consistent and impressive profit generation underscores its commitment to shareholder value creation. Thus, providing greater clarity on the Company's dividend pay-out philosophy serves to enhance transparency and align shareholder expectations with the Company's long-term strategic objectives.

2. **Profit Distribution Strategy:** Dividend is a vital component of shareholder returns, representing a portion of a company's profits distributed to its shareholders. The dividend pay-out of a company is influenced by various factors. Some companies opt for lower dividend payments, prioritizing profit retention for future expansion and modernization efforts. Conversely, other companies prefer higher dividend payments, emphasizing shareholder returns over aggressive growth strategies.

   The objective of this policy is two-fold

   (i) to ensure transparency in dividend decision-making and

   (ii) to establish a dividend payout ratio, including dividend tax, if any, within the range of 15% to 20% of profits after tax (PAT) on standalone financials.

   The Board of directors demonstrated their commitment to provide consistent and sustainable returns to its shareholders while supporting its long-term growth objectives.

3. **Factors influencing Dividend Declaration:** The decision to declare dividends involves careful consideration of external and internal factors. Externally, economic conditions and capital market stability influence the Board's decision, alongside statutory requirements. Internally, factors such as profits, historical dividend payments, capital needs, potential acquisitions, and debt obligations guide decision-making. The Board of directors while recommending the proposed Dividend to the shareholders have considered the internal and external factors and recommended the same to the shareholders for their approval.

4. **Retained Earnings Utilization Policy:** Retained earnings are designated for long-term business objectives, including capital expenditure, growth opportunities (organic/inorganic), general corporate purposes, investments, issuance of bonus shares, share buyback, and other permissible uses under the Companies Act, 2013. This policy ensures prudent allocation of funds to support business growth, enhance shareholder value, and maintain regulatory compliance.

5. **Dividend History:** Over the last 30 years, the Company has maintained a steady track record of dividend payments, demonstrating its dedication to delivering value to shareholders. This consistent history of dividends reflects the Company's resilience, sound financial management, and sustainable business practices. The details of the Dividend declared in the last five years are given herein below:

Sl. No.	Financial Year	Dividend Rate (%)	Dividend (₹ Per share)	Total Dividend Payout (in ₹ Cr.)
1.	2022-23	175%	17.50	166.46
2.	2021-22	150%	15.00	142.68
3.	2020-21	55%	5.50	52.27
4.	2019-20	30%	3.00	28.50
5.	2018-19	50%	5.00	48.75

6. **Dividend Timetable:** Shareholders can refer to the Company's dividend timetable for important dates related to dividend declarations, record dates, ex-dividend dates, and payment dates. This timetable provides clarity and transparency regarding the timing of dividend-related events, allowing shareholders to plan accordingly.

7. **Dividend and Corporate Governance:** The Company adheres to sound corporate governance principles in its dividend decision-making process, ensuring transparency, accountability, and alignment with shareholder interests. Dividend policies and practices are regularly reviewed and evaluated by the Board of Directors to uphold the highest standards of corporate governance.

8. **TDS on dividend** Pursuant to the Finance Act, 2020, dividend income is taxable in the hands of shareholders and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, please refer to Income Tax Act, 1961 and the Finance Act, 2020, and /or of the respective year. The shareholders are requested to update their PAN with the Depository Participants (DPs) (if shares held in dematerialized form) and the Company/Link Intime India Private Limited (if shares are held in physical form). For further details please refer to website of the Company www.ghcl.co.in

None of the Directors or Key Managerial Personnel and their relatives are concerned or interested (financially or otherwise) in this Resolution except to the extent of their shareholding in GHCL Limited as a shareholder of the Company.

In this background, your Board has placed the proposal for declaration of Dividend before the shareholders in the form of ordinary Resolution.

Agenda Item No 4: Reappointment of Mr. Anurag Dalmia as a Director liable to retire by rotation.

1. **Director's Biography:** Mr. Anurag Dalmia, born on May 11, 1956, serves as a Non-executive Chairman (Promoter Director) of the Company and is set for reappointment as a director liable to retire by rotation in GHCL Limited. With his extensive experience as an eminent Industrialist, he enriches the Board with a wealth of knowledge and expertise. Mr. Dalmia actively participates in various industry associations, having represented organizations such as PHD Chambers of Commerce and Industry, and the Confederation of Indian Textile Industry. His strong leadership and strategic thinking abilities contribute significantly to the Board's decision-making processes. Mr. Dalmia's profound understanding of general management and industry dynamics makes him an invaluable asset to the Company. Moreover, his engagement in public policy and advocacy ensures alignment of the Company's activities with societal needs. Mr. Dalmia's dedication to corporate social responsibility is evident through his role as Chairman of the CSR Committee.

   Additionally, he serves as a member of the Risk & Sustainability Committee, where he provides valuable insights on managing risks and promoting sustainable practices. Furthermore, Mr. Anurag Dalmia possesses a solid understanding of capital markets, finance, and accounts, further enhancing the Board's expertise in these critical areas. Importantly, Mr. Dalmia's commitments adhere to corporate governance standards, as he does not hold membership in more than 10 Committees or Chairmanship in more than 5 Committees. Mr. Dalmia is also on the Board of GHCL Textiles Limited and acting as a non-executive Chairman of GHCL Limited.

2. **Tenure:** Mr. Anurag Dalmia has held the position of Promoter Director for four decades, and continues to serve as a Promoter Nominee to date. With nearly four decades of dedicated service to the Company, Mr. Dalmia's enduring tenure highlights his commitment and invaluable contributions to the organization. Throughout his tenure, he has demonstrated extraordinary dedication, astute leadership, and a profound understanding of the industry landscape. His longstanding presence on the Board has provided stability, continuity, and strategic guidance, contributing significantly to the Company's growth and success over the years. As a trusted leader and visionary, Mr. Dalmia's continued directorship exemplifies his enduring commitment to the Company's mission and objectives.

3. **Board Composition:** The total number of directors on the Board of the Company is nine as on March 31, 2024. However, one of the directors Dr. Lavanya Rastogi has completed his tenure of two terms as an independent director on March 31, 2024 and ceased to be the director of the Company effective from April 1, 2024. The statutory intimation in this regard to the Stock Exchanges and requisite filing with the ROC have been completed by the Company.

   Effective from April 1, 2024, presently we have eight (8) directors on our Board. Out of which four (4) directors including one woman are independent directors and in remaining 4 non-independent directors, two represents in promoter category and two are professional directors. These independent directors bring impartiality and objectivity to the Board's discussions and oversight functions, safeguarding the interests of all stakeholders.

   Mr. R S Jalan, Managing Director, Mr. Raman Chopra CFO & ED (Finance) and Mr. Neelabh Dalmia (promoter nominee) are functioning as a Whole time directors on the Board of the Company. The professional directors, along with the managing director and CFO, contribute specialized knowledge and experience in key areas such as finance, operations, and management, enhancing the Board's ability to make informed decisions.

   Mr. Anurag Dalmia's reappointment holds significant strategic importance. As a Non-Executive Chairman and Promoter Director, Mr. Dalmia brings invaluable expertise and experience to the Board's deliberations. His continued tenure ensures continuity in leadership and promotes stability within the organization. Moreover, Mr. Dalmia's active involvement in key decision-making processes, alongside his contributions to strategic planning and corporate governance, further solidifies his role as a vital asset to the Company. With the support of the Board, Mr. Dalmia's reappointment is poised to sustain the Company's growth trajectory and enhance shareholder value in the years ahead.

   Overall, the present composition of the Board strikes a balance between independence, expertise, and continuity, aligning with best practices in corporate governance and contributing to the sustained growth and success of the Company.

4. **Performance Evaluation:** The results of the performance evaluation of each director have been highly positive, with the independent directors rating them as excellent. Each director has been recognized for their core skills, expertise, and competencies, contributing significantly to the functioning and effectiveness of the Board and its committees.

   Mr. Anurag Dalmia, as Non-Executive Directors, have demonstrated strong leadership and strategic thinking abilities, coupled with his extensive industry expertise and advocacy for public policy and corporate social responsibility (CSR).

Mrs. Vijaylaxmi Joshi, Dr. Manoj Vaish, Justice Ravindra Singh and Mr. Arun Kumar Jain, as Independent Directors, have showcased commendable skills in areas such as finance, governance, law, sustainability, and public advocacy, enriching the Board with their diverse perspectives and experiences.

The performance evaluation results also extend to the Whole Time Directors, Mr. R S Jalan, Mr. Raman Chopra and Mr. Neelabh Dalmia, who have exhibited exemplary leadership and strategic acumen in steering the Company's operations. Mr. Jalan's core skills and competencies have been instrumental in driving operational efficiency and navigating complex business challenges. Likewise, Mr. Raman Chopra's strategic thinking and financial acumen have played a pivotal role in ensuring robust financial management practices and fostering sustainable growth. Mr. Neelabh Dalmia's multifaceted expertise in areas such as Corporate Governance, Sustainably and CSR has contributed significantly to the Company's growth trajectory.

While the overall evaluation yielded positive outcomes, areas for improvement were also identified. Company is committed to act upon such areas of improvement. Additionally, the Board has implemented measures to enhance collaboration and communication among directors, fostering a more cohesive and effective decision-making environment.

Overall, the performance evaluation process has served as a valuable tool for identifying strengths and areas for improvement among directors, ensuring continuous enhancement of the Board's effectiveness and contribution to the Company's success.

5. **Key Achievements:** Mr. Anurag Dalmia, serving as the Non-Executive Chairman of GHCL Limited, has made invaluable contributions to the Company's growth and governance. His tenure on the Board has been characterized by strategic vision, insightful guidance, and a persistent commitment to corporate social responsibility (CSR) and sustainability.

   As a member of the Board, Mr. Anurag Dalmia has provided strategic direction and oversight, leveraging his extensive industry expertise and leadership skills to drive the Company's strategic initiatives forward. Additionally, his role as the Chairman of the CSR Committee highlights his dedication to societal welfare and ethical business practices. Under his leadership, the CSR Committee has spearheaded numerous initiatives aimed at creating positive social impact and promoting sustainable development.

   Moreover, as a member of the Risk and Sustainability Committee, Mr. Dalmia has played a pivotal role in identifying and mitigating risks while fostering a culture of sustainability within the organization. His multifaceted contributions across various facets of governance and sustainability have been instrumental in enhancing GHCL's reputation as a responsible corporate citizen and driving long-term value creation for all stakeholders. As Mr. Anurag Dalmia seeks reappointment as a director liable to retire by rotation, his continued presence on the Board will undoubtedly further bolster the Company's strategic direction and commitment to sustainable growth.

6. **Attendance Record:** Mr. Anurag Dalmia's exceptional dedication to his role as a director at GHCL Limited is evident through his consistent attendance at all Board and committee meetings, where he serves as both Chairman and member. His active engagement ensures thorough deliberations and informed decision-making, reflecting his strong leadership and accountability.

7. **Industry Benchmarking:** The proposed directors' tenure, qualifications, and contributions are aligned with industry benchmarks, reflecting a commitment to excellence and leadership. Their extensive experience and diverse skill sets enable them to effectively address the challenges and opportunities within the industry landscape. Furthermore, the board composition reflects industry best practices, with a blend of seasoned professionals and subject matter experts who bring valuable insights and perspectives to the table. By benchmarking against industry standards, GHCL ensures that its Board remains equipped to drive innovation, foster growth, and deliver sustainable value to shareholders.

8. **Succession Planning:** The proposed reappointment of Mr. Anurag Dalmia as a director aligns seamlessly with the Company's succession planning goals. His extensive experience, leadership qualities, and deep business understanding have been instrumental in guiding strategic decisions and ensuring continuity. Mr. Dalmia's continued presence provides stability while facilitating smooth leadership transitions. Looking ahead, the Company is committed to refreshing the Board to reflect evolving market dynamics and stakeholder expectations. This proactive approach ensures a diverse and dynamic composition, with fresh perspectives complementing experienced directors like Mr. Dalmia, driving sustainable growth and effective governance.

9. **Shareholder Value:** The reappointment of Mr. Anurag Dalmia as a director strongly aligns with the Company's commitment to enhancing shareholder value. With his extensive tenure on the Board and exceptional leadership, Mr. Dalmia has spearheaded strategic initiatives aimed at maximizing shareholder returns. His proactive governance and prudent decision-making have driven operational efficiency and explored new revenue avenues. Additionally, Mr. Dalmia's focus on CSR and sustainable practices has

enhanced the Company's reputation, appealing to socially conscious investors.

10. **Governance Practices:** Mr. Anurag Dalmia's reappointment highlights the Company's strong commitment to corporate governance. He consistently upholds transparency, accountability, and ethical conduct as a director. Serving as Chairman of the CSR Committee and member of the Risk and Sustainability Committee, Mr. Dalmia demonstrates his dedication to robust governance practices. His leadership extends to industry associations, where he advocates for governance standards. Through these roles, Mr. Dalmia fosters a culture of governance excellence, ensuring sustainable growth and value creation for all stakeholders.

11. **Committee Involvement:** Mr. Anurag Dalmia's reappointment underscores his significant contributions within various board committees, highlighting his expertise and commitment to governance excellence. Currently, Mr. Dalmia serves as Chairman of the CSR Committee and member of the Risk and Sustainability Committee. In his role, he spearheads initiatives promoting corporate social responsibility and sustainable practices, ensuring alignment with stakeholders' interests. Additionally, Mr. Dalmia's insights within the Risk and Sustainability Committee bolster the Company's risk management framework and long-term sustainability. His active involvement demonstrates a dedication to driving positive change and upholding governance standards, reinforcing the Company's commitment to effective leadership and responsible practices.

12. **Future Contribution:** Mr. Anurag Dalmia's reappointment reflects his unwavering commitment to continue contributing effectively to the Company's future endeavors. With a proven track record of leadership and governance excellence, Mr. Dalmia remains dedicated to driving positive outcomes for stakeholders. He actively pursues ongoing professional development, staying abreast of industry trends and participating in relevant training programs. Mr. Dalmia's proactive approach ensures he remains well-equipped to navigate challenges and seize opportunities, reinforcing his commitment to the Company's future success.

13. **Share Ownership:** The promoters shareholding through various investment companies in GHCL Limited is 1,82,26,485 equity shares (19.04%) in which Mr. Anurag Dalmia holds 1,25,225 equity shares in his personal name and 5,85,124 equity shares in his HUF account. Further, Mr. Neelabh Dalmia, son of Mr. Anurag Dalmia, holds 1,20,600 equity shares in his personal name. It's noteworthy that these personal investments by Mr. Anurag Dalmia and Mr. Neelabh Dalmia are long-term commitments, consistent with the investment strategy of the promoter category through various investment entities.

14. **Remuneration and alignment with best practices:** As a non-executive director, Mr. Anurag Dalmia receives remuneration in the form of sitting fees for attending both Board and Committee meetings. Additionally, he is entitled to profit-based commissions as per the Company's policy. Over the last five years, Mr. Dalmia has received compensation in line with these structures as follows:

Financial Year	Sitting Fee (in ₹)	Profit based Commission (in ₹)	Total (in ₹)	% of total remuneration paid to Non-Executive Directors
2023-24	3,20,000	1,00,00,000	1,03,20,000	30.83%
2022-23	3,20,000	94,00,000	97,20,000	20.68%
2021-22	3,60,000	75,00,000	78,60,000	20.13%
2020-21	2,40,000	37,50,000	39,90,000	19.93%
2019-20	2,40,000	50,00,000	52,40,000	17.22%

The remuneration and compensation structure for Mr. Anurag Dalmia, is designed to ensure fairness and alignment with best practices. Nomination & Remuneration Committee conduct regular reviews to assess the adequacy and effectiveness of the compensation framework. The amendment or adjustment in compensation structure of non-executive directors including Mr. Anurag Dalmia is guided with the principle of maintaining competitiveness, promoting performance, and aligning incentives with shareholder interests. This approach reflects the Company's commitment to sound governance principles and transparency in compensation of the Non-executive directors.

15. **Training and Development:** Mr. Anurag Dalmia actively engages in ongoing professional development initiatives to enhance his skills and expertise as a director. Notably, he has participated in comprehensive training modules covering all nine principles of the BRSR (Business Responsibility and Sustainability Reporting) framework, along with mandatory policies such as materiality policy, Related Party Transactions (RPT) policy, whistleblower mechanism, code of conduct,

insider trading policies, among others. This commitment to continuous learning underscores Mr. Dalmia's dedication to effective board governance. By staying abreast of evolving regulatory requirements, industry best practices, and emerging trends, Mr. Dalmia ensures that he remains well-equipped to fulfill his responsibilities as a director and contribute effectively to the Company's success.

16. **Board Diversity and Inclusion:** GHCL Limited is deeply committed to fostering diversity and inclusion within its Board of directors. The composition of the Board reflects a diverse range of backgrounds, expertise, and perspectives, ensuring a robust decision-making process. Notably, the Board includes distinguished members such as Mrs. Vijaylaxmi Joshi, a former IAS officer, bringing valuable insights from her extensive experience in governance and administration. Additionally, the presence of Justice Ravindra Singh, a retired member of the judiciary, adds a unique perspective on legal matters and governance. Mr. Arun Kumar Jain, a former Chairman of CBDT, contributes expertise in taxation and regulatory affairs, further enriching board discussions. Dr. Manoj Vaish, a capital market expert, brings insights from his role as CEO of BSE, Dun & Bradstreet, enhancing the Board's understanding of financial markets and investment trends. The Board also includes Mr. R S Jalan, a Chartered Accountant serving as Managing Director, whose leadership spans strategic planning, growth initiatives, sustainability, CSR activities, new product development, and ethics governance. Furthermore, Mr. Raman Chopra, a Chartered Accountant serving as a CFO & Executive Director (Finance), provides leadership in financial management and strategic planning. Additionally, Mr. Neelabh Dalmia, as Executive Director of Growth and Diversification Projects, brings a fresh perspective on business expansion and innovation. Together, these diverse backgrounds and skill sets contribute to a dynamic and inclusive board culture, ensuring that GHCL remains responsive to the evolving needs of its stakeholders and the broader business environment.

17. **Future Challenges and Opportunities:** The directors of GHCL Limited are not only cognizant of the future challenges that the industry may face but are also actively engaged in preparing robust strategies to overcome them. With a comprehensive understanding of the Company's succession planning, the Board ensures continuity in leadership, safeguarding stakeholders' interests and protecting the Company's long-term vision. Moreover, the Board remains committed to upholding the highest standards of governance, ensuring transparency and accountability in all operations. Through diligent oversight of related-party transactions (RPT), the directors strive to maintain fairness and integrity in business dealings, thereby fortifying trust among stakeholders. Furthermore, the Board's steadfast dedication to corporate social responsibility (CSR) and sustainability initiatives underscores its commitment to serving the community and mitigating environmental impacts. By promoting fair business practices, the directors foster a culture of ethical conduct that resonates throughout the organization. Leveraging their collective expertise and vision, the Board identifies opportunities for growth and development, envisioning a future where GHCL thrives as an ideal of sustainability, resilience, and ethical leadership in the industry.

18. **Environmental, Social, and Governance (ESG) Practices:** The directors of GHCL Limited demonstrate a commitment to ESG practices and reporting, recognizing their pivotal role in driving sustainable business growth. Through active guidance provided to the Risk & Sustainability committee, the Board ensures that ESG considerations are integrated into the Company's strategic decision-making processes. Specific initiatives and achievements related to environmental sustainability and social responsibility underscore GHCL's dedication to creating positive impacts beyond financial metrics. GHCL has initiated several sustainability measures, including the introduction of biofuel co-firing, efforts to reduce energy consumption, waste reduction initiatives, and the attainment of fresh water independence at its soda ash operations. GHCL prioritizes environmental conservation and social welfare as integral components of its business operations. By championing ESG practices, the directors strive to enhance long-term value creation for all stakeholders while fostering a culture of responsible corporate citizenship.

19. **Crisis Management:** The directors have demonstrated their commitment to effective crisis management by empowering the Managing Director and other functional management teams to make strategic decisions during challenging times. They have fostered an environment where the leadership is equipped to swiftly respond to crises, leveraging their expertise and resources to navigate uncertainties. By delegating authority and fostering collaboration across the organization, the directors have ensured that GHCL is well-prepared to handle unforeseen challenges with agility and resilience. This approach not only enables prompt decision-making but also promotes accountability and ownership at all levels of the Company, ultimately enhancing GHCL's ability to overcome crises and maintain stability.

In this background, your Board has placed the proposal for reappointment of Mr. Anurag Dalmia as a director liable to retire by rotation.

None of the Directors or Key Managerial Personnel and their relatives [except Mr. Anurag Dalmia and Mr. Neelabh Dalmia] are concerned or interested (financially or otherwise) in this Resolution.

Agenda Item No. 5:

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

1. **Role and Contribution of Non-Executive Directors and Independent Directors:** Non-executive directors, including Independent directors, play a pivotal role in ensuring effective governance, strategic guidance, and oversight of the Company's affairs. Their diverse expertise, independent judgment, and experience bring invaluable perspectives to boardroom deliberations. These directors actively participate in crucial decision-making processes, including the review of strategic plans, risk management, and financial performance. Their role extends beyond attending Board and committee meetings; they contribute significantly to the formulation and implementation of corporate policies, ensuring alignment with the Company's long-term objectives and stakeholder interests.

   Given their substantial contributions to the growth and continuity of the business, it is justified to provide profit-based Commission and sitting fees to non-executive directors, recognizing their instrumental role in enhancing shareholder value and ensuring sustainable business practices.

2. **Directors' Duties and Corporate Development:** Directors play a pivotal role in the growth and sustainability of a company, as outlined in Section 166 of the Companies Act. They are entrusted with ensuring adherence to the Company's articles and acting in the best interests of various stakeholders, including shareholders, employees, and the community. Furthermore, directors are obligated to exercise due care, skill, and diligence, and to avoid conflicts of interest that may compromise the Company's interests. Any undue gain sought by a director, or contravention of these duties, attracts significant penalties. This underscores the critical importance of directors' adherence to their responsibilities in driving corporate development. The approval of payment of commission to directors reflects recognition of their significant contributions to the Company's success, while emphasizing the need for integrity and accountability in fulfilling their duties.

3. **Rationale:** As stated above, the proposal to approve remuneration payable to Non-Executive Directors including independent directors, by way of Commission is essential to attract and retain high-caliber individuals who bring diverse expertise and perspectives to the Board. This practice aligns with industry standards and global best practices, ensuring that the Company's Board comprises experienced professionals capable of providing strategic guidance and oversight.

4. **Compliance with Regulatory Framework:** The proposal is in compliance with the provisions of Section 197, 198, and other applicable provisions of the Companies Act, 2013, as well as the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Board composition of the Company is comprised of four (4) Independent Directors and four (4) non-independent directors including three functional directors. In line with the provisions of Section 197 of the Companies Act, 2013 the Commission payable to non-executive directors, where there is a whole time directors and managing director, shall not exceed 1% of the net profits of the Company until and unless the proposal is passed by way of special Resolution. This means that shareholders is empowered to approve the Commission payable to non-executive directors exceeding 1% of the net profits of the Company.

5. **Entitlement of sitting fee and profit based annual commission:**

   All the non-executive directors including independent directors are entitled for the sitting fee for attending the Board and committee meeting. At present, sitting fee for attending the Board / committee meeting is ₹ 40,000/- per meeting.

   In addition to the sitting fee, the non-executive directors are also entitled for the profit based Commission as per policy of the Company. The policy outline following points.

   The quantum of Commission shall be determined on the basis of

   i. Outcome of the evaluation process which is driven by various factors including attendance and time spent in the Board and committee meetings;

   ii. Role and responsibility as a Chairman / member of the Board and various Committee

   iii. Individual contributions at the meetings and contribution made by the directors other than the meetings.

   Further, the NRC in its meeting held on April 29, 2023 had decided that the increase / (decrease) in the amount of the total Commission payable to non-whole time directors shall be in the same ratio as increase / (decrease) in profit in any financial year, subject to maximum increase / (decrease) in total Commission limited to 25% of amount of the Commission paid during the previous year and total Commission being within the overall limits laid down by regulations.

The Commission paid to non-executive directors (NED) for the last five years are given below:

Sl. No	Financial Year	No. of Non-Executive directors	Net profit as determined u/s 198	Commission paid to NED (₹ Cr.)
1.	2023-24	7	738.71	3.115
2.	2022-23	7	1381.06	4.440
3.	2021-22	7	866.36	3.540
4.	2020-21	7	433.40	1.770
5.	2019-20	9	504.00	2.718

6. Peer Comparison: GHCL Limited, in its commitment to transparency and equitable remuneration practices, sets itself apart in the industry through its approach to compensating non-executive directors including independent directors. The Company, for the financial year 2022-23, has meticulously detailed the sitting fees and commissions disbursed to its non-executive directors, demonstrating a clear and transparent governance framework.

In comparison to peer companies within the industry such as Tata Chemicals, Pidlite Industries, Deepak Nitrite Limited, and GHCL Limited stands out for its judicious and fair compensation structure for its non-executive directors. The sitting fees and Commission paid to GHCL's Non-Executive Directors including independent directors, are reflective of the Company's commitment to aligning director remuneration with industry standards and best practices. The details of peer companies are given below:

Sl. No.	Name of the companies	Turnover in ₹ Cr FY 2022-23	Profit after Tax in ₹ Cr	Total No. of NEDs including IDs	Sitting fee in ₹	Commission in ₹	Total	Remuneration Paid in % of PAT
1	Tata Chemicals	4930	1027	7	33,40,000	2,80,00,000	3,13,40,000	0.31
2	Pidilite Industries	10597	1257	9	57,49,000	2,21,78,000	2,79,27,000	0.22
3	Deepak Nitrite	3034	469	12	31,75,000	1,95,00,000	2,26,75,000	0.48
4	GHCL Limited	4584	1092	7	26,00,000	4,44,00,000	4,70,00,000	0.37

From the above, we can see that GHCL Limited's total payout of INR 4,44,00,000 in Commission and INR 26,00,000 as sitting fee aggregating to INR 4,70,00,000 for the fiscal year 2022-23 showcases the Company's dedication to compensating its directors competitively. This commitment is further evidenced by the Company's commission payment representing 0.37% of the profit after tax (PAT) which is in line with the industry.

The Board of Directors, based on the recommendation of the NRC Committee, has set a cap on the total Commission payable to Non-executive directors, including Independent directors, at ₹ 10 crore per annum for the next five years, effective from FY 2024-25 until FY 2028-29. Any proposed increase in Commission will require shareholder approval.

7. **Flexibility and Prudence:** The Resolution provides flexibility to the Board of Directors and the Nomination & Remuneration Committee to determine the quantum and distribution of remuneration based on performance of each individual non-executive directors and on prevailing market conditions. This approach ensures prudent use of Company resources while rewarding directors for their contributions to achieving corporate objectives.

In this background, your Board has placed the proposal for payment of profit based Commission to the non-executive directors including independent directors for your approval.

None of the Directors or Key Managerial Personnel and their relatives [except Non-Executive Directors] are concerned or interested (financially or otherwise) in this Resolution.

Registered Office:
GHCL HOUSE
Opp. Punjabi Hall
Navrangpura, Ahmedabad - 380009

Date: May 6, 2024

By Order of the Board
For GHCL LIMITED

Sd/-
Bhuwneshwar Mishra
Vice President - Sustainability
& Company Secretary
Membership No.: FCS 5330

Board's Report

To the Members of
GHCL Limited,

We are delighted to present the 6th Integrated Report, prepared in accordance with the framework established by the International Integrated Reporting Council, along with the 41st Annual Accounts showcasing the business and operations of our company. Additionally, we provide a summary of the standalone and consolidated financial statements for the fiscal year ending on March 31, 2024.

Our directors have taken great pleasure in compiling this comprehensive report, which aims to provide a holistic view of our company's performance, strategy, and impact. We have followed the guidelines set forth by the International Integrated Reporting Council, ensuring transparency, accountability, and relevance in our reporting.

In this report, we highlight the key achievements, challenges, and progress made by our company during the past year. We delve into the core aspects of our business, including our financial performance, operational activities, governance practices, risk management, and our contributions to the environment, society, and stakeholders.

Furthermore, we present the standalone and consolidated financial statements for the fiscal year, offering a clear and concise overview of our financial position, results of operations, cash flows, and changes in equity. These statements have been prepared in accordance with applicable accounting standards and provide an accurate reflection of our financial performance.

The financial highlights of the Company for FY 2023-24 are given below:

A: FINANCIAL RESULTS AND STATE OF AFFAIRS

(₹ in Crores)

Particulars	Standalone		Consolidated	
	Year ended March 31, 2024	Year ended March 31, 2023	Year ended March 31, 2024	Year ended March 31, 2023
Net Sales /Income from Continue operations	3498.39	4584.05	3498.82	4584.53
Gross profit before interest and depreciation from Continue operations	899.39	1518.64*	899.74	1518.74*
Finance Cost from Continue operations	25.47	37.25*	25.47	37.25*
Profit before depreciation and amortisation - (Cash Profit) from Continue operations	873.92	1481.39	874.27	1481.49
Depreciation and Amortisation from Continue operations	102.10	94.22	102.10	94.22
PBT before exceptional items from Continue operations	771.82	1387.17	772.17	1387.27
Profit before Tax (PBT) from Continue operations	991.11	1442.55	991.46	1463.00
Provision for Tax – Current from Continue operations	191.74	356.61	191.74	353.65
Tax adjustment for earlier years from Continue operations	(0.36)	(0.62)	(0.36)	(0.62)
Provision for Tax – Deferred from Continue operations	6.18	(5.83)	6.18	(5.83)
Profit after Tax from Continue operations	793.55	1092.39	793.90	1115.80
Profit from discontinued operations	Nil	31.92	Nil	33.37
Tax Expense of discontinued operations	Nil	(7.60)	Nil	(7.60)
Profit from discontinued operations after tax	Nil	24.32	Nil	25.77
Profit for the year	793.55	1116.71	793.90	1141.57
Other comprehensive income (OCI)	(0.01)	(3.61)	0.11	(4.17)
Total Comprehensive income for the period	793.54	1113.10	794.01	1137.40
Balance brought forward from last year	3768.56	2797.45	3791.35	2795.38

(₹ in Crores)

Particulars	Standalone		Consolidated	
	Year ended March 31, 2024	Year ended March 31, 2023	Year ended March 31, 2024	Year ended March 31, 2023
Appropriations				
FVTOCI Reserve	0.93	(2.92)	0.93	(2.92)
Final Dividend	(166.46)	(142.68)	(166.46)	(142.68)
Balance carried to Balance Sheet	2799.30	3768.56	2808.55	3791.35

*changed due to reclassification

The Management and Analysis Report (MDA) and the Integrated Annual Report provide detailed discussions on the financial results, operations, and major developments. The standalone and consolidated financial statements have been prepared in accordance with the Indian Accounting Standard (Ind AS). Adhering to Ind AS ensures compliance, transparency, and reliability in financial reporting, accurately presenting the company's financial position, performance, and cash flows.

Stakeholders are encouraged to review the MDA and Integrated Annual Report for a comprehensive understanding of our performance and value creation efforts.

1. Dividend Distribution Policy Summary

As per Regulation 43A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, our Company's Board of Directors adopted the Dividend Distribution Policy (DDP) on May 19, 2016, and modified it on November 7, 2023. The DDP ensures transparency in determining dividend amounts and outlines the Board's commitment to maintaining a dividend payout ratio, including dividend tax, between 15% to 20% of profits after tax (PAT) on a standalone basis.

This Policy is available on our website: [Dividend Distribution Policy] https://ghcl.co.in/wp-content/uploads/2024/05/Dividend-Distribution-Policy.pdf. It serves as a guiding framework for the Board's decisions on dividend recommendations, ensuring a consistent approach and reinforcing our commitment to delivering shareholder value.

In compliance with Section 194 of the Income Tax Act, 1961, the Company deducts a 10% Tax Deducted at Source (TDS) on dividend payments, except for dividends up to Rs. 5000 to individual resident shareholders, and no TDS for specified entities such as LIC, GIC, specified insurers, and Mutual Funds under Section 10(23D). For non-resident shareholders, as per Section 195, TDS is deducted at 20% with the applicable surcharge.

Our Company is dedicated to adhering to regulatory requirements, promoting transparency, and maximizing shareholder value through responsible dividend distribution practices.

2. Dividend

We are pleased to announce our Company's consistent dividend payment track record for the past 30 years. In line with our Dividend Distribution Policy, the Board has recommended a dividend of Rs. 12.00 per equity share (120% of the paid-up equity share capital) for the financial year ending March 31, 2024. Last year's total dividend was Rs. 17.50 per equity share.

The proposed dividend is subject to shareholder approval at the AGM on July 8, 2024 (Monday). If approved, dividends will be paid starting July 8, 2024. The Record date to determine the eligibility of shareholders will be July 1, 2024 (Monday). The total dividend payout aligns with our Policy.

3. Transfer to Reserves

The Board has decided not to transfer any profit from FY 2023-24 to the reserve account. Retaining the profits after dividend payments aims to strengthen financial stability, reinvest in growth opportunities, and enhance overall financial resilience.

4. Share Capital

As of March 31, 2024, the paid-up Equity Share Capital is Rs. 95,72,39,860, consisting of 9,57,23,986 equity shares of Rs. 10 each. This is an increase from March 31, 2023, when it was Rs. 95,58,57,860 with 9,55,85,786 equity shares. During the financial year, 1,38,200 equity shares were allotted to employees by exercising stock options under GHCL ESOS 2015, raising the capital to its current level.

Board's Report

5. **Employees Stock Options Scheme**

Our Company's Employees Stock Options Scheme (ESOP) for permanent employees was approved by shareholders on July 23, 2015, with in-principle approval from Stock Exchanges to issue 50 lakh equity shares against exercise of vested options. The scheme remains unchanged and compliant with ESOP regulations. Dr. S Chandrasekaran from Chandrasekaran Associates has certified that the scheme complies with SEBI regulations and member resolutions. This certificate is available for electronic inspection.

In FY 2023-24, no stock options were granted. Details of the ESOP are provided in the financial statement notes and annexed as **Annexure I** in this Report.

6. **Finance**

6.1 Resource Mobilization

Following the demerger of the Spinning business, our Company allocated a Rs. 400 Cr. working capital limit to GHCL Textiles Ltd., leaving Rs. 600 Cr. for our Company. This year, we enhanced our working capital facilities by Rs. 150 Cr., bringing the total to Rs. 750 Cr., involving institutions like SBI, IDBI Bank, Union Bank, HDFC Bank, Axis Bank, ICICI Bank, and CTBC Bank. Additionally, we secured Rs. 175 Cr. in unsecured working capital facilities from HDFC Bank (Rs. 50 Cr.), HSBC Bank (Rs. 75 Cr.), and Yes Bank (Rs. 50 Cr.). We also closed Rs. 44 Cr. in facilities with Bank of Bahrain and Kuwait.

6.2 Interest Rate Management

Our Company maintains a strong loan repayment record. Due to market liquidity tightening, our long-term borrowing interest rate increased by 0.74% this year. We prepaid Rs. 59 Cr. in high-cost long-term borrowing to save on interest costs.

As of March 31, 2024, long-term borrowing is Rs. 195.64 Cr at 8.69% ROI, with no short-term borrowing. The interest accrued on this loan, Rs. 1.07 Cr, will be paid next quarter.

6.3 Affirmation of External Credit Ratings

i. CARE (Credit Analysis & Research Ltd) has affirmed our Company's ratings: CARE AA- (Stable) for long-term facilities and CARE A1+ (Stable) for short-term facilities, reflecting efficient cash flow management and timely repayment.

ii. CRISIL has affirmed our credit rating and revised the outlook from Stable to Positive for our Rs. 150 Crore Non-convertible Debenture (NCD) issuance, assigning a rating of CRISIL AA- (Positive).

6.4 Investors' Education and Protection Fund (IEPF)

Our Company transferred Rs. 100.34 lacs to the IEPF during the financial year, towards unclaimed dividends. This transfer reflects our commitment to compliance, transparency, and investor protection. We encourage investors to claim their dividends and deposits to avoid transfers to the IEPF. Please note that due to technical glitches in the system of the MCA the Company has filed IEPF 1 with additional fees, which was beyond the control of the company. We remain dedicated to upholding high standards of corporate governance and protecting investor rights.

7. **Change in Nature of Business**

During the Financial Year 2023-24, our Company's core business remained unchanged, ensuring stability and consistency in our operations and services to customers. The demerger of our spinning business, as approved by the Hon'ble NCLT Ahmedabad bench, was successfully completed during the year. This strategic decision aimed to streamline operations and focus on core business areas.

We confirm that there have been no material changes between April 1, 2024, and the date of signing this Report.

8. **Management Discussion & Analysis**

In compliance with Regulation 34 (2) (e) of the Listing Regulations, 2015, we refer you to our Management's Discussion and Analysis Report (MDA) included in our Annual Report. The MDA comprehensively reviews our Company's operations, performance, and future outlook, covering market trends, financial performance, achievements, challenges, and strategic initiatives. It provides valuable insights and perspectives on our business performance and prospects. We encourage stakeholders to consult the MDA to understand our Company's operations and outlook.

B: INTEGRATED REPORT

Your Company is committed to sustainable development, aiming for an inclusive, sustainable, and resilient future that harmonizes economic growth, social inclusion, and environmental protection. We have transitioned from compliance-based reporting to governance-based reporting, adopting the Integrated Report (IR) framework developed by the International Integrated Reporting Council. This framework, included in our Annual Report, presents a clear vision of our business model and how we integrate sustainability into our decision-making processes. It enhances transparency, accountability, and understanding of our value creation process, aligning our business objectives with sustainable development goals.

C: PERFORMANCE HIGHLIGHTS AND STATE OF COMPANY'S AFFAIRS:

The details of business performance and the state of the Company's affairs are provided in the Management's Discussion and Analysis (MDA) Report (from Page No. 148 to Page No. 152) and Integrated Report (from Page No. 2 to Page No. 65).

1. Scheme of Arrangement for Demerger of the Spinning Business:

The demerger scheme for the Yarn business, effective from April 1, 2023, was completed during the year. According to Clauses 6.1 to 6.4 of the scheme, GHCL Limited's authorized capital was reduced from Rs. 175 Cr. to Rs. 140 Cr. and corresponding modifications were made to the memorandum of association. Additionally, GHCL Limited's initial investment in GHCL Textiles Limited was canceled as per the scheme's requirements.

The Board of Directors of GHCL Textiles Limited (Resulting Company) allotted 9,55,85,786 equity shares of Rs. 2 each to GHCL Limited (Demerged Company) shareholders as of April 8, 2023. This allotment was on a 1:1 basis. The shares received final listing and trading approval from BSE and NSE on June 8, 2023, with trading starting on June 12, 2023. All the shares were allotted in dematerialized form, and those holding shares in physical form in GHCL were credited to the escrow account and can be claimed after completing the necessary procedures and submitting mandatory documents. Detailed procedures are available on our Company's website at this link Claim Shares from Escrow Suspense Account - GHCL

The cost of acquisition for equity shares has been split as per Sections 49(2C) and 49(2D) of the Income Tax Act, 1961. The cost for GHCL Limited (Demerged Company) shares is 65.45%, and for GHCL Textiles Limited (Resulting Company) shares is 34.55%. All formalities related to the demerger of the spinning division are now complete.

2. Awards and Recognition:

Our Company received significant recognition and accolades during the financial year 2023-24. Detailed information is available on pages 6 and 7 of the Integrated Report. These honors reflect our employees' and stakeholders' hard work and dedication, underscoring our commitment to excellence in sustainability, environmental stewardship and fostering a positive work culture.

3. Subsidiaries:

In compliance with Section 136 of the Companies Act, 2013, we do not attach the financial statements of our subsidiary companies with the Annual Report. However, these can be provided upon written request and are available for inspection at our Registered Office during business hours.

Currently, GHCL Limited has no operational subsidiaries. Rosebys Interiors India Limited (RIIL), an Indian subsidiary, has been under liquidation since July 15, 2014.

For further details on subsidiaries, joint ventures, or associate companies, refer to Note no. 36 at page no. 270 of the Annual Report and the statement under Section 129(3) on page no. 381. These statements are also available on our website www.ghcl.co.in

4. Consolidated Financial Statements:

We are pleased to provide the Consolidated Financial Statements for the year ended March 31, 2024, prepared in accordance with Indian Accounting Standards (IND AS) as required by Regulations 33 and 34 of SEBI Listing Regulations, 2015.

These statements offer a comprehensive overview of the financial performance and position of our Company and its subsidiaries, including operations, assets, liabilities, revenue, and expenses. This consolidation enables stakeholders to assess the entity's overall financial health.

By presenting these Consolidated Financial Statements, we aim to fulfil our disclosure obligations and provide

Board's Report

transparency to our investors, shareholders, and regulatory authorities.

5. **Corporate Governance:**

Our Company prioritizes maintaining high standards of Corporate Governance, recognizing its role in promoting transparency, accountability, and credibility. We strictly adhere to SEBI's Corporate Governance requirements and have implemented best practices in board composition, independent directors, board committees, risk management, internal controls, ethical conduct, and stakeholder engagement.

As part of our Annual Report, we include a detailed Corporate Governance report as mandated by Regulation 34 of SEBI Listing Regulations, 2015. This Report provides insights into our governance structure, policies, and practices. Additionally, our auditors certify compliance with Corporate Governance norms, validating our adherence to prescribed standards.

We aim to foster trust, integrity, and long-term sustainability by upholding strong governance standards, creating value and maintaining strong relationships with all stakeholders.

6. **Board Meetings:**

The Board of Directors follows a structured approach to planning and conducting meetings, typically scheduled in advance but occasionally convened on shorter notice for urgent matters. During the financial year ending March 31, 2024, the Board held four meetings to review and discuss the Company's strategic, operational, and financial performance. Details of these meetings, including dates and agenda, are available in the Corporate Governance Report.

The intervals between meetings complied with the Companies Act, 2013 and SEBI Listing Regulations, 2015, ensuring effective governance and regular performance evaluation. This structured approach fosters transparency, accountability, and informed decision-making, contributing to the Company's success and growth.

7. **Directors:**

The Board is pleased to announce important appointments and confirmations. Mr. Anurag Dalmia, Non-Executive Chairman, is retiring by rotation and offers himself for re-appointment. The Board recommends his re-appointment at the ensuing Annual General Meeting.

Following recommendations from the Nomination and Remuneration Committee, the shareholders have re-appointed Dr. Manoj Vaish, Justice Ravindra Singh (Retd.), and Mr. Arun Kumar Jain (Ex-IRS) as independent directors for a second term from April 1, 2024, to March 31, 2029.

Dr. Lavanya Rastogi, Independent Director, completed his tenure on March 31, 2024.

The Board expresses gratitude for the contributions of outgoing directors Shri Sanjay Dalmia and Dr. Lavanya Rastogi.

All Independent Directors have confirmed their independence and compliance with Section 149(6) of the Companies Act, 2013, and relevant SEBI Listing Regulations. No director is debarred from holding office as per SEBI orders.

The Board affirms that all Independent Directors have the necessary integrity, expertise, and experience. They have enrolled in the Independent Directors' Databank with the Indian Institute of Corporate Affairs (IICA). Two of the four Independent Directors are exempt from the online proficiency test, while the remaining two have passed the test within the stipulated time.

8. **Lead Independent Director:**

On July 29, 2021, the Board appointed Dr. Manoj Vaish, Independent Director and Chairman of the Audit & Compliance Committee, as the Lead Independent Director. The role and responsibilities of the Lead Independent Director are mentioned in the Corporate Governance Report within the Annual Report.

9. **Nomination and Appointment of Directors:**

Information on the nomination and appointment process of Directors, including the core skills and expertise of the Board, is available in the Corporate Governance Report included in the Annual Report. This Report offers detailed insights into the Company's governance practices, ensuring transparency and accountability in director selection.

10. **Key Managerial Personnel:**

As per Section 203 read with Section 2(51) of the Companies Act, 2013, Mr. R S Jalan serves as the

Managing Director, Mr. Raman Chopra as CFO & Executive Director (Finance), and Mr. Bhuwneshwar Mishra as Vice President – Sustainability & Company Secretary. There have been no changes in the Key Managerial Personnel during the year, ensuring stability and consistency in management and operations.

11. Familiarization Program for Independent Directors:

Our Company conducts a structured orientation program for new Independent Directors (IDs) to facilitate their integration into the Board. This program includes presentations by Executive Directors and the Company Secretary, covering various aspects of our Company's operations, corporate structure, governance procedures, and their roles and responsibilities. Additionally, visits to our plants and CSR activity locations are arranged upon request to provide firsthand exposure.

To further enhance their knowledge and skills, all Independent Directors have access to an online learning platform called "Skillsoft." They are encouraged to complete courses on relevant topics such as ESG, risk management, stakeholders' engagement, CSR, and cyber security.

Policy awareness Program

In the financial year 2023-24, GHCL Limited prioritized enhancing awareness of its Business Responsibility and Sustainability Reporting (BRSR) Policy and other statutory policies among its directors and employees. A training program was introduced to ensure a thorough understanding of these policies, including the nine principles outlined in the BRSR Policy.

The program was integrated with the Success-Factors platform for easy access to materials and participation in an examination linked directly to the learning management system. Participants engaged with the policies through an awareness test series.

Clear qualification criteria were set, and upon successful completion, participants received a certificate signed by key executives. The program ran from November 3, 2023, to March 31, 2024, with approximately 50% - 60% of employees qualifying for the test. All the Board members passed the tests.

Promoting policy awareness is vital for organizational growth and regulatory compliance, underscoring GHCL Limited's commitment to transparency and accountability.

For further details, please refer to the Corporate Governance section of our Annual Report, highlighting our dedication to informing Independent Directors for effective contributions to Board decisions.

12. Board Evaluation:

In compliance with the Companies Act, 2013, SEBI Guidance Note on Board Evaluation (issued on January 5, 2017), and SEBI Listing Regulations, 2015, the Board conducted its annual evaluation in its meeting held on November 7, 2023. A separate meeting was held on October 26, 2023, for independent directors to consider the evaluation of non-independent directors, overall performance of the Board and its committees.

We utilized an electronic application to streamline the evaluation process, ensuring secure data management and reducing paper usage. Evaluation criteria were broadly based on the SEBI Guidance Note on Board Evaluation, covering aspects like committee structure, meeting effectiveness, and more.

Evaluation of the Board and its constituents focused on various factors, including functions, responsibilities, competencies, strategy, risk management, diversity, and business nature. A comprehensive questionnaire was circulated to assess directors' knowledge, independence, involvement in planning, engagement, and understanding of risk profiles. Additionally, the Chairman's leadership and coordination skills were evaluated.

The Nomination and Remuneration Committee assessed individual Directors' performance based on their contributions to the Board or its committees. The committee determined a profit-based commission for directors, considering overall performance. These evaluations ensure effective Board operations, significant contributions from Directors, and appropriate remuneration based on performance.

13. Nomination and Remuneration Policy:

The Board, upon the recommendation of NRC, approved the Nomination and Remuneration Policy for Directors, Key Managerial Personnel (KMP), and all other employees. The Policy aims to attract, retain, and motivate qualified individuals, ensure market competitiveness in salaries, provide performance-based rewards, and comply with statutory

Board's Report

requirements. It guides the effective management of nominations and remunerations, aligning with Company objectives and industry standards. The Policy is available on the Company's website at https://ghcl.co.in/wp-content/uploads/2024/05/Nomination-Remuneration-Policy.pdf

14. Managerial Remuneration & Particulars of employees:

The Report incorporates disclosures on remuneration and related details, as mandated by Section 197(12) of the Companies Act, 2013, along with Rule 5 (1) to (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, presented as Annexure II. This annexure includes a statement with the names and particulars of employees receiving remuneration exceeding the specified limits. These disclosures uphold compliance with legal requirements and ensure transparency in remuneration reporting.

15. Secretarial Audit Report:

Section 204 of the Companies Act, 2013 *inter-alia* requires every listed Company to undertake a Secretarial Audit and shall annex with its Board's Report a Secretarial Audit Report given by a Company Secretary in practice in the prescribed form.

GHCL has adopted an ongoing secretarial audit practice throughout the financial year and has placed its periodic secretarial audit report before the Audit & Compliance Committee and Board. This approach has resulted in detecting areas of improvement early and strengthened our level of compliance reporting.

The Secretarial Audit Report for the financial year ended March 31, 2024, annexed with the Board's Report and formed as part of the Annual Report. This Report is self-explanatory and does not call for any further comments.

16. Secretarial Standards:

GHCL consistently complies with the Secretarial Standards prescribed by the Institute of Company Secretaries of India (ICSI) and notified by the Ministry of Corporate Affairs of India. These standards are vital guidelines for ensuring compliance and governance. Adhering to these standards underscores our commitment to transparency, ethical practices, and effective stakeholder communication. Our strict adherence reflects our dedication to robust internal processes, accurate disclosures, and compliance culture, strengthening our governance framework and stakeholder trust.

17. Listing Status

GHCL's equity shares are listed on BSE Limited and National Stock Exchange of India Limited. We paid the annual listing fees for 2023-24 and 2024-25, ensuring continued listing and trading. Our commitment to regulatory compliance and good governance remains steadfast as we maintain a strong relationship with the stock exchanges.

18. Web address for annual return and other policies/ documents:

The Annual Return, as required by Section 92(3) read with Section 134(3)(a) of the Companies Act, 2013, and Rule 12(1) of Companies (Management and Administration) Rules, 2014, is available on our website at this link https://ghcl.co.in/wp-content/uploads/2024/05/GHCL-Annual-Return-2023-24.pdf

Additionally, other company policies and documents are also accessible on the website as per statutory requirements.

19. Corporate Social Responsibility (CSR):

GHCL is committed to fostering inclusive growth and has been actively engaged in projects aimed at society's holistic development and welfare since its inception. Through the GHCL Foundation Trust, we have expanded our CSR initiatives to reach a broader spectrum of beneficiaries, assisting marginalized communities and developing social infrastructure for their well-being.

A comprehensive CSR Policy guides our CSR activities, the details of which can be accessed on our website, www.ghcl.co.in. You can find the CSR Policy directly at this link: [GHCL CSR Policy] https://ghcl.co.in/wp-content/uploads/2024/05/CSR-Policy.pdf

During the financial year 2023-24, GHCL spent Rs. 16.80 crores on CSR activities, which was slightly below the statutory minimum. Unspent funds of Rs. 1.29 crores were deposited in compliance with Section 135 of the Companies Act, 2013.

The CSR Committee, chaired by Mr. Anurag Dalmia, oversaw these initiatives and held two meetings during the year. Initiatives focused on areas like agriculture, healthcare, education, and women empowerment are aligned with Schedule VII of the Companies Act, 2013. A detailed CSR activities report is provided as **Annexure III**.

20. Business Responsibility and Sustainability Report (BRSR):

In line with revised Regulation 34(2)(f) of the Listing Regulations, 2015, and the National Guidelines on Responsible Business Conduct (NGRBC) by the Ministry of Corporate Affairs, companies are now required to prepare Business Responsibility and Sustainability Reports Core (BRSR). This replaces the previous Business Responsibility Report (BRR) and aligns with global reporting frameworks like GRI, SASB, TCFD, and Integrated Reporting.

GHCL Limited, ranked 690^{th} on NSE and 698^{th} on BSE by market capitalization as of March 31, 2024, falls within the scope of this requirement. While assurance is not mandatory for GHCL, it has opted for limited assurance voluntarily for its BRSR.

The BRSR is assessed and assured by Sustainability Actions Pvt. Ltd., and is also available on the Company's website and forms part of the Annual Report. The limited assurance process reviewed policies related to NGRBC and quantitative matrices, alongside systems, procedures, data collection mechanisms, and standards for BRSR preparation. The BRSR for the previous year specifically considered data related to the Soda Ash and CPD business, excluding information pertaining to the Yarn division following its demerger.

21. Composition of Audit and Compliance Committee

The Audit Committee of the Board has been constituted in accordance with Section 177 of the Companies Act, 2013, Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014, and Regulation 18 of the Listing Regulations. The composition details is given in corporate governance report. The primary purpose of the audit and compliance committee is to ensure effective supervision and monitoring of the management's financial reporting process, maintaining the highest standards of transparency, integrity, and quality.

22. Composition of Stakeholders Relationship Committee (SRC):

The Stakeholders Relationship Committee has been established in accordance with Section 178(5) of the Companies Act, 2013, and Regulation 20 of the Listing Regulations. The committee's main responsibility is to address and resolve grievances raised by the Company's security holders, which include concerns related to share transfers, non-receipt of annual reports, and non-receipt of dividends, among others. The detail composition of the committee is given in corporate governance report.

The Company has published its 'Investors' Grievance Redressal Policy' on the Company's website, https://ghcl.co.in/wp-content/uploads/2024/05/Investor-Grievance-Redressal-Policy.pdf

23. Composition of Nomination and Remuneration Committee (NRC)

The Nomination and Remuneration Committee of the Board has been established in accordance with Section 178 of the Companies Act, 2013, Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014, and Regulation 19 of the Listing Regulations. The committee is responsible for determining the qualifications, positive attributes, and independence of directors, as well as recommending a remuneration policy for directors, Key Managerial Personnel, and other employees.

All members, including the Chairperson, are Independent Directors. Detailed information about the committee can be found in the Corporate Governance Report.

24. Vigil Mechanism / Whistle Blower Policy

GHCL Limited, as a conscientious and vigilant organization, upholds the principles of fairness, transparency, professionalism, honesty, integrity, and ethical behavior. In line with its commitment to providing a secure and fearless working environment for its employees and other stakeholders, the Company has implemented a comprehensive "Whistle Blower Policy." The Board of Directors have revised the policy in their meeting held on May 6, 2024.

The Whistle Blower Policy aims to encourage directors, employees and other stakeholders to report any instances of unethical behavior, actual or suspected fraud, or violations of GHCL's code of conduct or Ethics

Board's Report

Policy in line with the policy. Further, the details about the WBP can be found in corporate governance report and also available on company website.

25. Related Party Transactions:

GHCL Limited has not engaged in any significant related party transactions with its Promoters, Directors, Key Managerial Personnel, or other designated persons that could potentially conflict with the Company's interests. Therefore, the disclosure requirement under Section 134(3)(h) of the Companies Act, 2013, in Form AOC-2 does not apply.

All related party transactions undergo thorough review and approval by the Audit & Compliance Committee. For repetitive transactions conducted on an arm's length basis in the ordinary course of business, prior omnibus approval is obtained from the Committee. Quarterly, a statement detailing all related party transactions, supported by a Certificate from the Chief Financial Officer, is presented to both the Committee and the Board.

None of the Directors have significant pecuniary relationships with the Company. The Related Party Transactions Policy, approved by the Board and revised during the year, is available on the Company's website for reference.

26. Particulars of Loans, Guarantees or Investments:

The details of loans, guarantees, and investments under Section 186 of the Companies Act, 2013 are provided in the Financial Statements' notes. These notes offer comprehensive information on the nature, terms, conditions, and any related party transactions.

They ensure transparency and stakeholder understanding of the Company's financial activities and commitments. Stakeholders are encouraged to refer to the Financial Statements for a comprehensive overview of these details, promoting regulatory compliance and accountability.

27. Risk and Sustainability Committee:

The Risk & Sustainability Committee, formed in compliance with Regulation 21 of the Listing Regulations, oversees governance, risk management, sustainability, and compliance (GRC). Details of the committee and its activities are available in the Corporate Governance Report.

GHCL Limited acknowledges the impact of various factors on its business value chain and emphasizes systematic risk management to ensure sustainability. While the Board holds ultimate responsibility for risk oversight, the committee guides risk management policy implementation. Operational heads oversee policy implementation, fostering a risk-aware culture, with senior executives serving as risk owners. The Board-approved Risk Management Policy is accessible on the Company's website at this link https://ghcl.co.in/wp-content/uploads/2024/05/Risk-Management-Policy.pdf

28. Conservation of Energy, Technology Absorption, Foreign Exchange Earning, and Outgo

Detailed information on energy conservation, technology absorption, and foreign exchange earnings and outgo, as mandated by Section 134(3)(m) of the Companies Act, 2013 and Rule 8 of the Companies (Accounts) Rules, 2014, is provided in **Annexure - IV**, as an integral part of this Report. **Annexure - IV** includes comprehensive data and disclosures regarding the Company's initiatives and performance in conserving energy, adopting new technologies, and its foreign exchange earnings and outflows. Stakeholders are encouraged to refer to **Annexure - IV** for a thorough understanding of the Company's activities and accomplishments in these areas.

29. Disclosures under the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013:

GHCL remains steadfast in its commitment to fostering a safe and inclusive work environment, free from harassment or intimidation. In compliance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013, the Company has established a robust policy for preventing sexual harassment. Internal Complaints Committees have been instituted at all major locations to address any related complaints, ensuring transparency and fairness throughout the investigation process.

Regular awareness programs are conducted to educate employees on their rights and the provisions of the POSH Act, fostering a culture of respect and gender equality. Notably, no complaints related to sexual harassment were reported during the year, underscoring the effectiveness of our policies and awareness initiatives in maintaining a secure work environment for all stakeholders.

30. Statutory Auditor

M/s S. R. Batliboi & Co. LLP, Chartered Accountants, were re-appointed as the statutory auditors of the Company in the 38th Annual General Meeting held on June 19, 2021, for a consecutive five-year term until the conclusion of the 43rd AGM. They have diligently audited the Company's books of accounts for the financial year ended March 31, 2024, and issued the Independent Auditors' Report. Notably, no frauds have been reported by the auditors to the Audit & Compliance Committee or to the Board under Section 143(12) of the Companies Act, 2013, reaffirming the integrity and accuracy of the Company's financial statements.

31. Auditor's Report:

The Company's Statutory Auditors did not make any qualification, reservation, adverse remark, or disclaimer in their Report for the financial year ended March 31, 2024. Hence, no further explanation or comment is required under Section 134(3)(f) of the Companies Act, 2013.

32. Cost Auditor:

The Company maintains cost records as required by Section 148 of the Companies Act, 2013, and appoints Cost Auditors to audit these records. M/s R J Goel & Co. Cost Accountants, New Delhi, has been appointed as the Cost Auditor for the financial year ending March 31, 2025, based on the recommendation of the Audit & Compliance Committee. The Cost Audit Report for the financial year ended March 31, 2023, does not contain any qualification or adverse remarks requiring clarification or explanation.

33. Internal Auditor

As per provisions of Section 138 of the Companies Act, 2013, every Listed Company is required to appoint an Internal Auditor to conduct internal audit of the functions and activities of the company.

The Board of Directors, based on the recommendation of the Audit & Compliance Committee, had approved the appointment of M/s Sharp & Tannan, Chartered Accountant, and M/s. R. Subramanian and Company LLP, Chartered Accountants, as the Internal Auditor of the Company for the financial year ended on March 31, 2024 to conduct the internal audit of the activities of the Company.

34. Corporate Insolvency Resolution Process (CIRP)

Regarding the application filed by HT Media Limited against GHCL Limited for initiating CIRP under IBC, 2016, we would like to update that Hon'ble NCLT, Ahmedabad vide its order dated March 12, 2024 held that said application filed by HT Media is not maintainable and stands rejected as debt claimed by the applicant (i.e. HT Media Limited) does not falls under the ambit of the financial debt provided under the Section 5(8) of IBC, 2016. The Company filed the required disclosure regarding this legal updates to the Stock Exchanges on March 13, 2024.

35. Directors' Responsibility Statement:

Based on the framework of internal financial controls established and maintained by the company, work performed by the internal, statutory, secretarial and cost auditors and external agencies including audit of internal financial controls over financial reporting by the statutory auditors and reviews performed by the management and relevant Board Committees, including the Audit & Compliance Committee, the Board is of the opinion that the Company's internal financial controls were adequate and effective during financial year 2023-24. Accordingly, pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability confirm that:

a. in the preparation of the annual accounts for the financial year ended March 31, 2024, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

b. such accounting policies as mentioned in the Notes to the Financial Statements have been selected and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2024 and of the profit and loss of the Company for the financial year ended March 31, 2024;

c. the proper and sufficient care has been taken by them for the maintenance of adequate accounting

Board's Report

records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d. the annual accounts for the financial year ended March 31, 2024 have been prepared by them on a going concern basis;

e. proper Internal financial controls have been followed by the company and that such internal financial controls are adequate and were operating effectively; and

f. proper systems to ensure compliance with the provisions of all applicable laws were in place and that such systems were adequate and operating effectively.

36. General Disclosures

Your Directors state that no disclosure or reporting is required in respect of the following matters as there is no transaction on these items during the year under review:

(i) Details relating to deposits covered under Chapter V of the Act.

(ii) Issue of equity shares with differential rights as to dividend, voting or otherwise.

(iii) Issue of shares (including sweat equity shares) to employees of the Company under any scheme save and except Employees' Stock Options Schemes referred to in this Report.

(iv) The Company does not have any scheme of provision of money for the purchase of its own shares by employees or by trustees for the benefit of employees.

(v) No significant or material orders were passed by the Regulators or Courts or Tribunals, which impact the going concern status and Company's operations in future.

(vi) There is no Corporate Insolvency Resolution Process initiated under the Insolvency and Bankruptcy Code, 2016 except one matter related to HT Media which was rejected by the Hon'ble NCLT.

37. Acknowledgement:

The Board of Directors extends its sincere appreciation to all stakeholders - customers, vendors, dealers, investors, business associates, and bankers for their continued support, which has been pivotal to the Company's success.

We also acknowledge the dedication and hard work of our employees at every level. Their commitment, teamwork, and support have been instrumental in overcoming challenges and achieving our objectives.

We express gratitude to the Government of India, State Governments, and regulatory authorities for creating a favorable business environment and look forward to their continued support.

The collective efforts of all stakeholders have been vital in driving the Company's progress, and we value their contributions deeply.

For **GHCL LIMITED**

Sd/-
Anurag Dalmia
Chairman

Date: May 6, 2024
Place: New Delhi

Annexure - I

Sl. No.	Particulars	GHCL ESOS 2015 – Grant 3 (Date of grant – October 24, 2017)	GHCL ESOS 2015 – Grant 9 (Date of grant – April 30, 2022)
1	Total no. of options in force (as on April 1, 2023)	5,000	7,81,000
2	Options granted during the year	0	0
3	Options vested during the year	0	7,81,000
4	Options exercised during the year	2,200	1,36,000
5	The total number of shares arising as result of exercise of option	2,200	1,36,000
6	Options lapsed during the year	0	4,000
7	The exercise price	Rs. 170 per share	Rs. 376 per share
8	Variation of terms of option	No variation	No variation
9	Money realised by exercise of options (Rs. In Crore)	0.0374	5.1136
10	Total number of options in force (as on March 31, 2024)	2,800	6,41,000
11	Employee wise details of options granted to:		
	(i) Key Managerial Personnel	Nil	3,10,000
	(ii) Any other employee who receives a grant of options in any one year of option amounting to 5% or more of options granted during that year	Nil	Nil
	(iii) Employees who were granted option, during any one year, equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of the company at the time of grant.	Nil	Nil
12	Pricing formula	The exercise price may vary for each Grant. Exercise price will be determined by the Committee at the time of each grant, in conformity with the 'Guidance Note on Accounting for employee share-based Payments' or Accounting Standards as may be prescribed by the Institute of Chartered Accountants of India from time to time. Committee may determine exercise price which may be at discount to the market value but shall not be less than the face value of shares.	
13	Diluted Earnings Per Share (EPS) pursuant to issue of shares on exercise of Option calculated in accordance with Indian Accounting Standard IND AS 33.	83.29	
14	Difference between the employees compensation cost based intrinsic value of the stock and the fair value of the year and its impact on profits and EPS of the Company	0.03	12.93
15	a) Weighted average exercise price of options	Rs. 170.00	Rs. 376**
	b) Weighted average fair value of options	Rs. 113.86	Rs. 201.67
16	Method and significant assumptions used to estimate the fair values of options	Black –Scholes model	Black –Scholes model
	(i) Risk free interest rate	6.762%	6.68%
	(ii) Expected life	2 years (for 50% vesting) & 3 years (for balance 50% vesting)	2 years
	(iii) Expected volatility	36.77%	43.56%
	(iv) Expected dividend	NIL	NIL
	(v) Market price of the underlying share on grant date*	Rs. 251.05	Rs. 619.25

*The closing price of the Company's share on the date previous to the grant on NSE, being Exchange which had higher trading.

**Adjusted from Rs. 574 to Rs. 376, after demerger of spinning division as per valuation report and approved Scheme.

Annexure - II

DISCLOSURE OF MANAGERIAL REMUNERATION

A Ratio of remuneration of each Director to the Median remuneration of the employees of the Company for the F Y 2023-24 as well as percentage increase in remuneration of each Director

Name of the Director	Ratio to Median Remuneration	% Change in remuneration over previous year
Non Executive Director		
Mr Sanjay Dalmia	3.91	-80.09
Mr. Anurag Dalmia	17.61	6.17
Mr.Lavanya Rastogi	6.74	-19.39
Mrs. Vijaylaxmi Joshi	7.29	-18.82
Dr. Manoj Vaish	7.41	-19.33
Mr. Arun Kumar Jain	7.15	-18.48
Justice Ravindra Singh (Retd.)	7.01	-19.41
Executive Directors		
Mr. R S Jalan	219.89	-13.37
Mr. Raman Chopra	134.58	-11.14
Mr. Neelabh Dalmia	53.94	22.34

Percentage increase in remuneration of Mr. Bhuwneshwar Mishra, Vice President - Sustainability & Company Secretary is -12.34%

B Percentage increase in median remuneration in the FY 2023-24: -12.91%

C Number of Permanent employees on the roll of the Company as on 31/03/2024: 979

D

Name of the Director	% Change in remuneration
Average percentile increase in Salary of employees other than managerial	-20.01%
Average percentile increase in remuneration of managerial personnel	-20.88%

E Affirmation

It is affirmed that the remuneration paid to the directors, key managerial personnel and other employees are as per the Remuneration Policy of the Company.

Annexure - II

Information as per Rule 5 (2) of the Companies (Appointement and Remuneration of Managerial Personnel) Rules 2014

List of Top Ten Employees and /or other Empolyees who have been paid remuneration Rs. 8.5 Lacs or above per month during the year 2023-24

Sl. No.	Employee Name	Age	Designation	Gross Remuneration * (Rs)	Educational Qualification	Experience (Years)	Date of commencement of Employment	Previous employment and designation
1	Mr. R S Jalan	66	Managing Director	12,88,33,453	B Com, FCA	40	7-Jun-02	Sree Meenakshi Mills / Executive Director
2	Mr. Raman Chopra	58	CFO & Executive Director - Finance	7,88,48,377	B Com, FCA	35	1-Oct-03	Dalmia Brothers Pvt Ltd / Vice President - Special Projects
3	Mr. Neelabh Dalmia **	40	Executive Director- Growth & Diversification Projects	3,16,01,284	MBA	4.3	1-Feb-20	GHCL Limited / Non - Executive Director
4	Mr. N N Radia	68	COO - Soda Ash	1,92,74,772	BE -Mechnical	41	16-Jan-86	Tata Chemicals Ltd. / Shift In Charge
5	Mr. Rupesh Mundra	48	Vice President - Commercial	1,04,38,986	CA	27	7-Dec-05	Nandan Petrochem Ltd / Manager
6	Mr. Sunil Kumar Singh	54	Head of Marketing, Soda Ash & CPD	95,86,675	B Tech(Civil Engg), EMBA (Marketing)	31	24-Aug-92	GHCL Limited
7	Mr. Jayesh P Shah	64	Vice President - HR & IR (SA Manufacturing)	93,31,195	Master in Social Work (MSW)	39	24-Apr-12	Alembic Ltd/GM - HR
8	Mr. Manish Shah	49	Vice Predsident - F &A	90,82,160	B Tech - I & C, MBA- FINANCE	24	1-May-19	Cadila Healthcare Limited/VP & Head Finance
9	Mr. K K Parekh	66	Vice President - Process Operation	84,10,125	M.E/M.TECH. - FERTILIZARS & HEAVY CHEMICALS	37	28-Feb-87	Saurashtra Chemicals - Junior Chemical Engineer
10	Mr. R Darbari	64	Vice President - Utility, E&I, QSHE	81,48,257	BE/B.TECH. - ELECTRICAL ENGINEERING	38	27-Jul-85	Tata Chemicals - Assistant Engineer

*The details in the above table are on accrual basis for better comparability with the KMP remuneration disclosures included in other sections of this Annual Report. Gross remuneration includes the Commission and / or fixed pay, variable pay, retiral benefits and the perquisite value of stock incentives exercised during the period, determined in accordance with the provisions of the Income-tax Act, 1961 as applicable. Accordingly, the value of stock incentives granted during the period is not included. The number of stock incentives granted in fiscal 2022 is included in the table above.

The aforementioned employees have / had permanent employment contracts with the Company None of the Employees mentioned above are holding 2% or more of the paid-up equity share capital of the Company as per Clause (iii) of sub-rule (2) of Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

**Mr. Neelabh Dalmia is a relative of Mr. Anurag Dalmia, promoter Director of the Company

Joining during the year

NIL

Separation during the year

Mr Jayesh P Shah retired on September 30, 2023
Mr Rupesh Mundra resigned on March 14, 2024
Mr R Darbari passed away on October 21, 2023

Annexure - III

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

CSR Report for the financial year ended March 31, 2024

[Pursuant to Section 135 of the Companies Act, 2013]

1	A brief outline of the Company's CSR policy, including overview of projects or programmes proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programmes.	GHCL's commitment to the development of weaker sections of society is continuing since more than two decades. GHCL through its "GHCL Foundation Trust" has upgraded its CSR activities to cover a larger section of the society and included to provide support to the downtrodden, needy and marginalized citizens and also to create social infrastructure for their sustenance. The CSR Policy is posted on the website of the Company. Any body may visit www.ghcl.co.in

2 Composition of CSR Committee

Sr. No.	Name of Director	Designation/Nature of Directorship	Number of Meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
i	Mr. Anurag Dalmia	Non-Executive - Chairman	2	2
ii	Mrs. Vijaylaxmi Joshi	Independent Director	2	2
iii	Justice Ravindra Singh (Retd.)	Independent Director	2	2
iv	Mr. R S Jalan	Managing Director	2	2
v	Mr. Neelabh Dalmia	Executive Director (Growth & Diversification Projects)	2	2
vi	Mr. Raman Chopra	CFO & Executive Director (Finance)	2	2

3	Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.	https://ghcl.co.in/csr-policies
4	Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report).	-
5	Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any	-

Sr. No.	Financial Year	Amount available for set-off from preceding financial years (in Rs. Cr.)	Amount required to be setoff for the financial year, if any (in Rs. Cr.)
i		0.00	0.00
		Total	**0.00**

6	Average net profit of the company as per section 135(5) (Rs. Cr.)	904.62

Annexure - III

(in Rs. Cr.)

7	(a)	Two percent of average net profit of the company as per section 135(5)	18.09
	(b)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years.	0.00
	(c)	Amount required to be set off for the financial year, if any	0.00
	(d)	Total CSR obligation for the financial year (7a+7b-7c).	18.09

8 (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (in Rs. Cr.)	Amount Unspent (in Rs. Cr.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount (in Rs. Cr.)	Date of Transfer	Name of Fund	Amount	Date of Transfer
16.80	1.29	29/04/2024			

Annexure - III

8 (b) Details of CSR amount spent against ongoing projects for the financial year:

Sr. No.	Name of the Project.	Item from the list of activities in Schedule VII to the Act.	Local Area (Yes/No)	Location of the project		Project duration.	Amount allocated for the project (in Rs.).	Amount spent in the current financial Year (in Rs. Cr.).	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs. Cr.).	Mode of Implementation - Direct (Yes/No).	Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration number.
1	Roof Rain Water Harvesting and Village Water Distribution System.	Water Resource Development Programme (Drinking water)	Yes	All manufacturing site of GHCL Ltd. in the state of Gujarat & Tamilnadu	(1) Sutrapada, Dist. Gir Somnath (2) Rajula, Dist. Amreli (3) Ghogha, Dist. Bhavnagar (4) Madurai Dist (5) Mandvi, Dist. Kutchh	Ongoing projects / Multi year"	0.46	0.46	0.00	No	GHCL Foundation Trust - Sutrapada	CSR00002359
2	Drip Irigation, Training , Agriculture inputs &other various activities	Agro based livelihood	Do	Do	Do	Do	3.39	3.37	0.02	No	Do	Do
3	Vocational Training Centre	Skill based livelihood	Do	Do	Do	Do	4.4	4.00	0.40	No	Do	Do
4	Animal Treatment Camp and Artificial,Fodder seeds,Nuetrition Feed, Fodder Plot Devlopment	Animal Husbandry	Do	Do	Do	Do	1.64	1.57	0.07	No	Do	Do
5	Mobile Dispensary, Health camps, Eye & General Health camps.	Health	Do	Do	Do	Do	2.71	2.69	0.02	No	Do	Do
6	Site School near Mining area, Support To ICDS ,Scholarship and financial support for higher studies	Education	Do	Do	Do	Do	1.97	2.11	-0.14	No	Do	Do
7	Formation of Self Help Group (SHG) and Training Programme	Women Empowerment	Do	Do	Do	Do	0.43	0.49	-0.06	No	Do	Do
8	Eqipments Support to needy	Fishermen livelihood Support Activity	Do	Do	Do	Do	0.32	0.32	0.00	No	Do	Do
9	Enviroment Protection Street lights,Eradication Hunger Peoples & Temple Sheds	Rural Development & Promotion National Haritage	Do	Do	Do	Do	2.25	1.28	0.97	No	Do	Do
	Total						**17.57**	**16.28**	**1.29**			

Annexure - III

8 (c) Details of CSR amount spent against other than ongoing projects for the financial year:

Sr. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act.	Local Area (Yes/No)	Location of the project		Amount spent for the project (in Rs. Cr.).	Mode of Implementation - Direct (Yes/No).	Mode of Implementation - Through Implementing Agency	
				State	District			Name	CSR Registration number.
1		N.A.							
2									
3									
	Total								

8 (d)	Amount spent in Administrative Overheads	0.52
8 (e)	Amount spent on Impact Assessment, if applicable	-
8 (f)	Total amount spent for the Financial Year (8b+8c+8d+8e)	16.80

8 (g) Excess amount for set off, if any

Sr. No.	Particular	Amount (Rs.)
(i)	Two percent of average net profit of the company as per section 135(5)	18.09
(ii)	Total amount spent for the Financial Year	16.80
(iii)	Excess amount spent for the financial year [(ii)-(i)]	-1.29
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	0
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	0

9 (a) Details of Unspent CSR amount for the preceding three financial years:

Sr. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs. Cr.)	Amount spent in the reporting Financial Year (in Rs. Cr.)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in Rs. Cr.)
				Name of Fund	Amount (in Rs. Cr.)	Date of Transfer	
1	2022-23	N. A.					
2	2021-22	N.A.					
3	2020-21	0.77					
	Total	0.77	Nil	0.00	0.00	0.00	0.77

Annexure - III

9 (b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

Sr. No.	Project ID.	Name of the Project	Financial Year in which the project was commenced.	Project duration	Total amount allocated for the project (in Rs. Cr.)	Amount spent on the project in the reporting Financial Year (in Rs. Cr.)	Cumulative amount spent at the end of reporting Financial Year. (in Rs. Cr.)	Status of the project - Completed /Ongoing
	N.A.							
	Total				0.00	0.00	0.00	

10	In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year	NIL
	(asset-wise details).	NIL
(a)	Date of creation or acquisition of the capital asset(s).	NIL
(b)	Amount of CSR spent for creation or acquisition of capital asset.	NIL
(c)	Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.	NIL
(d)	Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).	NIL

11	Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5).	We planned for mangrove plantation on a coastal site. However, finding suitable land and obtaining legal permission were delayed due to unavoidable circumstances. Hence, the CSR activities as planned could not be completed in time and the Company has deposited allocated unspent amount of the ongoing CSR projects in a separate Bank account.

The CSR Committee hereby confirms that the implementation and monitoring of CSR Policy is in compliance with CSR objectives and Policy of the company.

For **GHCL Limited**

sd/-	sd/-
R S Jalan	**Anurag Dalmia**
Managing Director	Chairman of CSR Committee
DIN: 00121260	DIN: 00120710

Annexure - IV

A. CONSERVATION OF ENERGY

a) Energy Conservation Measure Taken

1 Installation and commissioning of renewable energy of capacity 6.7 MW (wind-2.7 MW and solar – 4 MW).

2 Installation and commissioning of energy efficient RO plant of 150 m/Hr.

3 Installation and commissioning of variable frequency drives in centrifugal pumps (8 Nos) and running successfully.

4 Implementation of developed Energy Management System (ISO-50001 system).

5 Reduction in electrical energy specific consumption in Dense Soda Ash plant through process improvement. Better control logic has been developed and adopted to optimize air flow.

6 Reduction in specific steam consumption in Dense Soda Ash plant through efficient use of steam traps and process control.

7 Only energy efficient motors, transformers, compressors and LED Lights are being purchased for new installation and replacement at all Units.

b) Additional Investment & proposals, if any, being implemented for reduction of consumption of energy

1 Installation of variable frequency drives in old three AFBC boilers, boiler feed water pumps and centrifugal pumps.

2 Reduction in specific steam consumption and power consumption in remaining Dense Soda Ash plant by operational modification.

3 Digitalisation study of Boiler will be taken and digitalisation of carbonation tower is in progress.

B. POWER & FUEL CONSUMED

		Year ended March 31, 2024	*Year ended March 31, 2023
1	**Electricity**		
(i)	Purchased Units (crores kwh)	0.41	0.46
	Total amount (Rs. crores)	6.06	5.56
	Rate per Unit (Rs.)	14.91	12.08
(ii)	Own Generation		
	(a) Through DG		
	Units (crores kwh)	0.00	0.00
	Units per litre of Diesel Oil	3.04	2.86
	Cost per Unit (Rs.)	31.01	33.07
	(b) Through TG		
	Units (crores kwh)	27.38	29.10
	Cost per Unit (Rs.)	4.23	5.02
	(c) Through Windmill		
	Units (crores kwh)	0.21	0.00
	Total amount (Rs. crores)	1.32	0.00
	Rate per Unit (Rs.)	6.29	0.00
2	**Coal**		
	Quantity (MT)	1,96,565	2,21,974
	Total Cost (Rs. crores)	360.37	475.68
	Average Rate (Rs/MT)	18,333	21,430
3	**Lignite**		
	Quantity (MT)	1,68,502	1,67,425
	Total Cost (Rs. crores)	81.22	80.87
	Average Rate (Rs/MT)	4,820	4,830

Annexure - IV

		Year ended March 31, 2024	*Year ended March 31, 2023
4	**Petroleum Coke**		
	Quantity (MT)	1,33,816	1,33,023
	Total Cost (Rs. crores)	200.83	266.58
	Average Rate (Rs/MT)	15,008	20,040
5	**Bio Mass**		
	Quantity (MT)	21,013	317
	Total Cost (Rs. crores)	17.71	0.29
	Average Rate (Rs/MT)	8,428	9,104

6 Consumption per Unit of Production

	Production (MT)	Electricity (kwh/MT) Year ended March 31, 2024	Electricity (kwh/MT) * Year ended March 31, 2023
Soda Ash	10,86,215	255.09	260.70
Salt	28,267	28.11	28.05
Yarn	0	0.00	0.00

C. TECHNOLOGY ABSORPTION

1 Future Action Plan

VACUUM SALT FROM WASTE HEAT :

We have engaged the services of a leading European technology supplier to conceptualise and install a 175 KT per year vacuum salt plant. The tailor made solution will involve sourcing the entire heat energy for evaporation from the waste heat of the Soda Ash plant.

2 Technology -Absorption ,Adoption and Innovation

Digital technology adoption : Data driven DIGITAL TWIN developed for Carbonation towers and four towers are being operated based on the data model at Soda Ash Unit.

3 Information Regarding Technology imported during last three year

Know how for 250 MT per day carbonation tower

4. Expenditure incurred on Research and Development

At present, all our product and process improvement research and development projects are subsumed under CAPEX budget only.

D. FOREIGN EXCHANGE EARNING AND OUTGO

(Rs. in Crores)

	Year ended March 31, 2024	* Year ended March 31, 2023
Earnings	179.69	150.05
Outgo (Includes CIF value of imports)	753.11	1,193.18

Note :

* Previous year figures are restated due to demerger of spinning division.

BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT

SECTION A: GENERAL DISCLOSURES

I. Details of the listed entity

1.	**Corporate Identity Number (CIN) of the Listed Entity**	L24100GJ1983PLC006513
2.	**Name of the Listed Entity**	GHCL Limited
3.	**Year of incorporation**	1983
4.	**Registered office address**	'GHCL House' Opp. Punjabi Hall, Navrangpura, Ahmedabad-380 009 (Gujarat)
5.	**Corporate address**	GHCL House' B-38, Institutional Area, Sector-1, Noida-201301 (Uttar Pradesh)
6.	**E-mail**	secretarial@ghcl.co.in
7.	**Telephone**	0120-4939900
8.	**Website**	https://www.ghcl.co.in/
9.	**Financial year for which reporting is being done**	2023-24
10.	**Name of the Stock Exchange(s) where shares are listed**	NSE, BSE
11.	**Paid-up Capital**	INR 95,72,39,860
12.	**Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report**	Mr. Bhuwneshwar Mishra, Vice President - Sustainability & Company Secretary bmishra@ghcl.co.in 0120-4939900/2535335
13.	**Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together).**	The (BRSR) Business Responsibility and Sustainability Report provides an all-encompassing review of the company's operations, including those of its manufacturing plants for soda ash, and raw salt production. Over the course of last few years, we have restructured our business and now our reporting boundary for previous year have been adjusted to Soda Ash and CPD (Salt) businesses.
14.	**Name of assurance provider**	Sustainability Actions Pvt. Ltd.
15.	**Type of assurance obtained**	Limited Assurance

II. Products/services

16. Details of business activities (accounting for 90% of the turnover):

S. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1.	Inorganic Chemicals	Manufacture of chemicals and chemicals products	100

17. Products/Services sold by the entity (accounting for 90% of the entity's Turnover):

S. No.	Product/Service	NIC Code	% of total Turnover contributed
1.	Soda ash	24117	100

III. Operations

18. Number of locations where plants and/or operations/offices of the entity are situated:

Location	Number of plants	Number of offices	Total
National	3	2	5
International	0	0	0

19. Markets served by the entity:

a. Number of locations

Locations	Number
National (No. of States)	20 states and 5 union territories
International (No. of Countries)	16

b. What is the contribution of exports as a percentage of the total turnover of the entity?

The contribution of exports as a percentage of the total turnover of GHCL stands at 5.42%

c. A brief on types of customers

Our product ranges across two division: chemicals, and raw salt production. We have a broad spectrum of customers i.e., industrial (business to business) and individual clients.

Employees

20. Details as at the end of Financial Year (FY 2023-24):

a. Employees and workers (including differently abled):

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
	Employees					
1.	Permanent (D)	478	450	94.14	28	6
2.	Other than permanent (E)	19	19	100	0	0
3.	**Total Employees (D+E)**	**497**	**469**	**94.37**	**28**	**5.63**
	Workers					
4.	Permanent (F)	501	487	97.21	14	2.79
5.	Other than Permanent (G)	2449	2372	96.86	77	3.14
6.	**Total workers (F+G)**	**2950**	**2859**	**96.92**	**91**	**3.08**

b. Differently abled Employees and workers:

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
	Differently abled employees					
1.	Permanent (D)	0	0	0	0	0
2.	Other than Permanent (E)	0	0	0	0	0
3.	**Total differently abled employees (D+E)**	**0**	**0**	**0**	**0**	**0**
	Differently abled workers					
4.	Permanent (F)	0	0	0	0	0
5.	Other than Permanent (G)	8	8	100	0	0
6.	**Total differently abled workers (F + G)**	**8**	**8**	**100**	**0**	**0**

21. Participation/Inclusion/Representation of women

	Total (A)	No. and percentage of Females	
		No. (B)	% (B / A)
Board of Directors	9	1	11.11
Key Management Personnel	3	0	0

22. Turnover rate for permanent employees and workers (Disclose trends for the past 3 years)

	FY 2023-24			FY 2022-23			FY 2021-22		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	8	21.4	8.7	10	20.69	10.65	6.1	10.2	6.4
Permanent Workers	3.4	14.2	3.7	4.03	8.33	4.14	13.1	46.5	32.5

IV. Holding, Subsidiary and Associate Companies (including joint ventures)

23. (a) Names of holding / subsidiary / associate companies / joint ventures

S. No.	Name of the holding / subsidiary / associate companies / joint ventures (A)	Indicate whether holding/ Subsidiary/ Associate/ Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1	Dan River Properties, USA	Subsidiary	100	No

V. CSR Details

24. (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: Yes

(i) Turnover (in Rs.) : INR 3,498 Cr

(ii) Net worth (in Rs.) : INR 2,970 Cr

VI. Transparency and Disclosures Compliances

25. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) *(If Yes, then provide web-link for grievance redress policy)*	FY 2023-24			FY 2022-23		
		No. of complaints filed during the year	No. of complaints pending resolution at close of the year	Remarks	No. of complaints filed during the year	No. of complaints pending resolution at close of the year	Remarks
Communities	Yes	14	0	Resolved 15 including 1 complaint of previous year	17	1	-
Investors (other than shareholders)	Yes	0	0	-	0	0	-
Shareholders	Yes	32	0	-	38	0	-
Employees and workers	Yes	0	0	-	2	0	-
Customers	Yes	49	0	-	27	0	-
Value Chain Partners	Yes	0	0	-	0	0	-
Other (please specify)	-	-	-	-	-	-	-

Link to our investor grievance policy - Investor Grievances - GHCL Limited

26. Overview of the entity's material responsible business conduct issues

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications, as per the following format

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity
1.	Sustainable Products and Packaging	Opportunity	Adopting sustainable goods and packaging solutions helps preservation of environment. Moreover, it also results in financial savings and augments the use of natural resources efficiently. By shifting towards sustainable practices, we can improve resource distribution, minimize waste, and achieve enduring economic benefits.	-	Positive
2.	Process Improvement and Innovation	Opportunity	We stand ready to reap the benefits of inventive manufacturing processes, resulting in numerous advantages like increased production, reduced time per operation, and more efficient use of personnel. Our goal is to embrace advanced methods and technologies to boost our work efficiency, simplify production processes, and amplify productivity.	-	Positive
3.	Employee Engagement, Training, and Professional Advancement	Opportunity	We recognize the importance of creating a supportive and favorable work atmosphere for all our employees. We strive to adopt a proactive stance by introducing several initiatives that engages our employees. By emphasizing employee contentment and welfare, we succeed in lowering attrition rates and raising productivity levels.	-	Positive
4.	Ethical Supply Chain Management	Opportunity	The inability of suppliers to carry out adequate Environmental and Social (E&S) risk evaluations could pose a substantial risk, possibly leading to shutdowns of production units and negatively affecting our output. It is hence crucial for our suppliers to give E&S assessments their due importance, thereby ensuring adherence to sustainability standards and continuity in operations. Sustaining a	Implementing Environmental and Social (E&S) considerations into our vendor or supplier assessments is a key factor in securing responsible sourcing. The evaluation of suppliers using E&S standards, coupled with consistent checks on their E&S systems' effectiveness, aids in recognizing possible risks and supports ethical business procedures. This preemptive method fortifies	Negative

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity
			sustainable supply chain and shielding against potential interruptions can be achieved by taking proactive strategies in the selection and subsequent partnership of suppliers.	supply chain robustness, encourages responsible supplier dealings, and lessens any negative effects on the environment and society.	
5.	Waste Reduction and Management	Risk	It is an organization's sole responsibility to manage the appropriate disposal of all types of waste. Failure in this respect can invite legal action, fines, or other penalties.	We have established an objective of reducing waste generated in our operations and continually strive to lessen its influence on the environment.	Negative
6.	Energy and GHG Emissions Reduction	Risk	Our operations and business activities are at risk to face potential short, medium, and long-term impacts due to the continually changing regulatory environment. Rapid shifts in these regulations demand careful navigation and adherence to fend off potential disruptions. Additionally, the physical manifestations of climate change, including changing rainfall and temperature patterns, coupled with an escalating frequency of severe weather incidents, pose sizeable risks to our operations. It is crucial for us to assess these threats and strategize our responses.	We are determined to reduce our greenhouse gas (GHG) emissions by investing in technologies that enhance efficiency of our operations and reduce negative environmental impact. Further, we aim to understand climate change's broader impacts on our operations and supply chain, evaluating possible risks, and identifying viable solutions for mitigating.	Negative
7.	Water Management	Risk	The amount of water withdrawn in areas experiencing high levels of water stress can significantly impact the needs of the communities nearby. Hence, we understand the importance of managing water responsibly and aim to manage its impact.	We are dedicated to decrease our freshwater intake via adoption of water-saving technologies, optimizing our production processes, and encouraging responsible water usage across all our operations. Our persistent actions demonstrate our commitment to sustainable water management.	Negative
8.	Human Rights and Fair Labour Standards	Risk	Neglecting human rights violations and labor relations can result in protests and strikes, severely impacting our productivity. Such cases often draw concerns from external stakeholders. We strive to take a proactive approach towards human rights issues and promote positive labor relations.	We value the feedback and concerns of our employees, fostering an environment that encourages open dialogue. We actively promote and support employee unions to protect labor rights. By facilitating free expression and endorsing collective negotiations, we are dedicated towards creating an equitable and inclusive workspace.	Negative

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity
9.	Corporate Social Responsibility	Opportunity	As a responsible organization, we recognize the need of developing the communities around our area of operations. The implementation of community-oriented programs can benefit society and spur genuine economic growth for our company's continuity.		Positive
10.	Health and Safety	Risk	Injuries sustained in manufacturing facilities can severely affect the physical and mental health of employees and the overall output of the company. We acknowledge the need to reduce such occurrences by establishing a safe workspace.	In our commitment to maintaining the highest standards of health and safety, we continually revise and updates our health and safety policy. We constantly recognize the areas that need improvement. We aim to achieve Zero Accidents and Zero Incidents, which are in line with our wider Sustainability Vision. By diligently working towards these targets, we reaffirm our devotion to creating a work environment that values employees' well-being and mitigates any potential hazards.	Negative

SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
Policy and management processes									
1. a. Whether your entity's policy/ policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
b. Has the policy been approved by the Board? (Yes/ No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
c. Web Link of the Policies, if available	https://ghcl.co.in/brr-brsr-policies								
2. Whether the entity has translated the policy into procedures. (Yes / No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
4. Name of the national and international codes/certifications/ labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.		ISO 9001:2015	ISO 45001: 2018 SA 8000	SA 8000 ISO 9001:2015 ISO 14001: 2015	SA 8000	ISO 14001: 2015		SA 8000	ISO 9001: 2015 HALAL certification ISO 22000: 2018
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.		Implementation of internal carbon pricing	5% representation of overall female employee. Achieve single digit attrition rate			Zero environmental incidences 30% reduction in GHG emissions Implementation of Internal Carbon Pricing		Evolve into a trusted CSR brand	

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.		We are proud to announce the successful implementation of our Internal Carbon Price initiative at GHCL. As part of our commitment to sustainable business practices, we have adopted an internal shadow carbon price to guide our investment decisions across all operations. By incorporating a carbon price into our investment evaluation process, we ensure that the financial implications of carbon emissions are adequately considered. This internal mechanism helps us prioritize low-carbon projects, identify opportunities for emission reductions, and drive innovation toward cleaner and more sustainable technologies.	We are proud to report a commendable attrition rate of 8.7% in the executive cadre, maintaining a single-digit attrition since FY'20, reflecting our focus on employee retention and creating a fulfilling work environment. We are pleased to announce that we have achieved a noteworthy overall representation of 3.5% female employees, demonstrating our commitment to gender diversity			To drive our improvement plan, we have implementing emission we have implementing emission reduction projects and embracing renewable energy sources for a greener and more d sustainable future. Committed to continuous improvement and environmental stewardship.		GHCL Foundation Trust has taken a collaborative approach and believes in acting responsibly for the communities in the areas of our manufacturing facilities	

Governance, leadership and oversight

7. Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure)

We place a high priority on creating shared value for all stakeholders, including customers, employees, suppliers, and communities. Our vision and mission of responsible business growth, along with maximizing stakeholder value, are underpinned by our core values: Respect, Trust, Ownership, and Integrated Teamwork. Recognizing the importance of measuring, managing, and reporting our environmental impact for both the planet and our business's future growth, we are actively addressing climate change and evaluating climate-related risks to develop a decarbonization plan. Our focus is on generating shared value across the business for customers, suppliers, employees, communities, and all stakeholders. Monitoring, managing, and reporting environmental impact is crucial for the planet and the communities we serve, as well as for the future growth of our business.

8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy(ies).

Mr. R S Jalan, Managing Director (DIN: 00121260)

9. Does the entity have a specified Committee of the Board/Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details.

Risk and Sustainability Committee constituted by Board.

10. Details of Review of NGRBCs by the Company:

<table>
<tr><th rowspan="2">Subject for Review</th><th colspan="9">Indicate whether review was undertaken by Director / Committee of the Board/ Any other Committee</th><th colspan="9">Frequency (Annually/ Half yearly/ Quarterly/ Any other – please specify)</th></tr>
<tr><th>P 1</th><th>P 2</th><th>P 3</th><th>P 4</th><th>P 5</th><th>P 6</th><th>P 7</th><th>P 8</th><th>P 9</th><th>P 1</th><th>P 2</th><th>P 3</th><th>P 4</th><th>P 5</th><th>P 6</th><th>P 7</th><th>P 8</th><th>P 9</th></tr>
<tr><td>Performance against above policies and follow up action</td><td colspan="9">We carry out performance evaluations against all NGRBC principles. The specifics are as follows:
• Operational Review (OR) meeting: Assessing overall business risks under the direction of the Managing Director.
• Risk & Sustainability Committee: Evaluating business risk performance against each indicator periodically.
• CSR Committee: Scrutinizing initiatives undertaken in the realm of CSR.
• Audit & Compliance Committee: Reviewing matters concerning compliance and internal control risks.
• Investor Grievance Committee: Examines matters pertaining to investor grievances.
• Banking & Operations Committee: Reviews issues concerning general authorization for representing the company in various forums and provides authorization for banking transactions.
• Nomination & Remuneration Committee: Considers matters relating to talent acquisition, Employee Stock Options, Succession Planning, and appointments and nominations at the Board level.</td><td colspan="9">1. Operational review meeting- Monthly
2. Risk & sustainability Committee- Biannually
3. Audit & compliance committee- Four times a year
4. Stakeholder relationship committee- Need Basis
5. Banking & operations committee- Need basis.
6. Nomination & remuneration committee- Once a year and on need basis</td></tr>
</table>

Subject for Review	Indicate whether review was undertaken by Director / Committee of the Board/ Any other Committee									Frequency (Annually/ Half yearly/ Quarterly/ Any other – please specify)								
	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances	The Board of Directors and the respective committees evaluate the compliance necessities every quarter. This information is outlined in the corporate governance report under paragraph 19 titled "Compliance Management System.																	

Disclosure Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
11. Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.	N	N	N	N	N	N	N	N	N

12. If answer to question (1) above is "No" i.e. not all Principles are covered by a policy, reasons to be stated:

Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P9
The entity does not consider the Principles material to its business (Yes/No)	-	-	-	-	-	-	-	-	-
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)	-	-	-	-	-	-	-	-	-
The entity does not have the financial or/human and technical resources available for the task (Yes/No)	-	-	-	-	-	-	-	-	-
It is planned to be done in the next financial year (Yes/No)	-	-	-	-	-	-	-	-	-
Any other reason (please specify)	-	-	-	-	-	-	-	-	-

SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

This section is aimed at helping entities demonstrate their performance in integrating the Principles and Core Elements with key processes and decisions. The information sought is categorized as "Essential" and "Leadership". While the essential indicators are expected to be disclosed by every entity that is mandated to file this report, the leadership indicators may be voluntarily disclosed by entities which aspire to progress to a higher level in their quest to be socially, environmentally and ethically responsible.

PRINCIPLE 1 Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable.

ESSENTIAL INDICATORS

1. Percentage coverage by training and awareness programmes on any of the principles during the financial year:

Segment	Total number of training and awareness programmes held	Topics / principles covered under the training and its impact	%age of persons in respective category covered by the awareness programmes
Board of Directors	14	1. BRSR Policy 1: Ethics, Transparency and Accountability 2. BRSR Policy 2 Product Life Cycle Sustainability 3. BRSR Policy 3 Employee Well Being 4. BRSR Policy 4 Stakeholders Engagement 5. BRSR Policy 5 Policy on Human Rights 6. BRSR Policy 6 Preservation of Environment 7. BRSR Policy 7 Responsible Advocacy 8. BRSR Policy 8 Inclusive Growth & Equitable Development 9. BRSR Policy 9 Customer Value 10. Code of Conduct For Employees and Other Stakeholders 11. Whistle Blower Policy 12. Code of Ethics 13. Policy for Determination of Materiality 14. POSH - Prevention of Sexual Harassment	100
Key Managerial Personnel	14	1. BRSR Policy 1: Ethics, Transparency and Accountability 2. BRSR Policy 2 Product Life Cycle Sustainability 3. BRSR Policy 3 Employee Well Being 4. BRSR Policy 4 Stakeholders Engagement 5. BRSR Policy 5 Policy on Human Rights 6. BRSR Policy 6 Preservation of Environment 7. BRSR Policy 7 Responsible Advocacy 8. BRSR Policy 8 Inclusive Growth & Equitable Development 9. BRSR Policy 9 Customer Value 10. Code of Conduct For Employees and Other Stakeholders 11. Whistle Blower Policy 12. Code of Ethics 13. Policy for Determination of Materiality 14. POSH - Prevention of Sexual Harassment	100

Segment	Total number of training and awareness programmes held	Topics / principles covered under the training and its impact	%age of persons in respective category covered by the awareness programmes
Employees other than BoD and KMPs	80	1. BRSR Policy 1: Ethics, Transparency and Accountability 2. BRSR Policy 2 Product Life Cycle Sustainability 3. BRSR Policy 3 Employee Well Being 4. BRSR Policy 4 Stakeholders Engagement 5. BRSR Policy 5 Policy on Human Rights 6. BRSR Policy 6 Preservation of Environment 7. BRSR Policy 7 Responsible Advocacy 8. BRSR Policy 8 Inclusive Growth & Equitable Development 9. BRSR Policy 9 Customer Value 10. Code of Conduct For Employees and Other Stakeholders 11. Whistle Blower Policy 12. Code of Ethics 13. Policy for Determination of Materiality 14. POSH - Prevention of Sexual Harassment 15. Leadership Transitions: Moving into Senior Leadership 16. (ISC) & Security Fundamentals 17. Enabling Business Process Improvement 18. Psychological Safety: Building a Culture of Inclusion and Innovation 19. POSH Internal Complaint Committee Members: Roles & Responsibilities 20. Risk Management Policy 21. Leveraging the Power of Analogical Thinking 22. Evaluating Systems with Data Modeling 23. Six Sigma Green Belt: Six Sigma Process Documentation and Analysis 24. Code of Conduct for Board of Directors and Senior Management Personnel of the Company 25. Data and Analytics for Senior Managers 26. Business Analysis Overview 27. Six Sigma Yellow Belt: Basic Six Sigma Statistics 28. 200-301: Cisco Certified Network Associate (CCNA)-Practice Test 29. Big Data Interpretation 30. ChatGPT 3.5: ChatGPT & Its Practical Use Cases 31. Key Elements of Business Execution 32. Project Cost Management Competency (Intermediate Level)	86.6

Segment	Total number of training and awareness programmes held	Topics / principles covered under the training and its impact	%age of persons in respective category covered by the awareness programmes
Employees other than BoD and KMPs		33. Six Sigma Black Belt: Using Lean Control Tools and Maintaining Controls 34. Six Sigma Black Belt: Statistical Process Control (SPC) and Control Charts 35. Six Sigma Black Belt: Lean Improvement Methods and Implementation Planning	
Workers	6	Awareness, Behavioural, KSS, and Statutory	78.5

2. **Details of fines / penalties /punishment/ award/ compounding fees/ settlement amount paid in proceedings (by the entity or by directors / KMPs) with regulators/ law enforcement agencies/ judicial institutions, in the financial year, in the following format (Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity's website):**

	Monetary				
	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Amount (In INR)	Brief of the Case	Has an appeal been preferred? (Yes/No)
Penalty/ Fine	Nil	Nil	Nil	Nil	Nil
Settlement	Nil	Nil	Nil	Nil	Nil
Compounding fee	Nil	Nil	Nil	Nil	Nil

	Non-Monetary				
	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Amount (In INR)	Brief of the Case	Has an appeal been preferred? (Yes/No)
Imprisonment	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil

3. **Of the instances disclosed in Question 2 above, details of the Appeal/ Revision preferred in cases where monetary or non-monetary action has been appealed.**

Case Details	Name of the regulatory/ enforcement agencies/ judicial institutions
Nil	Nil

4. **Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.**

Our company has firm conviction and deep dedication to Ethics, Transparency, and Accountability. This includes stringent measures against corruption and bribery. Our Board of Directors regularly reviews and assesses our policies dealing with corruption and bribery, reinforcing our "no tolerance" stance on such misconduct. Our Anti-corruption and bribery policy can be found here. https://ghcl.co.in/wp-content/uploads/2024/05/Policy-1-Ethics-Transparency-and-Accountability.pdf

5. **Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption:**

	FY 2023-24	FY 2022-23
Directors	Nil	Nil
KMPs	Nil	Nil
Employees	Nil	Nil

Workers	Nil	Nil

6. Details of complaints with regard to conflict of interest:

	FY 2023-24		FY 2022-23	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	Nil	Nil	Nil	Nil
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	Nil	Nil	Nil	Nil

7. Provide details of any corrective action taken or underway on issues related to fines / penalties / action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflicts of interest.

Not Applicable

8. Number of days of accounts payables ((Accounts payable *365) / Cost of goods/services procured) in the following format:

	FY 2023-24	FY 2022-23
Number of days of accounts payables	82	63

9. Open-ness of business

Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties, in the following format:

Parameter	Metrics	FY 2023-24	FY 2022-23
Concentration of Purchases	a. Purchases from trading houses as % of total purchases	26.77	27.85
	b. Number of trading houses where purchases are made from	114	97
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	25	26
Concentration of Sales	a. Sales to dealers / distributors as % of total sales	54	52
	b. Number of dealers / distributors to whom sales are made	48	48
	c. Sales to top 10 dealers / distributors as % of total sales to dealers / distributors	64	66.92
Share of RPTs in	a. Purchases (Purchases with related parties / Total Purchases)	-	-
	b. Sales (Sales related parties / Total Sales)	-	-
	c. Loans & advances (Loans & advances given to related parties /Total loans & advances)	-	-
	d. Investments (Investments in related parties / Total Investments made)	-	-

LEADERSHIP INDICATORS

1. Awareness programmes conducted for value chain partners on any of the principles during the financial year:

Total number of awareness programmes held	Topics / principles covered under the training	% Age of value chain partners covered (by value of business done with such partners) under the awareness programmes
1 (490 value chain partners participated)	1) Sustainable Supply Chain 2) EHS Compliance 3) Labour & Human Rights 4) Labour working condition 5) GHCL Code of Conduct	64.61

2. Does the entity have processes in place to avoid/ manage conflict of interests involving members of the Board? (Yes/No) If Yes, provide details of the same.

Yes. Our approach to dealing with potential conflicts of interest is clearly outlined in our Code of Conduct and specific policy for Board and Senior Management. Additionally, we inform our shareholders about how disputes are resolved via our Grievance Redressal Policy. During this financial year, we addressed 32 shareholder grievances and all are resolved. Generally, we strive to minimize related party transactions except the RPT of routine in nature at Arm's length basis. Nevertheless, in certain scenarios, a robust system is in place to obtain necessary approval from the Board / Audit committee and shareholders. This system is activated as and when required during business operations. Additionally, directors with a vested interest are expressly excluded from decision-making concerning Related Party Transactions (RPT).

PRINCIPLE 2 Businesses should provide goods and services in a manner that is sustainable and safe

ESSENTIAL INDICATORS

1. Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.

	FY 2023-24	FY 2022-23	Details of improvements in Environmental and social impacts
R&D	-	-	
Capex	5.97	2.41	The fund was spent in the areas like capacity expansion replacement equipment, infrastructure development & environmental projects like reducing steam consumption by optimizing steam trap use and enhancing process control capital, harmonic filter installation, exhaust air purification system and water management

At present, all our product and process improvement research and development projects are subsumed under CAPEX budget only.

2. a. Does the entity have procedures in place for sustainable sourcing? (Yes/No)

Yes. All suppliers and vendors affiliated with GHCL are obligated to adhere to the Supplier Code of Conduct. Moreover, we have recently initiated a supply chain risk mitigation program aimed at reducing supply chain vulnerabilities. This program involves conducting evaluations of suppliers using Environmental, Social, and Governance (ESG) criteria and subsequently collaborating with them to ensure alignment with GHCL's stipulations and expectations.

b. If yes, what percentage of inputs were sourced sustainably?

In the reporting year, GHCL sustainably procured 64.61% of raw materials for its soda ash production.

3. **Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste.**

Our organization is deeply committed to enhancing process efficiency and product stewardship. We place a high value on minimizing waste and augmenting waste utilization, viewing these actions as integral to our mission and drive.

a) Plastic waste- We are continuously working with M/s Shakti Plastics Industries to collect and dispose off plastic waste as part of our Plastic Waste Management (PWM) Program that has been implemented in several states. This year we have recycled 3369.62 MT of plastic packaging waste.

4. **Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes / No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.**

Yes. We at GHCL actively comply with Extended Producer Responsibility (EPR), focusing on the sustainable and economical management of product end-of-life scenarios. In line with the EPR strategy, we have implemented a waste collection plan and a thorough program for the collection and disposal of product packaging. To fulfil our EPR obligations, which require producers to account for 100% of the plastic packaging introduced in the market, we have developed and submitted a Brand Owner action plan. This action plan has been subsequently approved by the Central Pollution Control Board (CPCB) for implementation.

LEADERSHIP INDICATORS

1. **Has the entity conducted Life Cycle Perspective / Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? If yes, provide details in the following format?**

NIC Code	Name of Product / Service	% of total Turnover contributed	Boundary for which the Life Cycle Perspective / Assessment was conducted	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No) If yes, provide the web-link.
24117	Soda ash	100	For Soda Ash division - Cradle to Gate	Yes (CII Godrej)	No

2. **If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products / services, as identified in the Life Cycle Perspective / Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same.**

Name of Product /Service	Description of the risk / concern	Action Taken
Limestone mining	Land use, dusting	Mines reclamation, afforestation
Raw material handling/Storage	Air emission, Utilization of energy/natural resources	Compliance with statutory norms, cost reduction project & EHS objective
Utility & Power plant	Air emission, waste generation, energy utilization, natural resource utilization	Compliance with statutory norms and cost reduction project
Packaging & bagging	Plastic waste generation	Utilization of bulkers

3. **Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry).**

Indicate input material	Recycled or re-used input material to total material	
	FY 2023-24	FY 2023-24
Fines (coke, briquette, anthracite)	29.32	28.1*

*Due to an error in calculation methodology figure has been updated.

4. **Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed, as per the following format:**

	FY 2023-24			FY 2022-23		
	Re-Used	Recycled	Safely Disposed	Re-Used	Recycled	Safely Disposed
Plastics (including packaging)	-	3369.62	-	-	2228	-
E-waste	-	-	-	-	-	-
Hazardous waste	-	-	-	-	-	-
Other waste	-	-	-	-	-	-

5. **Reclaimed products and their packaging materials (as percentage of products sold) for each product category.**

Indicate product category	Reclaimed products and their packaging materials as % of total products sold in respective category
Plastic Packaging	0.31

PRINCIPLE 3

Businesses should respect and promote the well-being of all employees, including those in their value chains

ESSENTIAL INDICATORS

1. a. **Details of measures for the well-being of employees:**

Category	Total (A)	% of employees covered by									
		Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent employees											
Male	450	450	100	450	100	0	0	0	0	45	10
Female	28	28	100	28	100	28	100	0	0	18	64.29
Total	**478**	**478**	**100**	**478**	**100**	**28**	**5.86**	**0**	**0**	**63**	**13.18**
Other than Permanent employees											
Male	19	17	89.47	17	89.47	0	0	0	0	10	52.63
Female	0	0	0	0	0	0	0	0	0	0	0
Total	**19**	**17**	**89.47**	**17**	**89.47**	**0**	**0**	**0**	**0**	**10**	**52.63**

b. **Details of measures for the well-being of employees:**

Category	Total (A)	% of workers covered by									
		Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent workers											
Male	487	444	91.17	487	100	0	0	0	0	0	0
Female	14	14	100	14	100	14	100	0	0	14	100
Total	**501**	**458**	**91.42**	**501**	**100**	**14**	**2.79**	**0**	**0**	**14**	**2.79**
Other than Permanent workers											
Male	2372	81	3.41	2326	98	0	0	0	0	17	0.72
Female	77	4	5.19	77	100	74	96.1	0	0	71	92.21
Total	**2449**	**85**	**3.47**	**2403**	**98.12**	**74**	**3.02**	**0**	**0**	**88**	**3.59**

c. **Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format –**

	FY 2023-24	FY 2022-23
Cost incurred on well-being measures as a % of total revenue of the company	0.0083	0.0065

2. Details of retirement benefits, for Current FY and Previous Financial Year.

Benefits	FY 2023-24			FY 2022-23		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	100	100	Yes	100	100	Yes
Gratuity	100	100	Yes	100	100	Yes
ESI	14	95	Yes	24	-	Yes
Others- please specify						
NPS	21	-	Yes	18	-	Yes
Superannuation	20	-	Yes	22	-	Yes

3. Accessibility of workplaces

Are the premises / offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.

All our sites are equipped with ramps to facilitate mobility for individuals with disabilities. Most of our offices also provide elevators and other disability-friendly features. As part of our dedication to creating a more inclusive environment, we are making improvements to ensure our Ahmedabad office meets the accessibility guidelines of the Rights of Persons with Disabilities Act, 2016. We are actively addressing this and striving to make it more suitable for individuals with different abilities.

4. Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.

In line with the rules set by the Rights of People with Disabilities Act of 2016, our organization has put a non-discrimination policy in place. Committed to equal opportunity, we aim to create an environment that is both welcoming and devoid of discrimination for all our staff members. Our non-discrimination policy is readily accessible to all employees at website of the Company at given link. https://ghcl.co.in/wp-content/uploads/2022/12/Non-Discrimination-Policy.pdf

5. Return to work and Retention rates of permanent employees and workers that took parental leave.

Gender	Permanent employees		Permanent workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	100	100	100	100
Female	100	100	100	100
Total	**100**	**100**	**100**	**100**

6. Is there a mechanism available to receive and redress grievances for the following categories of employees and worker? If yes, give details of the mechanism in brief.

	Yes/No (If Yes, then give details of the mechanism in brief)
Permanent Workers	Yes, we consistently uphold the importance of honest and direct communication. Our workforce is encouraged to employ the use of trade unions to articulate any issues or worries they might have to business leaders, our human resources team, or upper management.
Other than Permanent Workers	Yes, we consistently uphold the importance of honest and direct communication. Our workforce is encouraged to employ the use of trade unions to articulate any issues or worries they might have to business leaders, our human resources team, or upper management.

	Yes/No (If Yes, then give details of the mechanism in brief)
Permanent Employees	Yes, we have established a Grievance Redressal Mechanism that allows to receive and address complaints.
Other than Permanent Employees	Yes, we have established a Grievance Redressal Mechanism that allows to receive and address complaints.

7. Membership of employees and worker in association(s) or Unions recognized by the listed entity:

Benefits	FY 2023-24			FY 2022-23		
	Total employees / workers in respective category (A)	No. of employees / workers in respective category, who are part of association(s) or Union (B)	% (B / A)	Total employees / workers in respective category (C)	No. of employees / workers in respective category, who are part of association(s) or Union (D)	% (D/C)
Total Permanent Employees	478	0	0	479	0	0
Male	450	0	0	450	0	0
Female	28	0	0	29	0	0
Total Permanent Workers	501	499	99.60	483	483	100
Male	487	485	99.59	471	471	100
Female	14	14	100	12	12	100

8. Details of training given to employees and workers:

Category	FY 2023-24					FY 2022-23				
	Total (A)	On Health and safety measures		On Skill upgradation		Total (D)	On Health and safety measures		On Skill upgradation	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E / D)	No. (F)	% (F / D)
Employees										
Male	450	427	94.89	373	82.89	450	140	31.11	399	88.67
Female	28	13	46.43	28	100	29	7	24.14	29	100
Others	0	0	0	0	0	0	0	0	0	0
Total	**478**	**440**	**92.05**	**401**	**83.89**	**479**	**147**	**30.69**	**428**	**89.35**
Workers										
Male	487	487	100	351	72.07	471	274	58.17	458	97.24
Female	14	14	100	14	100	12	12	100	12	100
Others	0	0	0	0	0	0	0	0	0	0
Total	**501**	**501**	**100**	**365**	**72.85**	**483**	**286**	**59.21**	**470**	**97.31**

9. Details of performance and career development reviews of employees and worker:

Category	FY 2023-24			FY 2022-23		
	Total (A)	No. (B)	% (B / A)	Total (C)	No. (D)	% (D / C)
Employees						
Male	450	432	96	450	430	95.56
Female	28	24	85.71	29	24	82.76
Total	**478**	**456**	**95.40**	**479**	**454**	**94.78**
Workers						
Male	487	346	71.05	471	378	80.25
Female	14	6	42.86	12	8	66.67
Total	**501**	**352**	**70.26**	**483**	**386**	**79.92**

10. Health and safety management system:

a) Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, the coverage such system?

Yes, our organization is committed to prioritize health and safety, we have established an occupational health and safety management system which conforms and in line with the internationally renowned ISO 45001:2018 certification. This system is intended to eliminate any occupational hazards and injuries for our employees and contractors. This approach includes an all-inclusive array of health and safety policies, systems, standards, and records that are an integral part of our business operations. We have initiated several steps to ensure the effectiveness of the occupational health and safety management system.

1. **Management leadership and commitment:** The senior management of the organization showcases leadership and dedication by delivering a definite vision, formulating policies, setting targets, and distributing resources. All these efforts aim to steer and bolster the execution of OHS management procedures and systems.

2. **Safe work procedures and written instructions:** At GHCL, safely structured processes and practices are implemented to assure all personnel understand their roles and can accomplish their duties efficiently.

3. **Health and safety training and instruction:** We place emphasis on the need for all staff members, from the top management to the front-line workers, to grasp their responsibilities in fostering and preserving a safe and healthy workspace.

4. **Identifying hazards and managing risk:** We have put in place systems to oversee risks in the work environment, which include pinpointing, assessing, and managing potential risks and hazards to ensure the well-being of all its employees.

5. **Investigation of incidents:** A swift incident investigations carries out to understand reasons behind unsafe situations. The team responsible for these investigations collaborates with management to identify strategies and approaches to prevent such incidents from recurring. The organization also enforces a strict policy for all employees to follow incident investigation documentation and reporting rules, as required by occupational health and safety regulations.

b) What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?

At GHCL, we have employed a detailed Safety Management System to enhance Occupational Health and Safety (OHS). To minimize possible hazards, we undertake regular hazard identification and risk evaluations. A daily record-keeping and reporting regime is in place to ensure adherence to our HSE policy. Through a dedicated WhatsApp group, we swiftly report and address near misses, unsafe behaviors, and uncertain conditions, always aiming for corrections within a span of 21 hours to a maximum of seven days. Safeguarding our employees, they are mandated to wear safety belts while operating at heights or with machines. We also issue work permits exclusively via authorized personnel to limit risks related to potentially dangerous tasks. We document and periodically update the Risk Assessment Process of each department's activities, enveloping both regular and non-routine tasks. This process takes into account the identification, evaluation, and control measures.

c) Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks. (Y/N)

Yes, We cultivate an environment where employees are empowered to report any work-related hazards directly to the production manager present at the production site. Due to the compact size of our unit, the production manager is readily accessible on-site to address any safety-related incidents promptly. Moreover, google forms are also available for all plant members to send observations and report any risks.

d) Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? (Yes/ No)

Yes, every employee and worker in our company is safeguarded under the company's personal accident policy.

11. Details of safety related incidents, in the following format:

Safety Incident/Number	Category*	FY 2023-24	FY 2022-23
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	0.93	1.30
	Workers	1.53	0.67
Total recordable work-related injuries	Employees	9	10
	Workers	24	26
Number of fatalities	Employees	0	0
	Workers	1	1
High consequence work-related injury or ill-health (excluding fatalities)	Employees	0	0
	Workers	0	0

*Including in the contract workforce

12. Describe the measures taken by the entity to ensure a safe and healthy workplace.

At GHCL, we prioritize the safety and well-being of our employees, visitors, and the public. We believe that a safe and healthy work environment is a fundamental human right and a key driver of our success as a business. We have instituted robust safety standards and protocols to ensure and uphold the safety of our employees. Our "Zero Harm" objective aims to prevent any reportable injuries across all our operations. In pursuit of this goal, we have rolled out several safety initiatives. We offer fire safety training and install related systems. Furthermore, we have initiated numerous safety promotion programs, including Zero Harm Goal Projects, HSE Stewardship Program, Contractor Safety Performance Evaluation, and Zonal Safety Committees. Employee Participation in Reporting and CAPA Closures is another crucial part of our safety strategy. We keep track of safety program records and host safety awareness events like safety training sessions, toolbox talks, National Safety Week Program, and monthly safety champion programs.

13. Number of Complaints on the following made by employees and workers:

	FY 2023-24			FY 2022-23		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	Nil	Nil	Nil	Nil	Nil	Nil
Health & Safety	Nil	Nil	Nil	Nil	Nil	Nil

14. Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices (By third party i.e. ISO assessment)	100
Working Conditions (By third party i.e. ISO assessment)	100

15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks / concerns arising from assessments of health & safety practices and working conditions.

Not Applicable

LEADERSHIP INDICATORS

1. **Does the entity extend any life insurance or any compensatory package in the event of death of (A) Employees (Y/N) (B) Workers (Y/N).**

   Employees: Yes, all GHCL employees and workers come under the Group Accident Policy. Moreover, other benefits such as the Mediclaim Policy and Group Term Insurance are extended to our employees.

   Workers: Yes, all GHCL employees and workers come under the Group Accident Policy.

2. **Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.**

   Our administrative department takes charge of supervising contractual employees and guaranteeing that our value chain partners each month deduct and deposit the crucial statutory dues. We utilize a robust system, featuring a compliance tracker tool, to proficiently administer and report on the statutory dues from our value chain partners. To ensure compliance with regulations, our administrative department prioritizes monthly deductions and deposits for statutory dues, including Provident Fund and Gratuity.

3. **Provide the number of employees / workers having suffered high consequence work related injury / ill-health / fatalities (as reported in Q11 of Essential Indicators above), who have been rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:**

	Total no. of affected employees/ workers		No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23
Employees	Nil	Nil	Nil	Nil
Workers	01	01	Nil	Nil

4. **Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/ No)**

   Yes, we offer assistance programs to support our retired employees during their transition, often engaging them as short-term consultants if they desire and when their expertise is needed.

5. **Details on assessment of value chain partners:**

	% of value chain partners (by value of business done with such partners) that were assessed
Health and safety practices	6.45
Working Conditions`	6.45

6. **Provide details of any corrective actions taken or underway to address significant risks / concerns arising from assessments of health and safety practices and working conditions of value chain partners.**

   At the core of our business success are our employees, and their health and safety remain our top priority. Over recent years, we have focused on enhancing the capabilities of our civil contractors, with a particular emphasis on educating them about safety standards, including the imperative use of safety belts. Additionally, we have facilitated workshops led by team members to tackle work-related injuries. These sessions have provided valuable insights into the root causes of injuries, enabling us to implement necessary corrective measures and improve our overall safety protocols.

PRINCIPLE 4 Businesses should respect the interests of and be responsive to all its stakeholders

ESSENTIAL INDICATORS

1. Describe the processes for identifying key stakeholder groups of the entity.

At GHCL, we recognize the pivotal role stakeholders play in driving our business responsibly, while harmonizing our economic, environmental, and societal objectives. Our corporate governance principles are grounded in the ethos of inclusive growth, emphasizing transparency, responsiveness, and accountability in all our business endeavors. To effectively engage with our stakeholders, we analyze our value chain to identify those influenced by our operations or impacting our growth trajectory. Internal stakeholders, particularly employees, are our primary focus concerning welfare, wellness, health, and working conditions. External stakeholders encompass a diverse group, including customers, investors, governmental and regulatory bodies, knowledge partners, and various associations. We utilize a stakeholder matrix to manage these relationships, outlining each stakeholder's engagement method, frequency, and communication channels.

2. List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group.

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly/ others please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Investors	No	• Annual General Meeting • Quarterly earning calls and presentation • Investor conferences • Press releases and newsletters • Regular disclosures to stock Exchange • Updates on website of the Company	Quarterly and event based	• Establishing long communication channel with our investor • Providing updates in our key strategic decision and also updates our annual performances • Taking feedback for improving our services
Suppliers	No	• Suppliers / Vendors meet • Suppliers' feedback and periodic site visits • VENDX portal	Monthly and need-based	• Payment terms • Growth of suppliers • Fair and transparent dealing • Loading/ unloading infrastructure • Hygiene and sanitation infrastructure • Safety system and performance
Employees	No	• MD Speaks Town Hall Meeting Shop floor meeting • GHCL TEA (Think, Experiment and Adopt) • MILAP (Medium for interactive, Lateral, and Actionable Partnership)	Quarterly and need-based	• Providing updates on our quarterly financial performance • Taking feedback for system improvement • Exploring new ideas for business opportunity

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly/ others please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
		• DISHA meeting • Engagement survey • Monthly and quarterly publications and newsletter		• Develop a culture of learning organization • Resolving grievances if any
Community	No	• Community meetings and visits • Participatory rural appraisals including focus group discussion, awareness camps, exposure, and training visits for beneficiaries • Interaction with local bodies		• Livelihood support • Hygiene and sanitation facilities • Healthcare facilities • Education • Local employment • Infrastructure development • Air and water pollution • Resource optimization
Customers	No	• Customer satisfaction surveys • Direct customer Relationship management satisfaction initiatives • Regular customer / distributor notes	Ongoing	• Product quality • Delivery • Customers connect • Credit period and transparent payment terms • Packaging • Health and safety aspects • Innovation

LEADERSHIP INDICATORS

1. Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.

We embrace a collaborative approach that actively engages all stakeholders in value creation. Stakeholder concerns, whether expressed or perceived, are regularly communicated to our executive committee for thorough consideration. Similarly, we provide stakeholders with insights into the company's policies and initiatives, valuing their input. We view these concerns as potential risks and opportunities, guiding us to develop strategies that not only mitigate risks but also capitalize on favorable opportunities. In line with our commitment to Environmental, Social, and Corporate Governance (ESG) principles, we have established a high-level committee to oversee all ESG-related matters.

2. Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes / No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.

Yes, we place great emphasis on stakeholder consultation to identify and address environmental and social challenges. We facilitate discussions with our stakeholders through various channels- meetings, consultation sessions, and digital communication, to understand a broad spectrum of economic, environmental, and societal matters. Continual interaction with internal and external stakeholders bolsters transparency, reactivity, compliance, organizational learning, quality management, accountability, and sustainability.

3. Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalized stakeholder groups.

At GHCL, we have made significant progress in identifying and supporting vulnerable and marginalized stakeholders through our Corporate Social Responsibility (CSR) endeavors. These programs aim to uplift communities in areas such as animal husbandry, agriculture, healthcare, and education. We employ various approaches, including desktop research, focused group discussions, and social needs assessments, to identify these stakeholder groups. Engagement with these stakeholders occurs through our primary channels, particularly the communities benefiting from our CSR initiatives.

PRINCIPLE 5 Businesses should respect and promote human rights

ESSENTIAL INDICATORS

1. Employees and workers who have been provided training on human rights issues and policy (ies) of the entity, in the following format:

Category	FY 2023-24			FY 2022-23		
	Total (A)	No. of employees workers covered (B)	% (B A)	Total (C)	No. employees workers covered (D)	%(D C)
Employees						
Permanent	478	402	84.10	479	479	100
Other than permanent	19	2	10.53	23	23	100
Total Employees	**497**	**404**	**81.29**	**502**	**502**	**100**
Workers						
Permanent	501	0	0	486	0	0
Other than permanent	2449	0	0	2649	0	0
Total Workers	**2950**	**0**	**0**	**3135**	**0**	**0**

2. Details of minimum wages paid to employees and workers, in the following format:

Category	FY 2023-24					FY 2022-23				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F / D)
Employees										
Permanent										
Male	450	0	0	450	100	450	0	0	450	100
Female	28	0	0	28	100	29	0	0	29	100
Other than Permanent										
Male	19	11	57.89	8	42.11	23	0	0	23	100
Female	0	0	0	0	0	0	0	0	0	0
Workers										
Permanent										
Male	487	0	0	487	100	474	0	0	474	100
Female	14	0	0	14	100	12	0	0	12	100
Other than Permanent										
Male	2372	2256	95.11	116	4.89	2584	32	1.24	2552	98.76
Female	77	71	92.21	6	7.79	65	4	6.15	61	93.85

3. Details of remuneration/salary/wages

a. Median remuneration/wages:

	Male		Female	
	Number	Median remuneration/ salary / wages of respective category (in INR)	Number	Median remuneration/ salary/ wages of respective category (in INR)
Board of Directors (BoD)	9	43,40,000	1	42,70,000
Key Managerial Personnel (including two KMP)	3	7,88,48,377	0	-
Employees other than BoD and KMP	446	9,13,613	28	6,93,306
Workers	487	3,26,672	14	1,93,870

b. Gross wages paid to females as % of total wages paid by the entity, in the following format:

	FY 2023-24	FY 2022-23
Gross wages paid to females as % of total wages	3.13	2.87

4. Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)

We've instituted a complaints resolution panel and a POSH team to address any human rights issues that may arise during our operations. Our employees are actively encouraged to report instances of harassment, victimization, intimidation, or bias without fear of retaliation or unfair treatment. Upon receiving a complaint, the committee undertakes a comprehensive investigation and takes necessary actions to resolve the issue to the satisfaction of all parties involved.

5. Describe the internal mechanisms in place to redress grievances related to human rights issues.

At GHCL, we are deeply committed to upholding human rights, and to this end, we have implemented a policy to ensure our adherence to this principle. We have established two essential committees: the POSH (Prevention of Sexual Harassment) Committee and the Grievance Redressal Committee, tasked with addressing potential human rights issues. The POSH Committee is responsible for identifying and preventing instances of sexual harassment in the workplace, operating in accordance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition, and Redressal) Act, which applies to all GHCL employees and workers. Additionally, the Grievance Redressal Committee follows our Executive Grievance Redressal Policy and manages issues through the GHCL Employee Management System (GEMS), ensuring that grievances are handled in accordance with established procedures. The committee operates at two levels, allowing for escalation to the next level if the initial response is deemed inadequate, provided with a thorough justification. We are dedicated to addressing and resolving complaints promptly, committing to providing a comprehensive response within a 30-day timeframe.

6. Number of Complaints on the following made by employees and workers:

	FY 2023-24			FY 2022-23		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	Nil	Nil	Nil	Nil	Nil	Nil
Discrimination at workplace	Nil	Nil	Nil	Nil	Nil	Nil
Child Labour	Nil	Nil	Nil	Nil	Nil	Nil
Forced Labour/ Involuntary Labour	Nil	Nil	Nil	Nil	Nil	Nil
Wages	Nil	Nil	Nil	Nil	Nil	Nil
Other human rights related issues	Nil	Nil	Nil	Nil	Nil	Nil

7. Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, in the following format:

	FY 2023-24	FY 2022-23
Total Complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	Nil	Nil
Complaints on POSH as a % of female employees/ workers	Nil	Nil
Complaints on POSH upheld	Nil	Nil

8. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.

At GHCL, we strongly believe in providing equal opportunities to all individuals and firmly oppose any form of discrimination or harassment based on characteristics such as race, gender, nationality, ethnicity, origin, religion, age, disability, or sexual orientation. To uphold this principle, we have implemented various policies concerning non-discrimination, prevention of sexual harassment (POSH), whistleblowing, and grievance redressal. These policies demonstrate our commitment to our employees and ensure compliance with relevant regulations. Our GHCL Employee Management System (GEMS) provides a platform for employees to raise concerns at any time. Additionally, we regularly conduct workshops, group meetings, online modules, and awareness campaigns to educate our teams on preventing sexual harassment in the workplace.

9. Do human rights requirements form part of your business agreements and contracts?

Yes. Our organization strictly enforces a policy requiring all external party contracts to meet human rights standards and address related issues. To ensure these standards are being met, we've put into place internal controls and surveillance procedures. Regular reviews of these contracts are conducted to confirm adherence to our regulations. We are also in the process of creating an oversight mechanism to guarantee our business partners' compliance with these human rights norms.

10. Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labour	100
Forced/involuntary labour	100
Sexual harassment	100
Discrimination at workplace	100
Wages	100
Others – please specify	

11. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 10 above.

Not applicable

LEADERSHIP INDICATORS

1. Details of a business process being modified / introduced as a result of addressing human rights grievances/ complaints.

We have made enhancements to our grievance redressal process by forming three new committees: the grievances redressal committee, the safety committee, and the VISAKA committee. Additionally, we ensure compliance with human rights policies by routinely engaging with our value chain partners through programs like educational seminars and policy evaluations. Specific strategies have also been developed to handle any possible breaches of our human rights guidelines.

2. Details of the scope and coverage of any Human rights due diligence conducted.

At GHCL, upholding human rights and complying with our human rights policy is paramount. This policy is deeply ingrained in our Company's Code of Conduct. Moving ahead, we plan to conduct due diligence on human rights aspects pertaining to both our operations and our partners.

3. **Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?**

GHCL is committed to cultivating a diverse and inclusive workplace, embracing individuals from various cultural and social backgrounds. We endeavor to create a working environment that values and celebrates the diversity within our team. Through the provision of ramps and appropriate infrastructure, including elevators, we have ensured ease of access for differently abled individuals across most of our locations. By making our Ahmedabad office more accessible, we are fostering and making our workplace more diverse for people with disabilities.

4. **Details on assessment of value chain partners:**

	% of value chain partners (by value of business done with such partners) that were assessed
Sexual Harassment	6.45
Discrimination at workplace	6.45
Child Labour	6.45
Forced Labour/Involuntary Labour	6.45
Wages	6.45
Others- please specify	6.45

5. **Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 4 above.**

Not Applicable

PRINCIPLE 6 Businesses should respect and make efforts to protect and restore the environment

ESSENTIAL INDICATORS

1. **Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format:**

Parameter	FY 2023-24	FY 2022-23
From renewable sources		
Total electricity consumption (A) (GJ)	-	-
Total fuel consumption (B) (GJ)	53,16,229	-
Energy consumption through other sources (C) (GJ)	-	-
Total energy consumed from renewable sources (A+B+C)	53,16,229	-
From non-renewable sources		
Total electricity consumption (D) (GJ)	23,976	18,472
Total fuel consumption (E) (GJ)	1,14,24,080	1,19,10,782
Energy consumption through other sources (F) (GJ)	-	-
Total energy consumed from non-renewable sources (D+E+F) (GJ)	1,14,48,056	1,19,29,254
Total energy consumed (A+B+C+D+E+F) (GJ)	1,67,64,285	1,19,29,254
Energy intensity per rupee of turnover	0.00004792534	0.0000260237
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)	0.00001370389	0.00000755434
Energy intensity in terms of physical output (GJ/MT)	14.11	9.58
Energy intensity (optional) – the relevant metric may be selected by the entity	-	-

Note: Limited assurance has been carried out by sustainability Actions Private Limited.

2. **Does the entity have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.**

Not applicable

3. **Provide details of the following disclosures related to water, in the following format:**

Parameter	FY 2023-24	FY 2022-23
Water withdrawal by source (in kilolitres)		
(i) Surface water	20,68,797	21,42,498
(ii) Groundwater	24,807	26,801
(iii) Third party water	4,314	4,624
(iv) Seawater / desalinated water	10,92,11,400	10,89,04,268
(v) Others (Rainwater harvesting)	-	-
Total volume of water withdrawal *(in kilolitres) (i + ii + iii + iv + v)*	11,13,09,318	11,10,78,191
Total volume of water consumption (in kilolitres)	62,97,957*	21,73,923
Water intensity per rupee of turnover (L/Rs)	0.00001800	0.00000470689
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)	0.00000514824	0.0000013663
Water intensity in terms of physical output	5.3	1.73
Water intensity *(optional)* – the relevant metric may be selected by the entity	-	-

Note: Limited assurance has been carried out by sustainability Actions Private Limited.

*We have changed the methodology to calculate water consumption to align with BRSR requirements.

4. **Provided the following details related to water discharged:**

Parameter	FY 2023-24	FY 2022-23
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water	-	-
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(ii) To Groundwater	-	-
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(iii) To Seawater	-	-
- No treatment	10,50,11,361	10,89,04,268
- With treatment – please specify level of treatment	-	-
(iv) Sent to third parties	-	-
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(v) Others	-	-
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
Total water discharged (in kilolitres)	**10,50,11,361**	**10,89,04,268**

Note: Limited assurance has been carried out by sustainability Actions Private Limited.

5. **Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.**

Currently, none of our facilities are a Zero Liquid Discharge site. However, we have implemented wastewater purification systems across all our manufacturing sites to maintain the quality of discharged wastewater within the permissible limits set by CPCB or the SPCBs.

6. **Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:**

Parameter	Please specify unit	FY 2023-24	FY 2022-23
NOx	kg	2985.98	1492.99
SOx	kg	8605.44	6946.56
Particulate Matter (PM)	kg	1492.99	1389.31
Persistent organic pollutants (POP)	Not applicable	Not applicable	Not applicable
Volatile organic compounds (VOC)	Not applicable	Not applicable	Not applicable

Parameter	Please specify unit	FY 2023-24	FY 2022-23
Hazardous air pollutants (HAP)	Not applicable	Not applicable	Not applicable
Others- please specify	Not applicable	Not applicable	Not applicable

Note: Limited assurance has been carried out by Sustainability Actions Private Limited.

*The deviation in values from previous year is due to the type of fuel mix used in the boiler. However, the values are within the permissible limit set by Pollution Control Board (PCB).

7. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:

Parameter	Unit	FY 2023-24	FY 2022-23
Total Scope 1 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	*Metric tonnes of CO2 equivalent*	11,77,019	12,39,585
Total Scope 2 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	*Metric tonnes of CO2 equivalent*	4,832	4,053
Total Scope 1 and Scope 2 emissions intensity per rupee of turnover		0.000003378	0.00000271299
Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)		0.000000966099	0.0000007875485
Total Scope 1 and Scope 2 emission intensity in terms of physical output		1.08	1.00
Total Scope 1 and Scope 2 emission intensity (optional) – the relevant metric may be selected by the entity			

Note: Limited assurance has been carried out by Sustainability Actions Private Limited.

8. Does the entity have any project related to reducing Green House Gas emission? If Yes, then provide details.

We are dedicated to reducing our carbon footprint through various initiatives, including the implementation of advanced technology, energy-efficient upgrades, and renewable energy adoption like wind and solar power. Despite our energy-intensive manufacturing processes, we continuously monitor and manage emissions to minimize environmental impact. Please find below some of the initiatives taken by us during the reporting year:

- To reduce energy consumption, our soda ash facility installed eight Variable Frequency Drives (VFDs) in centrifugal pumps, allowing adjustable fan speeds to meet operational needs. This innovation curbed unnecessary power use, minimized power surges, and significantly reduced specific power consumption, demonstrating the effectiveness of VFDs in enhancing operational efficiency and sustainability.

- The Dense Ash Plant implemented strategies to reduce steam consumption by optimizing steam trap use and enhancing process control. Through rigorous inspections, preventive maintenance, and measures like steam pipe insulation, steam demand was reduced. This resulted in decreased energy costs, prolonged equipment life, and a smaller environmental footprint, highlighting the potential for energy savings and operational efficiency.

- GHCL launched a 150 TPD energy-efficient Rotating Biological Contactor (RBC) plant with cutting-edge technology for wastewater treatment and energy savings. This reflects our dedication to sustainability and environmental responsibility. The plant's innovative features allow us to recover valuable resources from wastewater, supporting our circular economy initiatives and promoting sustainable growth.

9. Provide details related to waste management by the entity, in the following format:

Parameter	FY 2023-24	FY 2022-23
Total Waste generated (in metric tonnes)		
Plastic waste (A)	192.68	125.00
E-waste (B)	2.57	4.99
Bio-medical waste (C)	0.06	0.07
Construction and demolition waste (D)		-
Battery waste (E)	2.90	3.18

Parameter	FY 2023-24	FY 2022-23
Radioactive waste (F)		-
Other Hazardous waste. Please specify, if any. (G)	18.65	1.99
Other Non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e., by materials relevant to the sector)	2,23,992.39	1,42,020
Total (A+B + C + D + E + F + G + H)	2,24,209.25	1,42,155.23
Waste intensity per rupee of turnover (Total waste generated / Revenue from operations)	0.0000006410	0.0000003
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated / Revenue from operations adjusted for PPP)	0.0000001833	0.0000000900214
Waste intensity in terms of physical output	0.19	0.13
Waste intensity (optional) – the relevant metric may be selected by the entity		
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste		
(i) Recycled	3369.62	2,228
(ii) Re-used	-	-
(iii) Other recovery operations	-	-
Total	3369.62	2228
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste		
(i) Incineration	-	-
(ii) Landfilling	-	-
(iii) Other disposal operations	-	-
Total	-	-

Note: Limited assurance has been carried out by Sustainability Actions Private Limited.

*Waste produced by GHCL is accumulated and sent to the recycler. Therefore, there is a deviation in values as compared from the previous reporting year.

10. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.

As a sector utilizing diverse resources, we strive to incorporate material efficiency measures into our operational processes to maximize the utilization of raw materials while minimizing waste generation. This includes reuse of input materials in our production process. This approach has led to effective utilization of by-products and an increase in our material efficiency rate. Both hazardous and non-hazardous waste generated by our operations are disposed of efficiently to mitigate environmental impacts.

Our organization is deeply committed to enhancing process efficiency and product stewardship. We place a high value on minimizing waste and augmenting waste utilization, viewing these actions as integral to our mission and drive.

1. Plastic waste- We are continuously working with M/s Shakti Plastics Industries to collect and dispose off plastic waste as part of our Plastic Waste Management (PWM) Program that has been implemented in several states. This year we have recycled 3369.62 MT of plastic packaging waste.

2. E-waste- We adopt the practice of collecting and sorting garbage on-site, which is then transported and sold to certified, authorized recycling facilities.

3. Other waste- We reuse fly ash waste from boilers to manufacture bricks and paver blocks.

11. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals / clearances are required, please specify details in the following format:

S. No.	Location of operations/ offices	Type of operations	Whether the conditions of environmental approval / clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
1	CRZ clearance obtained for Soda Ash division	Soda Ash Manufacturing	Yes

12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes / No)	Results communicated in public Domain (Yes / No)	Relevant Web link
Nil					

13. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India, such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format: Yes

S. No.	Specify the law / regulation / guidelines which was not complied with	Provide details of the non- compliance	Any fines / penalties / action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
Nil				

LEADERSHIP INDICATORS

1. Water withdrawal, consumption and discharge in areas of water stress (in kilolitres):

For each facility / plant located in areas of water stress, provide the following information:

(i) Name of the area: All the plants of GHCL are located in water stress areas

(ii) Nature of operations Soda Ash production

(iii) Water withdrawal, consumption and discharge in the following format:

Parameter	FY 2023-24	FY 2022-23
Water withdrawal by source (in kilolitres)		
(i) Surface water	20,68,797	21,42,498
(ii) Groundwater	24,807	26,801
(iii) Third party water	4,314	4,624
(iv) Seawater / desalinated water	10,92,11,400	10,89,04,268
(v) Others	-	-
Total volume of water withdrawal (In kilolitres)	11,13,09,318	11,10,78,191
Total volume of water consumption (In kilolitres)	62,97,957*	21,73,923
Water intensity per rupee of turnover (Water consumed / turnover)	0.00001800	0.00000470689
Water intensity (optional) – the relevant metric may be selected by the entity	-	-
Water discharge by destination and level of treatment (in kilolitres)	-	-
(i) Into Surface water	-	-
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(ii) Into Groundwater	-	-
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(iii) Into Seawater	-	-
- No treatment	10,50,11,361	10,89,04,268
- With treatment – please specify level of treatment	-	-
(iv) Sent to third parties	-	-
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(v) Others	-	-
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
Total water discharged (in kilolitres)	10,50,11,361	10,89,04,268

Note: Limited assurance has been carried out by Sustainability Actions Private Limited.

2. **Please provide details of total Scope 3 emissions & its intensity, in the following format:**

Parameter	Unit	FY 2023-24	FY 2022-23
Total Scope 3 emissions (Break-up of the GHG into CO_2, CH_4, N_2O, HFCs, PFCs, SF_6, NF_3, if available)	Metric tonnes of CO_2 equivalent	8,31,837	8,25,669
Total Scope 3 emissions per rupee of turnover		0.0000023780	0.0000018
Total Scope 3 emission intensity (optional) – the relevant metric may be selected by the entity			

Note: Limited assurance has been carried out by Sustainability Actions Private Limited.

3. **With respect to the ecologically sensitive areas reported at Question 10 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities.**

Our soda ash plant is in Coastal Regulation Zone (CRZ), owing to the raw material requirements of the manufacturing process. We strive to implement initiatives to reduce the negative impacts of our manufacturing process. One such initiative is development of agriculture lands on the areas from where we no longer conducting mining process to obtain limestone.

4. **If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions / effluent discharge / waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format:**

S. No	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of initiative (Savings in Rs. Million)
1	Adoption of VFDs in centrifugal pumps	To reduce energy consumption, our soda ash facility installed eight Variable Frequency Drives (VFDs) in centrifugal pumps, allowing adjustable fan speeds to meet operational needs. This innovation curbed unnecessary power use, minimized power surges, and significantly reduced specific power consumption, demonstrating the effectiveness of VFDs in enhancing operational efficiency and sustainability.	11.6
2	Adoption of steam traps and control process	The Dense Ash Plant implemented strategies to reduce steam consumption by optimizing steam trap use and enhancing process control. Through rigorous inspections, preventive maintenance, and measures like steam pipe insulation, steam demand was reduced. This resulted in decreased energy costs, prolonged equipment life, and a smaller environmental footprint, highlighting the potential for energy savings and operational efficiency.	
3	RBC plant innovation	GHCL launched a 150 TPD energy-efficient Rotating Biological Contactor (RBC) plant with cutting-edge technology for wastewater treatment and energy savings. This reflects our dedication to sustainability and environmental responsibility. The plant's innovative features allow us to recover valuable resources from wastewater, supporting our circular economy initiatives and promoting sustainable growth.	

5. **Does the entity have a business continuity and disaster management plan? Give details in 100 words/ web link.**

We have a comprehensive business continuity and disaster management plan in place, which includes regular training and drills at our manufacturing plants and corporate offices to address potential disruptions or emergencies. This plan covers services like rescue, firefighting, and first aid, ensuring consumer access to essential supplies. It prioritizes safeguarding corporate data, operational integrity, infrastructure security, and personnel safety. The strategy also aims to contain incidents, minimize casualties, and facilitate rapid relief and recovery operations. A detailed Business Impact Analysis (BIA) has been conducted, identifying core business functions and critical sites, with IT resilience playing a crucial role in our contingency plan.

6. **Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard.**

The entity's value chain does not pose any significant adverse environmental impacts. We are mindful of environmental considerations throughout our value chain. All suppliers and vendors partnering with GHCL are required to commit to and comply with a supplier code of conduct. This code encompasses not only quality standards but also environmental, health, and safety guidelines that suppliers must adhere to.

7. **Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.**

6.45%

PRINCIPLE 7 Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent

ESSENTIAL INDICATORS

1. a. **Number of affiliations with trade and industry chambers/associations.**

6

b. **List the top 10 trade and industry chambers/associations (determined based on the total members of such body) the entity is a member of/affiliated to.**

S. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National)
1	Alkali Manufacturers Association of India	National
2	Indian Chemical Council	National
3	The All-India Glass Manufacturer's Federation	National
4	Confederation of Indian Industry (CII)	National
5	PHD Chambers	National
6	Federation of Indian Chambers of Commerce and Industry (FICCI)	National

2. **Provide details of corrective action taken or underway on any issues related to anti competitive conduct by the entity, based on adverse orders from regulatory authorities.**

Name of authority	Brief of the case	Corrective action taken
	Not applicable	

LEADERSHIP INDICATORS

1. **Details of public policy positions advocated by the entity:**

S. No.	Public policy advocated	Method resorted for such advocacy	Whether information available in public domain? (Yes/No)	Frequency of Review by Board (Annually / Half yearly/ Quarterly / Others – please specify)	Web Link, if available
			Not applicable		

PRINCIPLE 8 Businesses should promote inclusive growth and equitable development

ESSENTIAL INDICATORS

1. Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.

Name and brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
Not applicable					

2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity.

S. No.	Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (In INR)
Not applicable						

3. Describe the mechanisms to receive and redress grievances of the community.

At GHCL, we consistently communicate with the communities in which it operates, leveraging a range of methods such as face-to-face meetings, written communication, and email. These mechanisms are used to update community members on the resolution of any grievances or complaints.

4. Percentage of input material (inputs to total inputs by value) sourced from suppliers.

	FY 2023-24	FY 2022-23
Directly sourced from MSMEs/ small producers	46	14
Sourced directly from within India	21	13

5. Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent/ on contract basis) in the following locations, as % of total wage cost

Location	FY 2023-24	FY 2022-23
Rural	-	-
Semi-urban	57.5	54.3
Urban	-	-
Metropolitan	42.5	45.6

(Place to be categorized as per RBI Classification System – rural/ semi-urban/ urban/ metropolitan)

LEADERSHIP INDICATORS

1. Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above):

Details of negative social impact identified	Corrective action taken
Not applicable	

2. Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies:

S. No.	State	Aspirational District	Amount spent (In INR)
Not applicable			

3. (a) **Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalised/vulnerable groups? (Yes/No)**

   No, we do not have a preferential procurement policy.

   (b) **From which marginalised / vulnerable groups do you procure?**

   Not applicable

   (c) **What percentage of total procurement (by value) does it constitute?**

   Not applicable

4. **Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge.**

S. No.	Intellectual Property based on traditional knowledge	Owned/ Acquired (Yes/ No)	Benefit shared (Yes / No)	Basis of calculating benefit share
Not applicable				

5. **Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.**

Name of authority	Brief of the Case	Brief of the Case
Not applicable		

6. **Details of beneficiaries of CSR Projects**

S. No.	CSR Project	No. of persons benefited from CSR projects	% of beneficiaries from vulnerable and marginalised groups
1.	Agrobased livelihood	19,264	70
2	Animal husbandry	20,064	60
3	Health	83,537	75
4	Education	7,545	85
5	Skill Development (NSDC)	1,933	85
6	Water Resource Development	127	70
7	Women Empowerment	2,759	80

PRINCIPLE 9 Businesses should engage with and provide value to their consumers in a responsible manner

ESSENTIAL INDICATORS

1. **Describe the mechanisms in place to receive and respond to consumer complaints and feedback.**

We have put in place a system to address customer complaints promptly and effectively, managed by a devoted team. To ensure seamless user experience, a thorough procedure to resolve complaints has been formulated. If customers express issues with wet bags, logistics, or the quality of materials upon delivery, these are meticulously evaluated by our marketing, logistics, and quality departments. In coordination with this, a fresh sales document is produced to monitor the complaint's progress.

Complaints are grouped into two key categories:

- ZRCL - Related to logistics
- ZRCQ - Pertaining to quality

After categorizing the issue, the following procedures are carried out:

- The Marketing department identifies the nature of the complaint, formulates a return sales order, and includes all relevant details of the complaint.

- The compiled specific of the complaint is sent via a customer complaint form to the logistics/quality team for their approval.
- Arriving at a stage of a new transaction approval, the logistics/quality team includes details on corrective and preventive actions (CAPA) along with a root cause analysis (RCA).
- As a final step, the marketing department handles the return process, issuing a refundable credit note to the customer.

Our various departmental teams maintain a harmonious relationship with management, consistently updating them about processes, policies, and customer complaints, paving the way for improvements and a substantial decrease in grievances. Every customer complaint received is carefully recorded in our SAP system for future reference.

2. Turnover of products and/services as a percentage of turnover from all products/service that carry information about:

	As a percentage to total turnover
Environmental and social parameters relevant to the product	100
Safe and responsible usage	100
Recycling and/or safe disposal	0

3. Number of consumer complaints in respect of the following:

	FY 2023-24			FY 2022-23		
	Received during the year	Pending resolution at end of year	Remarks	Received during the year	Pending resolution at end of year	Remarks
Data privacy	0	0	Nil	0	0	Nil
Advertising	0	0	Nil	0	0	Nil
Cyber-security	0	0	Nil	0	0	Nil
Delivery of essential services	0	0	Nil	0	0	Nil
Restrictive Trade practices	0	0	Nil	29	0	Nil
Unfair Trade Practices	0	0	Nil	0	0	Nil
Others	0	0	Nil	0	0	Nil

4. Details of instances of product recalls on account of safety issues:

	Number	Reasons for recall
Voluntary recalls	Nil	Nil
Forced recalls	Nil	Nil

5. Does the entity have a framework/policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy.

Yes, we recognize data privacy as a vital component in safeguarding customer information. Our technical infrastructure and physical asset management are designed to preserve the integrity of customer data. We understand that the loss, misuse, or disclosure of sensitive information to external parties, including competitors or business partners, could adversely affect our operations and potentially lead to legal issues, both financial and otherwise. Our IT Security policy, which is accessible to all our internal stakeholders, provides clear guidance on our approach concerning data privacy.

6. Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services.

Not applicable

7. Provide the following information relating to data breaches:

a. Number of instances of data breaches along-with impact

None

b. Percentage of data breaches involving personally identifiable information of customers

None

c. Impact, if any, of the data breaches-

None

LEADERSHIP INDICATORS

1. Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available).

We maintain high ethical and environmental standards in our manufacturing practices while providing customers with all essential information. Detailed information concerning our products and services can be found on our corporate website. Furthermore, we use various other channels to disseminate information about our goods, including:

a. **Face to face communication** – Through dealer and customer meets, one-on-one discussions with customers or distributors, participation in various events and exhibitions, and contributions to national and international forums.

b. **Broadcast & Media Communications** – Through press releases and interviews with senior officials published in print and electronic media.

c. **Electronic communications** – Via our website, e-brochures, product films, and social media platforms.

d. **Internal Communications** – Through internal newsletters, email broadcasts, PowerPoint presentations, addresses from the Managing Director, town hall meetings, and intranet access.

We maintain constant communication with relevant stakeholders, keeping them informed about any potential risks to production or service disruptions. We continually forecast any future obstacles and duly inform our client base through email, phone calls, or both, as per their preference. We diligently record all complaints received, and work towards promptly addressing and resolving these issues.

2. Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.

We place great importance on customer safety and takes measures to ensure consumers are well-informed about safe and responsible usage of our products. We're actively involved in spreading awareness and educating customers about responsible product and service use. We ensure product labelling includes complete instructions for safe and responsible handling. For added convenience, we publish materials safety data sheets on our website www.ghcl.co.in and provide them upon request. Furthermore, we develop chemicals in compliance with the Registration, Evaluation, Authorization and Restriction of Chemicals (REACH) regulations, emphasizing environmental stewardship and societal safety.

3. Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.

In any unexpected event or potential disruption to our production or services, we commit to promptly and properly informing all relevant stakeholders. We retain regular communication with necessary parties to apprise them of any risk to our operations. We constantly evaluate any possible future disruptions and relay this information to our customers through their chosen communication method, be it via email or a phone call. We also proactively document any complaints we receive and prioritize their timely resolution.

4. Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief. Did your entity carry out any survey with regard to consumer satisfaction relating to the major products / services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)

Yes, we go the extra mile by exceeding local legal obligations, choosing to include supplementary information on the products. This highlights our dedication to transparency and supplying customers with thorough details. To support this, we have made key documents such as safety data sheets available on the company's website, offering significant information about our products. Also, we've structured a satisfaction survey mechanism to gather customer feedback on our product quality and other services. Furthermore, complaints are registered with our sales and quality teams to ensure all grievances are addressed, thereby enhancing the efficiency of our products. In addition, we cater to customer requirements by providing standard information as needed.

Sustainability Actions

To,
The Management Committee
GHCL Limited
GHCL House, B-38
Institutional Area, Sector-1
Noida – 201301 (INDIA)

Independent Assurance Statement

Scope and Approach

Sustainability Actions Private Limited ("SAPL") has been engaged by management of GHCL Limited ("GHCL" or "the Company", to perform an independent limited assurance engagement of the Company's Business Responsibility and Sustainability Report (BRSR) Core Matrices for the FY23-24.

Reporting Criteria

The Report is prepared based on BRSR Core Framework (Annexure I of the SEBI circular SEBI/HO/CFD/CFD-SEC-2/P/CIR2023/122 dated July12, 2023 and "Guidance Note for Business Responsibility and Sustainability Reporting Format" by Securities and Exchange Board of India (SEBI)

Management Responsibilities

The Company's Management is responsible for identification of key aspects,, content and presentation of the Business Responsibility and Sustainability Report in accordance with the Criteria mentioned above. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation of the Business Responsibility and Sustainability Report and measurement of BRSR Core Matrices which are free from material misstatement, whether due to fraud or error.

Independence and Quality Control

We are independent from the entity in accordance with the requirements of independence and quality assurance set out in BRSR provisions and professional pronouncements and have fulfilled our additional professional obligations in accordance with these requirements.

Our assurance engagements are based on the assumption that the data and information provided by GHCL to us as part of our review have been provided in good faith and free from material misstatements. We were not involved in the preparation of any statements or data included in the Report except for Assurance Statement.

Our firm applies International Standard on Quality Management and accordingly maintains a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

Sustainability Actions (P) Ltd., I 1201, JMD Garden, Sohna Road, Gurgaon – 122018, Ph - +91 89360 41274, CIN – U74999HR2021PTC093811
GST No. - 06ABFCS7307B1ZN

Our Responsibility

Our responsibility is to express a limited assurance conclusion on the Identified Sustainability Indicators, based on the procedures we have performed and the evidence we have obtained. We conducted our engagement in accordance with the International Standard for Assurance Engagements Other Than Audits or Reviews of Historical Financial Information ('ISAE 3000'), and the terms of reference for this engagement as agreed with GHCL. Those standards require that we plan and perform our engagement to obtain limited assurance about whether, in all material respects, the Subject Matter is presented in accordance with the Criteria, and to issue a report. The nature, timing, and extent of the procedures selected depend on our judgment, including an assessment of the risk of material misstatement, whether due to fraud or error.

We believe that the evidence obtained is sufficient and appropriate to provide a basis for our limited assurance conclusions.

Basis of our Opinion

We planned and performed our work to obtain the evidence we considered necessary to provide a basis for our assurance opinion and the process did not involve engagement with external stakeholders. We carried out one-to-one discussions, onsite and remote assessments.

As part of our assurance process, a multi-disciplinary team of sustainability and assurance specialists reviewed the disclosures presented within the Report and referenced information, and sampled the disclosures and were reviewed through the GHCL's customised sustainability information management system.

We undertook the following activities:

- Obtained an understanding of the BRSR core matrices ;
- Interviewed selected senior managers responsible for management of sustainability topics and reviewed selected evidences to support issues disclosed in the Report. We were free to choose interviewees and interviewed those with overall responsibility to deliver GHCL's sustainability objectives;
- Reviewed processes and systems for aggregating site level sustainability information, that is, reviewed sustainability disclosures for selected sites as well as the overall data aggregated and consolidated at the Corporate level from the Company's sustainability management system;
- Review of the processes for gathering and consolidating the selected performance data related to identified material topics and, for a sample, checking the data consolidation in context under the Principle of Completeness.

Based on the above understanding and the risks that the matrices may be materially misstated, determined the nature, timing and the extent of further procedures, reviewed records and performed testing including recalculation of sample data to establish an audit trail.

Opinion

Based on the procedures we have performed and the evidence we have obtained, nothing has come to our attention that causes us to believe that the company's identified sustainability criteria as per BRSR core framework for the year ended 31st March 2024 are not prepared, in all material respects, in accordance with the Reporting Criteria.

Inherent Limitations

We have relied on the information, documents, records, data, and explanations provided to us by the Company for the purpose of our review. The assurance scope excludes:

- Any disclosure other than those mentioned in the scope section above
- Data and information outside the defined reporting period
- Data related to Company's financial performance, strategy and other related linkages expressed in the Report.
- The reported financial data are based on audited financial statements issued by the Company's statutory auditors which is subject to a separate audit process. We were not involved in the review of financial data from the Annual Report.
- The Company's statements that describe expression of opinion, belief, aspiration, expectation, forward looking statements provided by the Company and assertions related to Intellectual Property Rights and other competitive issues.
- Mapping of the Report with reporting frameworks other than those mentioned in Reporting Criteria above.
- While we considered the effectiveness of management's internal controls when determining the nature and extent of our procedures, our assurance engagement was not designed to provide assurance on internal controls.
- The procedures did not include testing controls or performing procedures relating to checking aggregation or calculation of data within IT systems.

For and behalf of Sustainability Actions Pvt. Ltd.

(CIN – U74999HR2021PTC093811)

Sustainability Actions (P) Ltd.

Authorised Signatory

Saket Sinha

(Director)

Dt:- 2nd May'24

Gurgaon, India

Management Discussion and Analysis

DISCLAIMER:

Readers are cautioned that this Management Discussion and Analysis contains forward-looking statements that involve risks and uncertainties. When used in this discussion, the words "anticipate", "believe", "estimate", "intend", "will", and "expected" and other similar expressions as they relate to the Company or its business are intended to identify such forward looking statements, whether as a result of new information, future events, or otherwise. Actual results, performances or achievements and risks and opportunities could differ materially from those expressed or implied in such forward-looking statements. The important factors that would make a difference to the Company's operations include economic conditions affecting demand supply and price conditions in the domestic and overseas markets, raw material prices, changes in the Governmental regulations, labour negotiations, tax laws and other statutes, economic development within India and the countries within which the Company conducts business and incidental factors. The Company undertakes no obligation to publicly amend, modify or revise any forward-looking statements on the basis, of any subsequent developments, information or events. This report is prepared on the basis of public information available on website / report / articles etc. of various institutions. The following discussion and analysis should be read in conjunction with the Company's financial statements included herein and the notes thereto.

MANAGEMENT DISCUSSION AND ANALYSIS

The management of GHCL Limited has provided an analysis of the company's performance and key business updates for the financial year ended on March 31, 2024, as well as an outlook for the future. The outlook is based on an analysis of the current economic landscape, although it may be impacted by socio-economic and political change due to future economic and related developments, both in India and internationally.

REVIEW OF ECONOMY

Overview of Global Economy

Amidst the prevailing global economic landscape, challenges such as a subdued manufacturing environment, faltering trade flows and persistent inflation concerns paint a complex picture for the future ahead. However, amidst these challenges, certain sectors, notably services, demonstrate resilience.

The recent update from the International Monetary Fund (IMF) offers a glimmer of hope, with a modest upgrade in growth projections for 2024 and 2025. Global growth is projected at 3.1 percent in 2024 and 3.2 percent in 2025, marking an increase from previous forecasts. This uptick is attributed to the stronger-than-expected resilience observed in the United States and several major emerging market economies, coupled with fiscal support measures in China. However, these growth projections still fall below the historical average of 3.8 percent, largely due to factors such as elevated central bank policy rates to combat inflation, reduced fiscal stimulus amidst high debt levels, and sluggish underlying productivity growth.

Furthermore, there is a notable decline in global inflation rates, driven by the resolution of supply-side constraints and the implementation of tighter monetary policies. Global headline inflation is anticipated to decrease to 5.8 percent in 2024 and further to 4.4 percent in 2025, with the latter figure being revised downward.

Additionally, the year 2024 also marks changing geopolitical situation for several nations which may introduce a degree of uncertainty. These changing landscapes hold implications beyond borders, influencing economic and public policy in an increasingly fractious global landscape. Despite potential challenges, these developments underscore the ongoing efforts to navigate economic challenges while striving for stability and sustainable growth in the global economy.

Overview of the Indian economy

Despite global economic uncertainties, India's economic resilience shines through, as Moody's (a leading provider of credit ratings, research, and risk analysis) predicts it to maintain its position as the fastest-growing economy among G-20 nations. For FY 2023-24, Standard & Poor's credit rating for India stood at BBB(-) with a stable outlook, Moody's credit rating stood at Baa3 with a stable outlook, Fitch's credit rating was reported at BBB (-) with a stable outlook.

The upward revision of India's 2024 growth estimate to 6.8% from 6.1% reflects stronger-than-expected data in 2023, with GDP growth estimated at 6.4% for 2025, with nominal gross domestic product (GDP) for FY 2023-24 at current prices being estimated at INR 293.90 trillion (US$ 3.53 trillion). Robust indicators such as goods and services tax collections, rising auto sales, and double-digit credit growth point to resilient urban consumption demand, complemented by expanding manufacturing and services PMIs on the supply side.

In parallel, the Interim Budget 2024 presented by Union Finance Minister Nirmala Sitharaman outlined pivotal initiatives to propel India towards becoming a developed nation by 2047. The budget reiterated the government's commitment to the "Make in India" initiative, particularly focusing on positioning India as a hub for semiconductor and electronics manufacturing.

This positive economic outlook is reinforced by the government's proactive measures, as evidenced by the interim budget for fiscal year 2024-25, which targets a capital expenditure allocation of Rs 11.1 lakh crore, signifying a 16.9% increase over the previous year's estimates. While private industrial capital spending has been sluggish, ongoing benefits from supply chain diversification and the government's Production Linked Incentive scheme are expected to spur investment in key manufacturing sectors.

Additionally, in 2024, India's power sector is set to witness substantial expansion in renewables alongside the addition of new coal-based capacities, driven by rising demand. Despite the sector's robust growth, India remains committed to its climate goals, aiming to reduce emissions intensity by 45% by 2030 and achieve net-zero emissions by 2070. To realize these objectives, India plans to scale up its renewable capacity to 500 GW by 2030, supported by incentives for domestic solar manufacturing. Furthermore, industrial sectors are increasingly adopting renewable energy sources in preparation for the implementation of a compliance carbon market.

GLOBAL SODA ASH INDUSTRY

DEMAND-SUPPLY SCENARIO

Global:

The total Global Soda Ash capacity in 2023 was reported to be around 73.00 million MT (MMT) with an operating rate of around 90% (Source IHS Chemical). Global demand was reported at around 67.8 MMT showing a growth of 2.7% in 2023 over last year. This growth is driven by China as World demand excluding China fell by 3.2%.

Analysts expect Soda Ash markets to continue to growth by around 2.5 to 3.5% as compared to 2023. With energy costs are going down gradually and demand will continue to get a boost from sectors linked to the environment including Solar Glass, Lithium Carbonate and Sodium Bicarbonate.

US remained the largest Soda Ash exporter in the world followed by Turkey and China. China still remains the largest SA producer in the world.

China is the largest Soda Ash producer in the world, having a nameplate capacity of around 34 million TPA, which is almost 47% of the global capacity.

China reported a production of around 32.3 million MT which was an increase of almost 11% over previous year as the Berun Natural Soda Ash capacities came on line.

Domestic consumptions was around 31.5 MMT up by 10% against last year lead by Solar Glass. Exports were down to 1.48 MMT, a decrease of 27.6% over last year volume of 2.06 MMT as manufacturers focused on meeting domestic demand.

Soda Ash market in Europe continued to remain weak having been disrupted by high Natural gas and carbon surcharge prices as well as lower demand from container Glass & Detergent. The average operating rate in 2023 was only at 80%. Production of SA saw a drop by 7% and domestic demand down by 6.2% compared to 2022. Imports drop by 18% and exports also drop by 28% in Western Europe.

In Russia and the CIS region production collapsed since the start of the war in Ukraine and volumes still remained significantly low.

Demand in the US also remained on the softer side throughout 2023. With a capacity of 13.33 million MT & operating rates at 81% total reported production was 10.8 million MT. Exports increased by 2.8% compared to 2022 with South East Asia (29%) as well as South America (30%) being the top export destination followed by North America region (24% - Canada + Mexico).

The biggest recent expansions in the US was by Genesis where a total of about 1.2 million MT of capacity was added in two phases, with both phases operational since the end of 2023.

INDUSTRY OUTLOOK

Global

The world estimated 2023 distribution of soda ash by end use is as under:

Glass	60%
Detergent & Soap formulations	12%
Sodium Percarbonate, Dichromate, Silicate	9%
Alumina/Metals and mining	5%
Lithium carbonate	3%
Sodium Bicarbonate	4%
Others	7%

(Source: _IHS world soda ash conference Global SA report: Oct'23)

Management Discussion and Analysis

INDIAN SCENARIO

Indian GDP witnessed a growth of around 7.6% in the FY 2023/24 as compared to the previous year supported by Industrial growth and economic recovery. However, the SA demand witnessed a muted growth of only around 2%. The industry reported lower production of around 5% (2 Lac MT) compared to 2022 levels mainly on account of surge of imports mainly from Turkey, US & Russia. Total imports into India were at 10.42 Lac MT as compared to 6.36 Lac MT in 2022 an increase of 64%.

Exports also increased to 4.18 Lac MT up from 2.16 Lac MT last year an increase of 94% on account of higher inventory & increased imports.

Total installed capacity of Soda Ash in India is 44.5 Lac MT, with an estimated production of about 35.7 Lac MT in 2023-24. The total size of the Indian soda ash market is about 42.0 Lac MT and currently almost 25% of the Indian demand is being met by imports. Almost all the major industry players are located in the state of Gujarat due to the closeness and ready availability of the main raw materials namely limestone and salt.

As reported above, Indian SA demand saw a muted growth (estimated 2%) in 2023-24. While demand from the Detergent & Chemical segments are reported to be improving, The Flat Glass sector continues to be under pressure of low-price imports from China & Vietnam. The Solar glass industry which previously was anticipated as a high growth sector, has also been very adversely impacted by cheaper imports there by severely impacting growth as well as future investments.

While we may see some improvement in demand going forward, the pricing situation may remain under pressure in the coming quarters.

GHCL SODA ASH BUSINESS

GHCL Limited is a leading producer of soda ash in India and the total Soda Ash business contributes about 98.30% of total standalone revenue of the company.

GHCL shares highly successful client relationships and is the preferred supplier to all major soda ash consumers like Hindustan Unilever Limited, P&G, Aditya Birla- Grasim Industry, Patanjali Ayurveda Limited, Fena Group, HNG Group, Gujarat Guardian Limited, Gujarat Borosil Limited, Piramal Glass Limited, ST. Gobain & Philips to name a few.

The current operating Soda Ash capacity of GHCL is 12.0 Lac MT & Sodium Bicarbonate is 1.4 Lac MT per year.

OPPORTUNITY AND CONCERNS

While the growth opportunities in India should remain steady on the back of a healthy GDP growth the excess capacities in EU / US may continue to find markets in India and disrupt domestic operations.

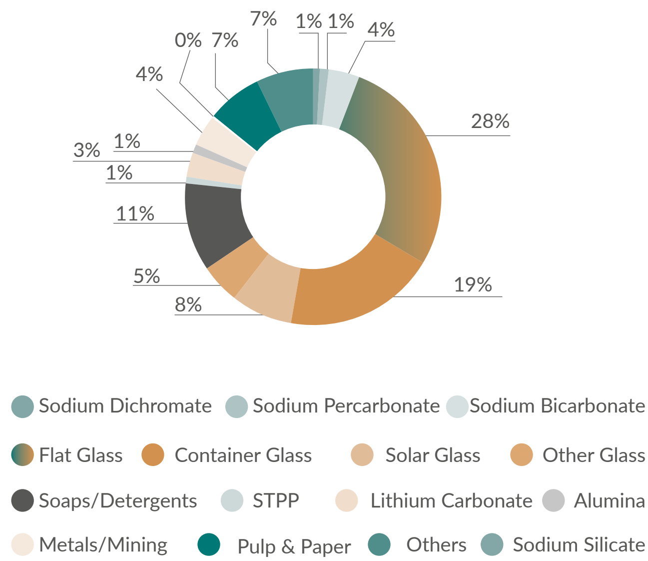
Caustic soda price drop has resulted in Silicate market shifting to Caustic, which proved to be a substantial loss for soda ash. Muted growth is seen in dyes, intermediates and specialty chemical industry, however the same is expected to improve in 2024. Detergent sector remained stable in current year and expected to show further strength due to better rural demand.

Many new announcements in the form of PLI schemes have been made in the Solar Glass sector, further ADD investigations have also been initiated on cheaper imports from China / Vietnam, If these actions were to fructify it will give a huge boost to this sector & result in demand growth.

With global capacities continuing to rise, India will have to guard against continued dumping of cheaper imports;

- China is expected to add close to 4 million MT of capacity in the coming year, if demand growth in China was to slow down, they will pose a big threat for increased exports in most markets.
- EU continues to see a recessionary trend as a result of which Turkey which is a major Natural ash producer has seen a large erosion in demand which has led to higher exports to the Indian sub- continent. If demand in EU does not improve in the near term, the threat of cheaper imports to India will continue.
- The US which is a natural soda ash manufacturer currently has surplus capacities and will continue to remain a threat to the Indian Soda Ash industry.
- The Indian industry which is based on the synthetic route, will continue to face significant challenges as most surplus capacities are based on the cheaper natural process.

The Indian industry which is based on the synthetic route, will continue to face significant challenges as most surplus capacities are based on the cheaper natural process.



Total Demand: 67.8 million mt Source: Chemical Market Analytics by OPIS

Historical GDP and growth rate of India

Financial Year	GDP	GDP Per Capita (Nominal)	GDP Growth
2024 (till Q3)	$4,112.00B	$2,845	7.6%
2023	$3,737.00B	$2,610	7.2%
2022	$3,385.09B	$2,389	7.00%
2021	$3,150.31B	$2,238	9.05%
2020	$2,671.60B	$1,913	-5.83%
2019	$2,835.61B	$2,050	3.87%
2018	$2,702.93B	$1,974	6.45%

GHCL CONSUMER PRODUCTS (SALT) BUSINESS

Salt Production and Refining Facility

The company owns and operates a 3,220-acre salt field located in Vedaranyam, Tamil Nadu, India. This salt field is vertically integrated with a salt refinery situated near Chennai, Tamil Nadu.

Product Lines and Distribution

Washed Salt: Primarily sold to industrial clients, particularly caustic soda manufacturers, located in South India. This product is also supplied to the company's own vertically integrated salt refinery near Chennai.

Refined Iodized Salt: Marketed under the brand names SAPAN and iFLO through the Chennai refinery.

Refined Salt (Private Label): The refinery provides refining services for other branded products.

Refined Salt (Bulk): Packaged in large bags and sold to various end-user industries such as detergent, flavoring, and food manufacturing.

Challenges and Opportunities for Salt business

The company has experienced a significant decline in salt production over the past five financial years (2019-2024) due to rainfall during the harvesting season. To address this challenge, plans are underway and there is a target to harvest 1.2 lakh metric tonnes (MT) of salt during the 2024-2025 financial year.

The business has its salt harvesting works at Vedaranyam, Tamil Nadu and the refinery for its edible salt manufacturing is at Chennai, Tamil Nadu. Our industrial salt commands a premium in the caustic soda industries, and our edible salt is available in 'I FLO' and 'SAPAN' brands in the consumer retail market. A consumer behaviour trend in the use of salt in daily life was an indeed a notable trend over the past few years. Consumers are becoming increasingly health-conscious and looking for healthier options when it comes to their diet. GHCL CPD is taking utmost care and is meticulously working towards proving the end user the best quality and user experience. Salt production saw a major downfall during the last four years (2020-24) due to unseasonal rains. However, for 2024-25 salt production is expected to improve to 1.2 lakhs MT.

COMPANY PERFORMANCE - PERFORMANCE HIGHLIGHTS – CONTINUED OPERATIONS

Revenue for the financial year ended 31st March 2024 is Rs. 3498 Crore as against Rs. 4584 Crore for the previous Financial Year ended 31st March 2023.

Profit before financial expenses and depreciation for the financial year ended 31st March 2024 is Rs. 899 Crore as compared to Rs. 1519 Crore for the previous Financial Year ended 31st March 2023.

PBT (Profit Before Tax) for the financial year ended 31st March, 2024 is at Rs. 991 Crore against Rs. 1442 Crore for the previous Financial Year ended 31st March 2023.

DETAILS OF SIGNIFICANT CHANGES IN THE KEY FINANCIAL RATIOS & RETURN ON NET WORTH

As per the Schedule V to the Listing Regulations read with Regulation 34(3) of the Listing Regulations, details of significant changes (i.e. change of 25% or more as compared to the immediately previous financial year) in Key Financial Ratios and

Management Discussion and Analysis

any changes in Return on Net Worth of the Company including explanations therefor have been provided in note no. 46 (refer page no. 288 of Annual Report).

INTERNAL CONTROLS AND RISK MANAGEMENT

GHCL Limited has a well-established framework of internal controls across all the businesses and in all the areas of its operations. The Company has adequate monitoring procedures and has appointed competent personnel to safeguard its assets, protect loss from unauthorized use or disposition ensuring reliably authorized, accurately recorded and transparently reported transactions. Establishment of highly efficient management information and reporting systems combined with robust corporate policies form the overall control mechanisms.

The Company conducts its business with integrity, high standards of ethical behavior and in compliance with all applicable laws and regulations that govern its business. To supplement the internal control mechanism, the Company has appointed external independent internal audit agencies to carry out concurrent internal audit at all its business locations. Audit & Compliance Committee of the Board of Directors reviews the internal control systems on a regular basis to improve their effectiveness besides verifying statutory compliances. The Audit & Compliance Committee meets periodically to discuss findings of the internal auditors along with the remedial actions (i.e. Action Taken Report) that have been recorded or have been taken by the management to address weaknesses of the system. The statutory audits are conducted by globally recognized 'Big 4' audit agencies to ensure that the company's practices are in line with global best practices. A compliance management tool had also been adopted to ensure timely compliance with legal, financial, environmental, labour, governance, safety and other relevant regulations.

At GHCL, Risk Management and Internal Audit functions complement each other to form an elaborate risk management system that evaluates the efficacy of the framework relating to risk identification and mitigation. The Company strives to adopt a de-risking strategy in its operations while making growth investments. This involves setting up and monitoring risks on a regular basis. GHCL has Risk & Sustainability Committee in line with the requirement of Regulation 21 of the Listing Regulations. The Company applies Risk Management in a well-defined, integrated framework, which promotes awareness of risks and an understanding of the Company's risk tolerances. The management monitors the internal control system, designed to identify, assess, monitor and manage risks, associated with the Company. Each risk is provided with different number of control measures depending upon its potential impact and probability of occurrence. The risk management framework incorporates both financial and non-financial risks, as explained in the Risk Management section of the Integrated Report and Corporate Governance Report.

HUMAN CAPITAL MANAGEMENT

In GHCL we are really proud of our "HUMAN RESOURCES". We believe that our employees make a key difference to our business success. It speaks volumes as to why GHCL is certified as a "Great Place to Work" consecutively for eight times in a row. Indeed it is a proud moment that we are also certified by GPTW as TOP 50 Great places to work in Manufacturing, an additional feather on the cap. Employees are one of our five key stakeholders and needless to mention that managing our human capital has been our key strength and pride. To corroborate this, the scores of our HR CULTURE Audit by GPTW shows a consistent journey even this year. It is our firm belief that nurturing and strengthening the human resource capital is of utmost importance to run the organization effectively and smoothly. Therefore, the HR function takes pride in managing the human capital both with warmth and care as a hallmark of a caring organization. The Human Capital is managed in a structured manner with key focus areas being Talent Management, Organizational capability Development, Employee Engagement and harmonious Industrial Relations. This contributes to our unique corporate identity in our journey towards high performance Coaching & Mentoring culture. Good human resource management is vital for the success of any business, therefore GHCL regularly reviews & revisits its various HR policies and practices to ensure that we comply with the values of the Company and can be benchmarked against the leaders in the industry. In fact our HR Mission emphasizes on creating a value driven, high performance learning organization in an engaged and digitized environment so that we are employer of choice. As on March 31, 2024, number of people employed are 3447 including all categories. For more details on Human Capital Management at GHCL, refer to 'Human Capital' section of the Integrated Report.

CSR Initiatives

GHCL Limited, since beginning, has been determined to focus on the holistic development, including the growth of society as a whole, particularly in the region of its operations. This is done with the aim to establish social license to operate and maintain a harmonious relationship with local stakeholders. For last three years, more focus has been given on expanding the CSR footprint in our operational areas along with meeting the expectations of the people. In doing so, our NGO partners, through GHCL Foundation, play a pivotal role in strategically planning and systematically executing our CSR initiatives. For more details on Corporate Social Responsibility at GHCL Limited, refer to 'Social & Relationship Capital' section of the Integrated Report.

Corporate Governance

For the Financial Year Ended March 31, 2024

(as required under SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015)

1. Company's Commitment to Corporate Governance Excellence:

At GHCL, we are deeply committed to upholding robust corporate governance practices that prioritize integrity, fairness, transparency, and accountability. Our philosophy revolves around the belief that sustainable growth and long-term success for all stakeholders can only be achieved through prudent resource management and ethical conduct. As we navigate the ever-evolving business landscape, we remain committee in preserving and perpetuating the core values that define our corporate culture.

Our governance principles are rooted in a dedication to enhancing stakeholder value and ensuring a high return on investment. We strive to uphold transparency, accountability, and value-driven growth in all our endeavours, meeting our commitments with integrity and adhering to ethical standards.

To fortify our governance framework, we have implemented a comprehensive set of policies and frameworks tailored to our unique business needs. These include a robust code of conduct for our Board of Directors and senior management, a Board Diversity Policy, Materiality Determination Policy, Succession Plan Policy, Whistle-blower Policy, Risk Management Policy, and various Business Responsibility and Sustainability Reporting (BRSR) Policies, among others. These policies reflect our unwavering commitment to governance excellence and are readily accessible to the public on our official website.

Additionally, we prioritize fair disclosure practices for unpublished price-sensitive information, complying with the SEBI (Prohibition of Insider Trading) Regulations of 2015 through a robust code of conduct that effectively regulates insider trading activities.

By embracing these principles and practices, we endeavour to maintain the highest standards of corporate governance. Through continuous research and a commitment to improvement, we remain at the forefront of governance excellence, setting new benchmarks for responsible and sustainable business practices in our industry.

2. Board of Directors: Champions of Ethical Governance

At GHCL, we believe that effective governance is not just a regulatory requirement but a cornerstone of our success and a driver of progress for society as a whole. Our Board, entrusted with the crucial task of nurturing a culture of ethical and accountable growth, comprises seasoned professionals who bring a wealth of expertise and dedication to their roles. Operating with independence and integrity, the Board sets a clear example of transparency, accountability, and responsibility for all stakeholders.

In line with Regulation 17 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations of 2015 and other pertinent laws, the Board fulfils its diverse range of governance responsibilities, including:

1. **Cultivating a Strong Corporate Culture:** The Board leads by example in fostering a corporate culture characterized by integrity, accountability, and ethical conduct, ensuring these values resonate throughout the organization.

Corporate Governance

2. **Strategic Decision-Making:** With a focus on long-term value creation, the Board makes informed decisions that align with the Company's objectives and stakeholder interests, exercising sound judgment and risk management practices.

3. **Oversight and Monitoring:** Diligent oversight ensures adherence to established policies and procedures, as well as compliance with relevant laws and regulations. The Board implements robust internal controls and regularly monitors performance to safeguard the Company's interests.

4. **Stakeholder Engagement:** Recognizing the importance of stakeholder engagement, the Board actively seeks to understand and address the needs and concerns of shareholders, employees, customers, suppliers, and the wider community, integrating their feedback into decision-making processes.

5. **Compliance and Legal Adherence:** Upholding the highest standards of legal and regulatory compliance is paramount for the Board. It ensures that the Company operates in full compliance with all applicable laws, regulations, and governance frameworks.

Beyond regulatory obligations, the Board is committed to nurturing a governance culture that inspires ethical behaviour, responsible decision-making, and long-term value creation. By upholding these principles, the Board demonstrates its unwavering dedication to driving sustainable growth and advancing the Company's interests in a transparent, accountable, and socially responsible manner.

2.1. Role & Responsibilities: Driving Sustainable Business Practices

At GHCL, the Board of Directors assumes a multifaceted role in fostering corporate social responsibility (CSR) initiatives and ensuring the Company's long-term sustainability. In addition to its core responsibilities, the Board specifically focuses on:

1. **Risk Management Oversight and Governance:** The Board ensures the implementation of robust systems to identify, assess, and mitigate key risks, including those related to social and environmental impacts. This oversight extends to safeguarding the Company's reputation and managing potential legal liabilities.

2. **Social and Environmental Risk Management Standards:** Clear guidelines and standards are established by the Board to promote sustainable practices and minimize the Company's environmental footprint. Targets are defined to monitor progress and drive continuous improvement in environmental stewardship.

3. **Formulating CSR Strategies and Implementation Framework:** Strategic CSR initiatives are formulated by the Board, aligning with the Company's values and business objectives. These strategies outline goals and allocate resources effectively to support impactful CSR programs.

4. **Compliance Assurance for CSR Initiatives:** The Board maintains a vigilant approach to monitoring CSR-related compliances, ensuring adherence to regulatory guidelines and commitments. Accurate reporting and transparent disclosure of CSR activities are emphasized to uphold the Company's commitment to accountability and transparency.

By actively engaging in these responsibilities, the Board reaffirms its dedication to responsible business practices, effective risk management, and the promotion of sustainable growth.

2.2. Board Composition Overview: As of March 31, 2024, the Board of GHCL Limited embodies a balanced mix of executive and non-executive directors, demonstrating the Company's commitment to robust governance practices. With a total of 9 directors, including the Chairman, Mr. Anurag Dalmia, who serves as a non-executive director and promoter, the Board ensures diverse representation and expertise.

The Composition of the Board as on March 31, 2024, is given herein below:

COMPOSITION OF THE BOARD OF DIRECTORS AS OF MARCH 31, 2024			
Category	**Name of Directors**	**No. of Directors**	**% of the total number of Directors**
Promoter Directors	Mr. Anurag Dalmia – Non-Executive Chairman Mr. Neelabh Dalmia – Executive Director (Growth & Diversification Projects)	2	22.22%
Independent Directors	Dr. Manoj Vaish Mrs. Vijaylaxmi Joshi (Ex-IAS) Justice Ravindra Singh (Retd.) Mr. Arun Kumar Jain (Ex-IRS) Dr. Lavanya Rastogi*	5	55.56%
Managing Director / Executive Director	Mr. R S Jalan – Managing Director Mr. Raman Chopra – CFO & Executive Director (Finance)	2	22.22%
	TOTAL NO. OF DIRECTORS	**9**	**100%**

*After completion of his second and final term (i.e. from April 1, 2019 to March 31, 2024), Dr. Lavanya Rastogi ceased from directorship of the Company effective from April 1, 2024.

The Board's composition aligns with the requirement of Regulation 17 of the Listing Regulations, ensuring that at least one-half of the Board comprises independent directors where Chairman is a promoter. Out of 9 directors, 5 are independent directors including one woman independent director. Subsequent to March 31, 2024, due to completion of tenure of Dr Lavanya Rastogi, the present board composition is 4:4 (i.e. 4 Independent Directors including one woman independent director and 1 non-executive promoter director and 3 Executive directors.) GHCL Limited is in compliance of statutory requirement, emphasizing its commitment to governance excellence.

The Role of Non-Executive Directors: Non-executive directors, particularly independent members, play a pivotal role in fostering balanced decision-making and upholding the Company's ethical standards. With diverse business acumen and independent judgment, they contribute valuable insights on strategic matters, performance evaluation, and compliance, ensuring decisions are made in the best interests of stakeholders.

Diverse Expertise for Effective Governance: The Board benefits from the varied expertise and perspectives of its non-executive directors, enhancing governance effectiveness and the Company's overall success. By maintaining a diverse and independent Board, GHCL Limited reinforces its commitment to transparency, accountability, and stakeholder value creation.

2.3. Board Meeting Protocol: The Board of Directors of GHCL Limited adheres to a structured framework for conducting its meetings, ensuring comprehensive discussions and informed decision-making on strategic, operational, and financial matters. The Board convenes regular meetings according to a predefined schedule, focusing on key areas such as interim financial statements, budgets, significant contracts, and strategic initiatives.

All the recommendations of Audit & Compliance Committee and other Committees made to the Board of Directors were duly accepted by the Board of Directors. There has been no such incidence where the Board has not accepted the recommendation of any Committees of the Board during the financial year 2023-24

Key Features:

(a) **Reserved Matters:** The Board reserves decision-making authority for critical matters, including financial statements approval, budget review, capital investments, and strategic decisions like business restructuring and debt management.

(b) **Committee Delegation:** TTo assist in its functions, the Board delegates authority to Committees such as the Banking & Operations, Stakeholders Relationship, Nomination & Remuneration, Audit & Compliance, CSR, and Risk & Sustainability Committees, ensuring comprehensive oversight across various aspects of governance.

Corporate Governance

(c) **Pre-Meeting Preparation:** Directors receive relevant information ahead of each meeting, ensuring they are well-informed about agenda items. The Chairman ensures all directors are briefed adequately.

(d) **Emergency Meetings:** In emergencies or to handle confidential information, the Board may convene meetings on shorter notice, while still adhering to statutory requirements.

(e) **Compliance Review:** Board meetings include a review of compliance reports on applicable laws and the code of conduct for Board Members and Senior Management, ensuring adherence to regulatory standards.

(f) **Performance Evaluation:** The Board sets annual performance objectives, monitors management actions and results, evaluates its own performance, and assesses the effectiveness of governance practices in enhancing stakeholder value.

Meetings follow a well-established protocol, with fixed dates set well in advance. Agenda and explanatory notes are circulated at least seven days before the meeting. Video conferencing facilities are provided for remote participation when necessary.

GHCL Limited's Board meetings ensure an organized and informed decision-making process, promoting transparency, efficiency, and active participation of directors, whether attending in person or remotely. This structured approach fosters effective governance, aligning with the Company's commitment to upholding the highest standards of corporate conduct and accountability.

2.4. Board Oversight and Information Presentation: The Board of Directors serves as the apex governing body of the Company, representing shareholders' interests and overseeing strategic direction, performance, and governance on behalf of all stakeholders.

The Board enjoys access to comprehensive and timely information crucial for informed decision-making. Management is committed to providing the Board with all necessary data, ensuring transparency and accountability. Upholding the Corporate Governance Philosophy, the Board operates in the Company's best interests and those of its stakeholders.

Key Matters Presented to the Board:

1. Strategic Matters:

- Review and guidance of corporate strategy
- Oversight of corporate restructuring, mergers, demergers
- Details on acquisitions, joint ventures, collaborations
- Business growth and diversification roadmap
- Risk identification and mitigation strategies
- Projects related to renewable energy and sustainability
- Talent identification and succession planning

2. Operational Matters:

- Annual operating plans and capital budgets
- Regular business/function updates
- Appointment and remuneration of key personnel
- Material sales of investments, subsidiaries, assetss
- Significant developments in human resources/ industrial relations
- Talent identification and succession planning

3. Finance Matters:

- Quarterly/Annual financial statements
- Transactions involving substantial payments
- Material defaults, if any, in financial obligations
- Foreign exchange exposures and treasury management
- Business financing and credit rating

4. Governance and Compliance Matters:

- Notices, penalties, or demands, if any from authorities
- Accidents, occurrences, or environmental issues
- Corporate social responsibility initiatives
- Appointment of auditors and compliance officers
- Related party transactions and subsidiary funding
- Compliance certificates and regulatory non-compliances
- Oversight of sustainability efforts
- Minutes, resolutions, and director disclosures
- Performance evaluation of the Board, committees, and directors

Through deliberations on these matters, the Board ensures effective governance, regulatory compliance, and strategic alignment with the Company's objectives and stakeholder expectations.

2.5. **Post-Meeting follow up, Review and Reporting:** The Company has established a robust post-meeting follow-up, review, and reporting mechanism to ensure the timely execution of decisions made by the Board and its Committees. Facilitating this process is the pivotal role played by the Company Secretary, who ensures seamless communication of the Board's resolutions to relevant business units and departments, thereby ensuring their swift implementation.

Throughout the financial year ending March 31, 2024, a total of four Board Meetings were convened. These meetings occurred on April 29, 2023, August 7, 2023, November 7, 2023, and February 3, 2024. They were conducted either in person or through Video Conferencing (VC) or Other Audio Visual Means (OAVM). In compliance with Regulation 17 of the Listing Regulations and the Companies Act 2013, which stipulates that the interval between any two Board Meetings should not exceed 120 days, the Company meticulously adhered to this requirement.

It is important to note that all directors attended each of the Board Meetings and the Annual General Meeting held during the financial year. Their presence underscores their dedication and active engagement in the Company's governance processes.

The detailed attendance of Directors at the Board Meetings during the financial year ended March 31, 2024, is provided below:

Sl. No.	Name	Date of Board Meeting & Attendance				AGM Attendance (July 1, 2023)
		April 29, 2023	August 7, 2023	November 7, 2023	February 3, 2024	
1	Mr. Sanjay Dalmia*	✓	NA	NA	NA	✓
2	Mr. Anurag Dalmia	✓	✓	✓	✓	✓
3	Dr. Manoj Vaish	✓	✓	✓	✓	✓
4	Mrs. Vijaylaxmi Joshi (Ex-IAS)	✓	✓	✓	✓	✓
5	Justice Ravindra Singh (Retd.)	✓	✓	✓	✓	✓
6	Mr. Arun Kumar Jain (Ex-IRS)	✓	✓	✓	✓	✓
7	Dr. Lavanya Rastogi	✓	✓	✓	✓	✓
8	Mr. R. S. Jalan	✓	✓	✓	✓	✓
9	Mr. Raman Chopra	✓	✓	✓	✓	✓
10	Mr. Neelabh Dalmia	✓	✓	✓	✓	✓

Corporate Governance

Note:

1. The resolution related to appointment of Mr. Sanjay Dalmia as a rotational director was secured only 67.73% of the total voting against the mandatory requirement of 75% of the total voting exercised by the shareholders in the 40th Annual General Meeting held on July 1, 2023. Thus the said resolution didn't get through in the democratic process exercised by the shareholders. Accordingly, directorship of Shri Sanjay Dalmia (DIN: 00206992) was ceased w.e.f. July 1, 2023.
2. Mr. Anurag Dalmia is a director retiring by rotation, and he is eligible for re-appointment. All the necessary information required under Regulation 36 (3) of the Listing Regulations has been provided under the notice of the Annual General Meeting (AGM). The details regarding his qualifications, expertise, experience, and other relevant information have been included to facilitate informed decision-making by the shareholders.

Adherence to Regulatory Requirements: The Directors of GHCL Limited meticulously adhere to regulatory mandates concerning their directorship positions and committee memberships in other public limited and equity-listed companies. None of the Directors, including alternate directors, hold directorship positions in more than 10 public limited companies or serve as directors in more than 7 equity-listed companies. For Independent Directors, the limit is set at 7 equity-listed companies, or 3 equity-listed companies if they serve as Whole-time Directors or Managing Directors. The brief profile of the Directors of the Company in line with the requirement of Listing Regulations and the Companies Act, 2013 is given separately and available at website of the Company www.ghcl.co.in

Furthermore, the Directors on the Board of GHCL Limited do not exceed membership in more than 10 Committees or serve as Chairpersons of more than 5 Committees, as specified in Regulation 26(1) of the Listing Regulations. This criterion applies uniformly across all listed companies in which they hold directorship positions.

Mr. Neelabh Dalmia, Executive Director (Growth & Diversification Projects) and Mr. Anurag Dalmia, Non Executive Chairman are related to each other as Mr. Neelabh Dalmia is son of Mr. Anurag Dalmia. Except this, no Director of the Company is related to any other Director of the Company.

The requisite disclosures concerning directorship positions, committee memberships, and shares held by the Directors on the Board of the Company as of March 31, 2024, have been duly made and are outlined below:

Sl. No.	Name of the Director	Director Identification Number (DIN)	No. of Directorship in other Indian Public Limited Companies*	No. of committee positions held as Chairman in other Public Companies**	No. of Committee positions held as Member in other Public Companies**	No. of Equity Shares of GHCL Limited held by the Director	Name of other Listed Entity and Category of Directorship
1	Mr. Anurag Dalmia	00120710	-	-	-	125225 in Individual Account and 585124 in HUF Account	GHCL Textiles Limited (Non Executive Director w.e.f. April 1, 2024)
2	Dr. Manoj Vaish	00157082	2	1	-	-	GHCL Textiles Limited (Independent Director)
3	Mrs. Vijaylaxmi Joshi	00032055	2	1	2	-	1. Adani Enterprises Ltd (Independent Director) 2. GHCL Textiles Limited (Independent Director)
4	Justice Ravindra Singh (Retd.)	08344852	-	-	-	-	GHCL Textiles Limited (Independent Director w.e.f. April 1, 2024)
5	Mr. Arun Kumar Jain	07563704	2	1	2	-	GHCL Textiles Limited (Independent Director)

Sl. No.	Name of the Director	Director Identification Number (DIN)	No. of Directorship in other Indian Public Limited Companies*	No. of committee positions held as Chairman in other Public Companies**	No. of Committee positions held as Member in other Public Companies**	No. of Equity Shares of GHCL Limited held by the Director	Name of other Listed Entity and Category of Directorship
6	Mr. R S Jalan	00121260	1	-	1	450000	GHCL Textiles Limited (Non Executive Director)
7	Mr. Raman Chopra	00954190	2	-	1	175000	GHCL Textiles Limited (Non Executive Director)
8	Mr. Neelabh Dalmia	00121760	1	-	1	120600	GHCL Textiles Limited (Non Executive Director)

*__Regulatory Compliance Clarification:__ The limitations on the number of directorships and committee memberships/chairmanships, as per Regulation 26 of the Listing Regulations, do not include Private Limited Companies, Foreign Companies, and Companies under Section 8 of the Companies Act, 2013. The above disclosures are in compliance of Regulation 26 of the Listing Regulations.

**When assessing committee roles, only the chairmanship/membership of the Audit Committee and the Stakeholders' Relationship Committee have been considered. This focused evaluation ensures alignment with regulatory standards and facilitates transparent reporting on directorship positions and committee memberships. The names of the listed companies and the categories of directorship held by any of the mentioned directors are provided in their respective profiles.

During the financial year concluding on March 31, 2024, GHCL Limited conducted its affairs with a focus on transparency and regulatory compliance. The Company refrained from engaging in significant transactions with its Non-Executive Directors, except for disclosed related-party transactions conducted in the ordinary course of business, as detailed in the annual report.

To ensure adherence to regulatory mandates, GHCL Limited secured declarations from its Independent Directors affirming their independence and asserting their ability to discharge duties with impartiality and autonomy. This practice aligns with the requirements outlined in Section 149(6) of the Companies Act, 2013, Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, and Regulation 16(1)(b) & 25(8) of the Listing Regulations.

The Audit & Compliance Committee meticulously scrutinized the financial statements of the company. At present GHCL Limited currently does not operate any subsidiaries within India, consequently, the statutory obligations pertaining to appointing an Independent Director on the Board of Indian subsidiaries are not applicable.

Throughout the financial year, the Board of Directors diligently considered and approved all recommendations of the Board Committees that were of a statutory nature and necessitated the Committee's endorsement. This practice ensures compliance with clause 10(j) of schedule V of the SEBI Listing Regulations.

2.6. **Meeting of Independent Directors:** In adherence to the mandates of Section 149 of the Companies Act, 2013, and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Independent Directors of GHCL Limited convene meetings exclusive of Non-Independent Directors and Management Personnel, with the exception of the Company Secretary.

These gatherings serve as platforms for Independent Directors to deliberate on various pertinent matters, including:

(a) Conducting assessments on the performance of Non-Independent Directors, the Board as a whole, and its Committees.

(b) Evaluating the effectiveness of the Chairman, incorporating feedback from both Executive and Non-Executive Directors.

(c) Reviewing the adequacy, comprehensiveness, and timeliness of information exchange between Management and the Board to facilitate the efficient execution of their responsibilities.

Corporate Governance

During the financial year concluding on March 31, 2024, one meeting of the Independent Directors was convened on October 26, 2023, with full attendance from all Independent Directors. Dr. Manoj Vaish, acting as the Lead Independent Director, chaired the meeting and established its procedural framework. The Company Secretary was present to facilitate the proceedings.

2.7. **Directors' Appointment and Re-appointment:** Mr. Anurag Dalmia, a director liable to retire by rotation, has expressed his intention for re-appointment at the forthcoming Annual General Meeting of GHCL Limited. His re-appointment is contingent upon the approval of the shareholders.

All pertinent details regarding directors seeking appointment/re-appointment, as mandated by Regulation 36(3) of the Listing Regulations, in conjunction with the provisions of the Companies Act, 2013, and relevant Secretarial Standards (SS – 2), are comprehensively documented in the Notice and Corporate Governance report of the Company.

2.8. **Familiarization Program for Directors and Continuous Training:** GHCL maintains a structured practice to ensure that all newly appointed non-executive directors, including independent directors, undergo a comprehensive familiarization program. This program acquaints them with the company's core values, vision, mission statement, and business philosophy. Led by the Chairman, Managing Directors, Executive Directors (Finance) & CFO, Head of Sustainability, and Company Secretary, along with functional management, the program provides an overview of the company's operations and familiarizes new directors with key aspects of the organization.

During the familiarization program, non-executive directors are introduced to various facets of GHCL, including its organizational structure, services, constitution, board procedures, reserved matters, major risks, risk management strategy, compliance mechanisms, and CSR initiatives. Detailed information about the program is accessible on the Company's website.

GHCL facilitates dedicated meetings of the audit committee with the internal auditor to delve into internal audit reports and action taken reports. These sessions provide an opportunity for executive directors and senior management to share insights and leadership perspectives on relevant issues.

The Company prioritizes the ongoing professional development of its directors, providing access to the comprehensive online learning platform, Skillsoft. Through this platform, directors engage in continuous learning, staying abreast of pertinent business and statutory updates. During board and committee meetings, directors receive updates encompassing various crucial areas, including company performance, industry dynamics, regulatory changes, forex strategy, and business growth prospects.

Mr. Bhuwneshwar Mishra, our Vice President - Sustainability & Company Secretary, plays a pivotal role in keeping the board informed about regulatory provisions, governance practices, risk management strategies, CSR initiatives, and sustainability efforts.

In addition to the above, all directors have participated in a structured awareness program focused on our Business Responsibility and Sustainability Reporting (BRSR) policies, code of conduct, and various company policies. This program featured comprehensive reading materials followed by multiple-choice questions (MCQs). To ensure thorough understanding and compliance, directors were required to pass an online test and obtain a system-generated certificate of completion. We are delighted to report that all board members successfully completed the test, demonstrating their commitment to upholding the highest standards of corporate governance and learning organisation.

Throughout the financial year, all meetings of the Board of Directors and its committees were held in a hybrid format, combining physical and online participation. Attendance by all directors and committee members was ensured at these meetings.

The details of such Familiarization Program for Independent Directors are posted on the website of the Company and the web link of the same is provided hereunder https://ghcl.co.in/familiarization-programme-for-independent-directors

2.9. Key Skills, Expertise, and Competencies of the Board of Directors: The Board of GHCL is strategically composed to foster a diverse range of expertise, ensuring a well-rounded approach to decision-making. Each director brings unique skills and competencies to the table, contributing to the Company's growth and sustainability. Based on the recommendations of the Nomination & Remuneration Committee, the following core skills, expertise, and competencies have been identified:

1. Leadership, Strategic Thinking, Technical Skills of the Industry, and General Management:

- **Leadership:** Inspiring and guiding others towards common goals.
- **Strategic Thinking:** Analyzing complex situations and developing long-term plans.
- **Technical Skills of the Industry:** Expertise in chemical processes, manufacturing operations, and quality control.
- **General Management:** Proficiency in financial management, operations, and strategic planning.

2. Public Policy and Public Advocacy:

- **Public Policy:** Understanding and influencing government actions to address social issues.
- **Policy Advocacy:** Actively supporting specific policies to advance organizational objectives.

3. Governance, Environment, Health & Safety (EHS), Sustainability, Corporate Social Responsibility (CSR), and Law:

- **Governance:** Establishing processes for decision-making and accountability.
- **EHS:** Implementing measures to protect the environment and ensure safety.
- **Sustainability:** Balancing social, environmental, and economic considerations.
- **CSR:** Contributing to societal well-being through responsible business practices.
- **Law:** Deep understanding of legal frameworks and compliance requirements.

4. Finance & Accounts and Capital Markets:

- **Finance & Accounts:** Proficiency in financial management and reporting processes.
- **Capital Markets:** Understanding primary and secondary markets and capital allocation.

5. Information Technology (IT), Cybersecurity, Data Protection, and Digitization:

- **Information Technology:** Utilizing computer systems for data processing and exchange.
- **Cybersecurity:** Protecting systems and data from cyber threats.
- **Data Protection:** Safeguarding important data from loss or compromise.
- **Digitization:** Converting information into digital formats for efficient processing.

Corporate Governance

Each director's skills and expertise are aligned with GHCL's strategic objectives, ensuring robust governance and informed decision-making across all areas of the Company's operations.

Skill matrix of GHCL's Board

Name of Director	Leadership, Strategic Thinking & General Management			Public Policy and Public Advocacy		Governance, EHS, Sustainability & CSR					Finance & Accounts and Capital Market		Information Technology, Cyber Security, Data Protection and Digitisation			
	Leadership	Strategic Thinking	General Management	Public Policy	Public Advocacy	Governance	EHS	Sustainability	CSR	Law	Finance & Accounts	Capital Market	Information Technology	Cyber Security	Data Protection	Digitisation
Mr. Anurag Dalmia	✓	✓	✓	✓	✓				✓		✓	✓				
Mrs. Vijaylaxmi Joshi	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓					
Dr. Manoj Vaish	✓	✓	✓		✓	✓		✓	✓		✓	✓	✓		✓	✓
Justice Ravindra Singh	✓	✓	✓	✓	✓	✓			✓	✓	✓					
Mr. AK Jain	✓	✓	✓		✓	✓	✓		✓		✓	✓				
Mr. RS Jalan	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
Mr. Raman Chopra	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
Mr. Neelabh Dalmia	✓	✓	✓	✓	✓	✓	✓	✓	✓		✓	✓	✓			

The Board's mix of skills and expertise ensures that GHCL is ready to handle whatever comes its way in the industries it operates in. With different talents and know-how on board, the Board can make smart decisions and see things from various angles. This diversity of skills helps the Company stay innovative and strong as it works towards its goals.

2.10. Resignation of Independent Directors: In the financial year FY 2023-24, all Independent Directors fulfilled their duties until the end of their terms without any resignations. They remained dedicated to their roles and continued to actively contribute to the Company's governance throughout the year.

2.11. Lead Independent Director: The Board of Directors of your Company, in their meeting on July 29, 2021, appointed Dr. Manoj Vaish as the Lead Independent Director (LID). Dr. Vaish, who also serves as the Chairman of the Audit & Compliance Committee, will hold this position for a tenure of 3 years from the date of appointment or until retirement, whichever comes first.

In his capacity as the Lead Independent Director, Dr. Vaish assumes several key roles and responsibilities, including:

(a) Role of Lead Independent Director:

1. To preside over meetings of Independent Directors.
2. To become the facilitator for consensus building.
3. To preside over the meeting of the Board and Shareholders where the Chairman is not present or are interested parties.
4. To act as a facilitator for stakeholders' voices to reach the Board.
5. To provide guidance to the secretarial functions for ensuring and implementing good governance practices and compliance with statutory requirements.
6. To serve as spokesperson for the company if so asked by the Board and perform such other functions as may be delegated by the Board.

(b) Nomination Criteria & Tenure of LID:

1. The LID should be an Independent director at the time of appointment and throughout their position.
2. This is essential to ensure LID exercises its duties efficiently and effectively and free from any vested interest.
3. The Internal appointee from among the existing independent directors, who have in-depth knowledge and understanding of the company and board dynamics that is usually gained by prior service on the board.
4. The LID must have the ability to exercise independent views as also to assume additional responsibilities.
5. LID is expected to have strong interpersonal skills to serve as an intermediary for the other directors and all stakeholders.
6. LID should be in a position to become more knowledgeable about the company, its performance, its markets, and its stakeholders.
7. Nomination of LID shall be on a rotation basis. The tenure of LID is fixed for three years from the date of nomination or till the date of retirement, whichever is earlier.

Corporate Governance

3. Committees of the Board

(i) Audit & Compliance Committee

"As the Chair of the Audit & Compliance Committee, I am pleased to affirm our organization's robust audit and compliance framework, positioning us as industry leaders in fraud prevention and safeguarding stakeholder interests. Our steadfast commitment to transparency, accuracy, and integrity distinguishes us from our peers. Through meticulous oversight, timely reporting, and effective communication, we strengthen the foundation of trust and reliability upon which our stakeholders depend. Our unwavering dedication to upholding the highest standards of corporate governance underscores our commitment to excellence, reassuring stakeholders that their interests remain our top priority and are diligently protected."

Dr. Manoj Vaish

Chairman , Audit & Compliance Committee

The Audit & Compliance Committee, originally established in 2000, has long been a cornerstone of our governance framework. Recognizing its significance, the Board of Directors, in a meeting held on July 29, 2021, renamed the committee as the "Audit & Compliance Committee" and broadened its scope of responsibilities. As of March 31, 2024, the committee comprises three independent directors esteemed for their extensive expertise in financial and accounting domains.

In accordance with Section 177 of the Companies Act, 2013, and Regulation 18 of the Listing Regulations, the constitution of the Audit & Compliance Committee adheres to stringent guidelines. To support its functioning, Mr. Bhuwneshwar Mishra, our Company Secretary, serves as the Committee Secretary.

At its core, the Audit & Compliance Committee serves as a crucial conduit between our statutory and internal auditors and the Board of Directors. This intermediary role fosters seamless communication and collaboration on auditing and compliance matters.

The committee plays a pivotal role in assisting the Board in overseeing the quality and integrity of our accounting, auditing, and reporting practices. Additionally, it ensures our adherence to legal and regulatory requirements. The overarching objective of the Audit & Compliance Committee is to provide vigilant oversight of our accounting and financial reporting process, review audits of our financial statements, and monitor the appointment, independence, and performance of our statutory auditors and internal auditors.

Through its diligent efforts, the Audit & Compliance Committee strengthens the transparency, accuracy, and reliability of our financial operations. Its unwavering dedication contributes significantly to upholding the highest standards of corporate governance and instilling confidence in our stakeholders regarding our financial disclosures.

The details of terms of reference is available at company website: https://ghcl.co.in/wp-content/uploads/2024/04/GHCL-Terms-and-Reference-of-various-Committees-of-the-Company.pdf

The Audit & Compliance Committee upholds its duties with meticulousness and efficacy, ensuring robust oversight of our governance practices. Following each meeting, the committee promptly presents the executive summary to the subsequent Board Meeting for discussion, while comprehensive minutes are meticulously recorded for future reference.

At the onset of each financial year, the committee strategizes on both internal and statutory audit plans. Meetings are diligently scheduled well in advance, with agendas and explanatory notes circulated at least seven days beforehand. Should certain documents not be feasible to attach to the agenda, they are presented during the meeting, with explicit reference in the agenda itself. In exceptional circumstances, additional items may be added, and urgent matters are addressed promptly, maintaining confidentiality as necessary.

In the financial year ending March 31, 2024, the Audit & Compliance Committee convened four times, adhering strictly to Regulation 18 of the Listing Regulations and the Companies Act 2013. The committee ensured that the time gap between meetings did not surpass 120 days, in compliance with regulatory provisions. All meetings boasted an adequate quorum, with active member participation evident in discussions.

Through steadfast adherence to governance principles, timely reporting, and effective communication, the Audit & Compliance Committee significantly bolsters our transparency, accountability, and sound financial management practices. The composition and attendance records of the committee members are outlined below.

Category	Name of the Audit & Compliance Committee members		
	Dr. Manoj Vaish – Chairman	Mrs. Vijaylaxmi Joshi (Ex-IAS)	Mr. Arun Kumar Jain (Ex-IRS)
	Independent Director (Expertise in Finance, account, forex, tax and securities market)	Independent Director (Expertise in administration, finance & taxation)	Independent Director (Expertise in Finance, accounts, taxation & CSR)
Date of the Meeting			
April 29, 2023	✓	✓	✓
August 7, 2023	✓	✓	✓
November 7, 2023	✓	✓	✓
February 3, 2024	✓	✓	✓
Whether attended Last AGM (Yes/No)	✓	✓	✓

Note:

- The Audit & Compliance Committee ensures that relevant stakeholders are invited to its meetings as required. Invitees include the Managing Director, CFO & Executive Director (Finance), Executive Director (Growth & Diversification), Statutory Auditors, Internal Auditors, and other concerned employees responsible for Internal Audit/accounts. Their presence and inputs contribute to comprehensive discussions and informed decision-making during the committee meetings.

The Company remains steadfast in adhering to the guidelines outlined in Regulation 18 of the Listing Regulations concerning the constitution of the Audit & Compliance Committee.

Under the guidance of Dr. Manoj Vaish, a distinguished authority in Finance and Accounting, the committee benefits greatly from his extensive expertise, particularly in treasury management, forex and securities markets. Dr. Vaish's attendance and active participation at the 40th Annual General Meeting on July 1, 2023, underscore our commitment to shareholder engagement and transparency.

In accordance with Regulation 18(3) and para B of Part C of Schedule II of the Listing Regulations, the Audit & Compliance Committee meticulously reviewed several crucial aspects, including:

- The Management Discussion and Analysis, offering insights into the company's financial performance and operational outcomes.
- Management letters and internal control weaknesses highlighted by the Statutory Auditors, addressing areas for potential improvement in our internal control framework.
- Reports from Internal Auditors detailing identified internal control weaknesses or areas warranting enhancement.
- The appointment, removal, and remuneration terms of the Internal Auditors, ensuring diligent oversight and governance of our internal audit function.
- Statement of deviations

  (a) Quarterly statement of deviation(s) including a report of monitoring agency, if applicable, submitted to the stock exchange(s) in terms of Regulation 32(1) – Not applicable during FY 2023-24

  (b) Annual statement of funds utilized for purposes other than those stated in the offer document/ Prospectus/notice as per Regulation 32(7) – Not applicable during FY 2023-24

These rigorous reviews and assessments serve as pillars supporting robust corporate governance practices and uphold our commitment to regulatory compliance. The Audit & Compliance Committee's unwavering dedication to these examinations enhances transparency, accountability, and the overall integrity of our operations.

Statutory Auditors Engagement Disclosure: GHCL maintains a robust policy to ensure the independence of statutory auditors. The Audit & Compliance Committee oversees audit processes and evaluates engagements with

Corporate Governance

M/s S. R. Batliboi & Co. LLP and its affiliates. Every non-audit service by affiliates, like EY, undergoes meticulous evaluation by the committee. The company adheres to ethical standards and seeks independent opinions to address potential threats to compliance. This ensures audit integrity and transparency in financial reporting. E & Y provided advisory services related to BRSR & Integrated Reporting for FY 2023-24.

(ii) Nomination & Remuneration Committee:

"I am honoured to chair a committee dedicated to setting the benchmark in corporate governance. Our commitment transcends mere compliance; we prioritize essential elements like succession planning, gender diversity, equal pay, non-discrimination, and human rights respect. Through meticulous evaluation and a focus on diversity, we cultivate an inclusive culture that fosters talent, promotes equality, and champions ethical practices. Our aim is to attract, retain, and empower outstanding individuals while safeguarding stakeholders' interests, paving the way for a promising future for our organization."

Vijaylaxmi Joshi (Ex - IAS)

Chairperson-Nomination & Remuneration Committee

The Company upholds a transparent compensation policy for its Directors, ensuring adherence to relevant regulations. The Nomination & Remuneration Committee, established in 1995, functions in accordance with Section 178 of the Companies Act, 2013, and Regulation 19 of the Listing Regulations. As of March 31, 2024, the committee comprises three Independent Directors, with the Chairperson also holding an Independent Director position. Mr. Bhuwneshwar Mishra, the Company Secretary, serves as the Committee Secretary.

Aligned with Section 178(2) of the Companies Act, 2013, and Regulation 19 (4) of the Listing Regulations, the Nomination and Remuneration Committee shoulders the following responsibilities:

a. Identifying qualified individuals for Director and senior management roles based on predefined criteria.

b. Recommending appointments and removals of individuals for said positions to the Board.

c. Formulating criteria for assessing the qualifications, attributes, and independence of Directors, along with a remuneration policy for Directors, key managerial personnel, and other employees.

d. Evaluating the Board's skill balance upon the appointment of an Independent Director, preparing role descriptions, and identifying candidates accordingly.

e. Establishing a diversity policy for the Board.

f. Creating criteria for evaluating the performance of Independent Directors and the Board.

g. Deciding on the extension or continuation of an independent Director's term based on performance evaluations.

h. Recommending all forms of remuneration for senior management to the Board.

i. Fulfilling any other obligations outlined in Regulation 19 of the Listing Regulations and the Companies Act, 2013.

The Committee sets the remuneration and employment terms for Executive Directors, recommending sitting fees and commissions for Non-Executive Directors within approved ceilings. It determines Executive Directors' remuneration based on individual performance, experience, and market conditions, aiming to align compensation with responsibilities. During remuneration reviews, the Committee ensures the packages are competitive, motivating, and balanced between fixed and incentive pay, in line with the Company's objectives.

Executive summaries of Committee Meetings are presented at the immediate Board Meeting, with full minutes recorded for subsequent documentation. Meetings are scheduled in advance, with agendas circulated seven days prior to the meeting.

In the financial year ending March 31, 2024, the Nomination and Remuneration Committee convened twice. Attendance records of Directors are given herein below.

COMPOSITION AND ATTENDANCE OF MEMBERS AT THE NOMINATION & REMUNERATION COMMITTEE MEETINGS HELD DURING THE FINANCIAL YEAR ENDED MARCH 31, 2024			
	Name of the Nomination & Remuneration Committee Members		
	Mrs. Vijaylaxmi Joshi – Chairperson	Dr. Manoj Vaish	Justice Ravindra Singh (Retd.)
Category of Director	Independent Director (Ex –IAS)	Independent Director (Expertise in Finance, forex and securities market)	Independent Director (Expertise in legal)
Date of the Meeting			
April 29, 2023	✓	✓	✓
December 27, 2023	✓	✓	✓
Whether attended Last AGM (Yes/ No)	✓	✓	✓

1. The Board of Directors, during its meeting held on November 7, 2023, had appointed Mr. Anurag Dalmia, Non Executive – Chairman as a permanent invitee of the Nomination & Remuneration Committee w.e.f. November 7, 2023.

Executive Compensation Framework

Our commitment to attracting, retaining, and motivating top talent remains firm. The Nomination and Remuneration Policy are posted on website of the company https://ghcl.co.in/wp-content/uploads/2024/05/Nomination-Remuneration-Policy.pdf. These policies are not just reports; they embody our dedication to several key objectives:

i. **Attract, Retain, and Motivate:** The company aims to attract, retain, and motivate highly qualified and competent individuals at various levels, including Directors, Key Managerial Personnel, and other employees, who are crucial for the successful operation of the company

ii. **Market Competitiveness:** The Company ensures that its payment structure remains competitive and aligned with the market salary levels. This helps the company to remain competitive in the industry and attract top talent.

iii. **Performance-based Rewards:** The Company periodically reviews the remuneration of its employees based on their performance, potential, and value addition to the company. A systematic assessment process is followed to determine the appropriate rewards for their contributions.

iv. **Compliance and Legal Obligations:** The Company ensures that all salary and perk disbursements comply with the applicable statutory provisions and prevailing tax laws of the country. This ensures adherence to legal obligations and maintains transparency in compensation practices.

Our strategies encompass periodic market surveys, performance appraisal enhancements, incentive scheme implementation, skill augmentation initiatives, and adaptability to evolving tax laws.

While performance evaluations are carried out by reporting managers, the Nomination and Remuneration Committee holds the authority to review and decide on compensation matters, guided by our policies and considering performance, potential, and value addition.

We remain dedicated to offering competitive packages, surpassing industry norms, to attract and retain top talent, ensuring our market prominence endures.

Regarding compensation for Directors, Key Managerial Personnel, and senior management, we strike a balance between fixed and incentive pay, aligning short and long-term objectives with company goals. The overall remuneration of the Whole time directors including the managing director is caped at Rs. 30 Cr out of which the managing director ceiling is Rs. 15 Cr and CFO & Executive Director (Finance) is Rs. 10 Cr including all components of their remuneration. For details refers to the Nomination and Remuneration policy of the company at https://ghcl.co.in/wp-content/uploads/2024/05/Nomination-Remuneration-Policy.pdf

For detailed information about the remuneration, commission, and sitting fees paid/payable to the Directors of the Company for the financial year ended March 31, 2024, please refer to the following table:

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Non-Whole time Directors

(in Rupees)

Name	Sitting Fees	Commission
Mr. Sanjay Dalmia	40,000	22,50,000
Mr. Anurag Dalmia	3,20,000	1,00,00,000
Dr. Manoj Vaish	4,40,000	39,00,000
Mrs. Vijaylaxmi Joshi, (Ex-IAS)	5,20,000	37,50,000
Justice Ravindra Singh (Retd.)	3,60,000	37,50,000
Mr. Arun Kumar Jain, (Ex-IRS)	4,40,000	37,50,000
Dr. Lavanya Rastogi	2,00,000	37,50,000
Total	**23,20,000**	**3,11,50,000**

Note: Please note that the commission payable to all Non-Whole Time Directors will not exceed 1% per annum of the net profit of the Company, as calculated under the provisions of the Companies Act, 2013. This ensures compliance with the regulatory framework and promotes transparency in our compensation practices.

Managing Director / Whole Time Directors

(in Rupees)

Name	Salary and other perquisites	Commission	Total
Mr. R S Jalan, Managing Director	3,78,73,053	9,50,00,000	12,88,73,053
Mr. Raman Chopra, CFO & Executive Director (Finance)	1,88,87,977	6,00,00,000	7,88,87,977
Mr. Neelabh Dalmia, Executive Director (Growth & Diversification Projects)	1,64,30,660	1,50,00,000	3,14,30,660
Total	**6,91,91,690**	**17,00,00,000**	**23,91,91,690**

a. The agreement with the Whole Time Directors is valid for a period of five years. Either party has the right to terminate the agreement by providing written notice of six calendar months in advance to the other party.

b. The remuneration package for the Whole Time Directors includes their salary and various perquisites. This encompasses the company's contributions to the Provident Fund and Superannuation Fund, payment of Leave Travel Allowance (LTA), and the premium amount for the Gratuity Policy.

c. It is important to note that the Managing Director and the Whole Time Director (Finance) are eligible to receive Employees Stock Options as per the scheme implemented by the company. However, it should be clarified that Mr. Neelabh Dalmia, as a promoter director, is not entitled to receive Employees Stock Options. We believe in maintaining transparent and fair practices in our remuneration policies and commitments. For more details related to Employees Stock Options, please refer Board's Report and its Annexure – I.

Service Contracts, Notice Periods, Severance Fees

The service contracts, Notice Periods and severance fees to Executive Directors, Non-Executive or Independent Directors are governed through Board/ Shareholders Resolutions related to appointment or re-appointment of the concerned directors.

All pecuniary relationship or transactions of the Non-Executive Directors vis-à-vis the Company:

The Company did not have any pecuniary relationship or transactions with the Non-Executive Directors and Independent Directors during the FY 2023-24 except for the Sitting Fees and Commission paid or payable to them respectively as approved by the Board from time to time.

Performance Evaluation Overview

In accordance with the provisions of the Companies Act, 2013, SEBI Guidance Note on Board evaluation issued on January 5, 2017, and the relevant provisions of the SEBI Listing Regulations, 2015, the Board has conducted an annual evaluation of its performance, as well as that of its Committees and individual Directors. This comprehensive assessment was conducted through dedicated meetings involving both independent and non-independent directors.

The evaluation process included:

i. **Independent Directors' Performance:** The entire Board, excluding the director under evaluation, convened to assess the performance of independent directors. This evaluation aimed to ensure impartiality and transparency.

ii. **Committee Evaluation:** The effectiveness of Committees was evaluated by gathering inputs from Committee Members and analyzing their performance in fulfilling their mandates.

iii. **Board and Chairman Assessment:** A dedicated meeting of Independent Directors assessed the performance of Non-Independent Directors, the Board as a whole, and the Chairman. This holistic evaluation considered inputs from both Executive and Non-Executive Directors.

The evaluation criteria encompassed various facets such as roles, responsibilities, competencies, strategic alignment, risk management, diversity, and business context. A comprehensive questionnaire, tailored to assess the Board's functioning, culture, fulfilment of duties, adherence to professional standards, and governance, was circulated among all members. This questionnaire delved into directors' knowledge, decision-making independence, contribution to strategic planning, collaboration with peers, comprehension of risk dynamics, and more. Additionally, leadership qualities, coordination abilities, and steering proficiency of the Board Chairman and committee chairpersons were also scrutinized.

Furthermore, the Nomination and Remuneration Committee evaluated individual Directors based on their contributions to board and committee deliberations. The committee factored in each director's overall performance while determining the quantum of profit-based commission payable to them.

Our commitment to exemplary corporate governance remains steadfast, and we continuously strive to enhance the effectiveness and performance of our Board.

Procedures for Nomination and Appointment of Directors:

The Nomination and Remuneration Committee (NRC) serves as a pivotal role in orchestrating a Board of Directors whose expertise mirrors the Company's long-term vision and industry imperatives. A comprehensive evaluation of the Board's composition underscores a nuanced grasp of crucial Company aspects, spanning growth strategies, environmental stewardship, operational dynamics, financial health, regulatory compliance, diversification pursuits, and more.

The NRC undertakes periodic gap analyses to gauge the necessity of rejuvenating the Board, particularly during Director appointments or reappointments. Scrutinizing potential candidates' profiles, the Committee meticulously assesses core competencies, domain expertise, strategic foresight, and other pertinent attributes before endorsing their nomination to the Board. Prospective appointees receive detailed briefings on position-specific requirements, including specialized knowledge and indispensable skill sets.

Identifying a roster of essential skills, expertise, and competencies requisite for the Board's effectiveness vis-à-vis the Company's business landscape remains a key focus. Furthermore, GHCL has systematically correlated each skill, expertise, and competency with the respective Board Members who possess them, ensuring a strategic alignment of talent with organizational imperatives.

At GHCL, we place paramount importance on fostering a diverse and highly proficient Board primed to navigate the Company towards sustainable growth and prosperity. The NRC's assiduous endeavors in identifying, evaluating, and harmonizing the Board's composition with strategic objectives stand as pillars of effective governance and astute decision-making.

For deeper insights into the competencies and expertise of our esteemed Board Members and the meticulous processes orchestrated by the NRC, we invite you to peruse the Corporate Governance segment of our annual report.

(iii) Stakeholders Relationship Committee:

"I am privileged to lead a committee deeply committed to championing the interests of our stakeholders. Our paramount objective revolves around delivering exceptional service, promptly addressing concerns, and safeguarding the rights of shareholders, customers, employees, suppliers, and the broader community. Through regular engagement and robust oversight mechanisms, we ensure that every stakeholder's voice is heard and their issues promptly resolved. By nurturing transparency, fostering trust, and cultivating strong relationships with all stakeholders, we uphold the pinnacle of corporate governance standards. Together, we forge ahead towards a future where stakeholder interests are safeguarded, and confidence in our company remains unshakeable."

Warm regards,

Justice Ravindra Singh (Retd.)

Chairman, Stakeholder Relations Committee

Corporate Governance

Stakeholders Relationship Committee Mandate

In accordance with Section 178 (6) of the Companies Act, 2013, read with Regulation 20(4) of the Listing Regulations, our Stakeholders Relationship Committee is vested with significant responsibilities to safeguard the interests of our valued shareholders. These responsibilities encompass:

1. **Addressing Shareholders' Concerns:** The committee diligently resolves grievances pertaining to share transfers/transmissions, non-receipt of essential documents such as annual reports and dividend warrants, and other matters concerning general meetings.

2. **Ensuring Voting Rights:** We actively review measures aimed at empowering shareholders to effectively exercise their voting rights, ensuring their voices are heard in key company decisions.

3. **Maintaining Service Standards:** Assessment of adherence to service standards adopted by the Company regarding services provided by the Registrar & Share Transfer Agent (RTA) is a priority, ensuring seamless shareholder experiences.

4. **Enhancing Shareholder Communication:** We review various initiatives aimed at reducing unclaimed dividends and facilitating timely receipt of critical documents such as dividend warrants, annual reports, and statutory notices.

Our Stakeholders Relationship Committee, constituted under the relevant provisions, remains committed to expediting the resolution of shareholder complaints. Through regular monitoring of complaints registered via platforms like the SEBI Complaints Redress System (SCORES) and those received via Stock Exchanges, along with corresponding action taken reports (ATRs), we ensure swift and efficient redressal. The committee convenes periodic meetings to bolster shareholder services and promptly address any grievances, whether routed through the RTA or directly to the Company.

In the financial year 2023-24, the Stakeholders Relationship Committee convened three meetings, focusing on elevating shareholder experiences and ensuring seamless communication channels. By promptly addressing grievances and upholding shareholder rights, we endeavour to foster transparency, trust, and enduring stakeholder relationships.

COMPOSITION AND ATTENDANCE OF MEMBERS AT THE STAKEHOLDERS RELATIONSHIP COMMITTEE (SRC) MEETING HELD DURING THE FINANCIAL YEAR ENDED MARCH 31, 2024

	Name of the SRC Members				
	Justice Ravindra Singh (Retd.) - Chairman	Mr. Arun Kumar Jain	Mr. R S Jalan	Mr. Raman Chopra	Mr. Neelabh Dalmia
Category of Director	Independent Director	Independent Director	Managing Director	CFO & Executive Director (Finance)	Executive Director (Growth & Diversification Projects)
Date of the Meeting					
June 30, 2023	✓	✓	✓	✓	✓
September 30, 2023	✓	✓	✓	✓	✓
December 27, 2023	✓	✓	✓	✓	✓

The Company prioritizes the interests of its shareholders and considers them as valued owners. It takes proactive measures to address their concerns and resolves complaints in a timely manner. Most complaints are resolved within 15 days, excluding those of a legal nature.

Status of total complaints received (including twenty three complaints received from Stock Exchanges / SEBI) during the financial year ended March 31, 2024:

Sl. No.	Type of Complaints	No. of Complaints pending as on March 31, 2023	Total No. of Complaints received during the financial year ended March 31, 2024	Total No. of Complaints resolved during the financial year ended March 31, 2024	No. of Complaints pending as on March 31, 2024
1	Non-receipt of dividend	0	11	11	0
2	Share transfer including Demat request	0	21	21	0
3	Non receipt of Annual Report	0	0	0	0
	Total	**0**	**32**	**32**	**0**

Note: Additionally, it is important to acknowledge that there may be some complaints that are pending at court or with shareholders due to non-submission of the requested information by the Registrar & Transfer Agent (RTA). The Company is committed to working closely with the RTA to ensure that all necessary information is provided promptly and effectively to address these complaints.

The Stakeholders Relationship Committee diligently reviews the summary of the complaints received and takes prompt and appropriate action to address them. It is important to note that there are no pending requests for share transfer or payment of dividends, except for those that are currently under dispute or sub judice.

Mr. Bhuwneshwar Mishra, Vice President - Sustainability & Company Secretary, serves as the Secretary to the Committee and also holds the position of Compliance Officer of the Company. Mr. Mishra plays a crucial role in ensuring efficient coordination and compliance with regulatory requirements, thereby contributing to effective stakeholder management and satisfaction.

(iv) Banking & Operations Committee

Establishment and Mandate: To streamline day-to-day operations and wield delegated powers on behalf of the Board, we established the Banking and Operations Committee. This dynamic committee convenes as required to address operational matters promptly and authorize essential functional requisites.

Responsibilities: The Banking and Operations Committee is entrusted with a range of responsibilities, including issuing Power of Attorney, negotiating various types of loans, and managing interactions with government authorities at all levels. These authorities encompass statutory, judicial, regulatory, and commercial bodies, ensuring compliance with a myriad of regulations and obligations. Acting within the bounds of authority delegated by the Board of Directors, the Committee executes its duties with precision and diligence.

Activity Highlights: Throughout the financial year 2023-24, the Banking and Operations Committee convened a series of meetings to oversee and make informed decisions on crucial operational matters. The proactive approach of the Committee contributed to efficient oversight and swift decision-making, enhancing operational efficacy and regulatory compliance.

Committee Composition: As of March 31, 2024, the Banking and Operations Committee comprises the following members:

Sl. No.	Name of Directors	Status
1	Mr. R S Jalan – Managing Director	Member
2.	Mr. Raman Chopra – CFO & Executive Director (Finance)	Member
3	Mr. Neelabh Dalmia – Executive Director (Growth & Diversification Projects)	Member

Corporate Governance

(v) **Corporate Social Responsibility (CSR) Committee & CSR activities**

As the leader of a passionate team dedicated to driving positive social change and sustainable development, I am honoured to guide our efforts in aligning with the principles of Section 135 of the Companies Act, 2013. Our committee, comprised of esteemed directors, is committed to the effective implementation of our Corporate Social Responsibility (CSR) policy and the oversight of impactful initiatives.

At the core of our endeavours lie ethical practices, environmental stewardship, and social responsibility. We continuously evaluate and approve strategies, budgets, and plans that resonate with our commitment to creating a meaningful and lasting impact. Through strategic collaboration with GHCL Foundation Trust and rigorous monitoring, we endeavour to make a tangible difference in the lives of the communities we serve.

Upholding our values and principles, we aim to build a better future and leave a positive imprint on society.

Together, with unwavering dedication and a shared vision for a better world, we are poised to continue our journey towards creating sustainable value for all stakeholders.

Warm regards,

Anurag Dalmia

Chairman - CSR Committee

Corporate Social Responsibility (CSR) Oversight: The Board of Directors, in their meeting on January 28, 2013, voluntarily established the Corporate Social Responsibility (CSR) Committee, subsequently made mandatory under Section 135 of the Companies Act, 2013. The committee's core objective is to reinforce and monitor the Company's CSR policy, ensuring alignment with statutory mandates and ethical imperatives.

Composition and Responsibilities: In accordance with Section 135 requirements, the CSR Committee comprises three or more directors, including at least one Independent Director. Mr. Bhuwneshwar Mishra, Vice President – Sustainability & Company Secretary, serves as the Secretary to the Committee.

The Board, through the CSR Committee, GHCL Foundation Trust, and management, assumes the responsibility for overseeing CSR-related activities, including:

- Approving CSR strategies, budgets, plans, and corporate policies.
- Monitoring the effectiveness of risk management strategies and frameworks for CSR.
- Evaluating the social, ethical, and environmental impact of CSR activities, ensuring compliance with sustainability policies and practices.
- Reviewing and modifying the approved budget based on progress reports from GHCL Foundation Trust.
- Incorporating and modifying CSR activities based on need assessment surveys and impact assessments.
- Empowering the CSR Committee and Managing Director to take necessary steps to achieve CSR goals.
- Ensuring respect for human rights across Company operations and developing frameworks for managing adverse human rights impacts.
- Reconstituting the CSR Committee as necessary and reviewing progress reports of CSR activities.
- Providing directions for the effective implementation of CSR projects.

Operational Highlights: All CSR initiatives of GHCL Limited are executed by a dedicated team within the GHCL Foundation Trust, with top management monitoring progress monthly. Thematic programs throughout the year focus on areas such as agriculture, animal husbandry, healthcare, education, vocational training, and women empowerment.

Meeting Highlights: During the financial year ended March 31, 2024, the CSR Committee convened two meetings on April 28, 2023, and March 23, 2024. The committee, comprising six Directors, demonstrated active engagement and commitment to advancing CSR objectives.

COMPOSITION AND ATTENDANCE OF MEMBERS AT THE CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE MEETING HELD DURING THE FINANCIAL YEAR ENDED MARCH 31, 2024

	Name of the CSR Committee Members					
	Mr. Anurag Dalmia – Chairman	Mrs. Vijaylaxmi Joshi (Ex- IAS)	Justice Ravindra Singh (Retd.)	Mr. R S Jalan	Mr. Raman Chopra	Mr. Neelabh Dalmia
Category of Director	Non-Executive Director	Independent Director	Independent Director	Managing Director	CFO & Executive Director (Finance)	Executive Director (Growth & Diversification Projects)
Date of the Meeting						
April 28, 2023	✓	✓	✓	✓	✓	✓
March 23, 2024	✓	✓	✓	✓	✓	✓

(vi) Risk & Sustainability Committee

I am honoured to lead a distinguished group of directors and executives in overseeing the Company's governance, risk management, and sustainability practices. Our committee is committed to upholding the highest standards of transparency, accountability, and resilience. We have established a comprehensive Risk Management Policy and Framework that enables us to identify, assess, and mitigate risks across all areas of our operations, including financial, operational, sectoral, and sustainability risks. Additionally, we actively promote sustainability, climate change resilience, and environmental stewardship, aligning with global best practices. By proactively managing risks and embracing sustainable practices, we strive to create long-term value for all stakeholders while ensuring the safety and well-being of our employees and the communities we serve.

Warm regards,

Arun Kumar Jain (Ex – IRS)

Chairman - Risk & Sustainability Committee

Risk & Sustainability Committee Overview: Our "Risk & Sustainability Committee," stands as a cornerstone in fortifying the Company's governance, risk management, sustainability, and compliance practices, aligning seamlessly with Regulation 21 of the Listing Regulations.

Committee Composition and Functionality: Compliant with Regulation 21, the committee boasts a composition primarily comprising directors of the Board, whereas senior executives of the Company may also be appointed in the committee. The Chairman of the Risk & Sustainability Committee invariably holds a position on the Board of Directors. Mr. Bhuwneshwar Mishra, Vice President – Sustainability & Company Secretary, assumes the crucial role of Secretary to the Committee, offering invaluable support and coordination.

Comprehensive Risk Management Policy: The Company has meticulously crafted a comprehensive Risk Management Policy and established a robust Risk Management Framework. This policy serves as a blueprint, delineating our approach to identifying, assessing, and mitigating risks spanning various operational domains. Through strict adherence to this framework, we ensure the effective management of risks, thereby fostering sustainable value creation and safeguarding stakeholder interests.

Transparency and Accessibility: In our unwavering commitment to transparency, the Risk & Sustainability Committee ensures the accessibility of the Risk Management Policy to all stakeholders. It is readily available on our Company's official website, providing interested parties with comprehensive insights into our risk management practices and the proactive measures undertaken to address potential risks.

Corporate Governance

Promoting Sustainable Growth: Through the relentless endeavours of the Risk & Sustainability Committee and the steadfast implementation of the Risk Management Policy, the Company upholds a proactive and resilient approach to risk management. This steadfast commitment not only fosters sustainable growth but also ensures the creation of long-term value for all stakeholders, reinforcing our pledge to corporate responsibility and sustainable development.

The scope of work and /or term of reference of the committee is available on company website

The Risk & Sustainability Committee diligently executes its responsibilities to fortify the Company's risk management practices, advance sustainability initiatives, and bolster stakeholder value creation. Throughout the financial year ending on March 31, 2024, the Risk & Sustainability Committee convened two meetings on June 20, 2023, and December 13, 2023. These served as crucial forums for in-depth discussions, strategic deliberations, and decisive actions on risk mitigation strategies. The members of the Risk & Sustainability Committee exhibited commendable dedication and engagement, actively contributing to the deliberations and decisions made during the meetings. Their invaluable insights and collaborative efforts enriched the discussions, leading to informed recommendations and impactful actions in line with the Committee's mandate.

The Risk & sustainability Committee of the Board comprises of following six Directors and the details of meeting attended by the Directors are as follows:

Composition and attendance of members at the Risk & Sustainability Committee meeting held during the financial year ended march 31, 2024

	Name of the Risk & Sustainability Committee Members					
	Mr. Arun Kumar Jain (Ex-IRS) – Chairman	Mr. Anurag Dalmia	Dr. Lavanya Rastogi	Mr. R S Jalan	Mr. Raman Chopra	Mr. Neelabh Dalmia
Category of Director	Independent Director	Non-Executive Director-Chairman	Independent Director	Managing Director	CFO & Executive Director (Finance)	Executive Director (Growth & Diversification Projects)
Date of the Meeting						
June 20, 2023	✓	✓	NA	✓	✓	✓
December 13, 2023	✓	✓	✓	✓	✓	✓

Note: Board of directors in their meeting held on November 7, 2023 had appointed Dr. Lavanya Rastogi, as a member of the Risk & Sustainability Committee which was valid till March 31, 2024.

4. General Body Meeting:

a) Annual General Meetings:

The Company takes pride in its track record of successfully conducting the last three Annual General Meetings (AGMs) within the statutory time period, demonstrating unwavering commitment to transparent corporate governance practices. Each AGM was duly convened and conducted in strict accordance with the provisions outlined in the Companies Act, 2013. Shareholders were provided with timely notice of the meeting, ensuring ample opportunity for their participation. The agenda items were meticulously discussed and voted upon as required, reflecting the Company's dedication to upholding legal requirements and facilitating meaningful shareholder engagement. The minutes of each AGM were meticulously recorded and diligently maintained, ensuring a comprehensive record of proceedings.

Financial Year	Date	Time	Venue / Mode
2022-23	July 01, 2023	10.00 A.M	Through Video Conferencing (VC) or Other Audio Visual Means (OVAM)
2021-22	June 30, 2022	10.00 A.M.	Through Video Conferencing (VC) or Other Audio Visual Means (OVAM)
2020-21	June 19, 2021	10.00 A.M.	Through Video Conferencing (VC) or Other Audio Visual Means (OVAM)

(b) Special Resolutions:

The previous three Annual General Meetings (AGMs) of the Company witnessed the passing of significant Special Resolutions. The details of these Special Resolutions are as follows:

AGM	Date of AGM	Information regarding Special Resolutions
40th AGM	July 1, 2023	(a) Re-appointment of Mr. Sanjay Dalmia as a Director of the Company, as a director liable to retire by rotation This resolution was not approved as it secured only 67.73% of the total voting against the mandatory requirement of 75% of the total voting.
39th AGM	June 30, 2022	(a) Approval for re-appointment of Mrs. Vijaylaxmi Joshi (Retd. IAS) as an Independent Director of the Company. (b) Approval for Private placement of Redeemable Non-Convertible Debenture. (c) Alteration of Articles of Association of the Company for adoption of new set of Articles of Association in alignment with the Companies Act, 2013.
38th AGM	June 19, 2021	(a) Approval for re-appointment of Mr. Sanjay Dalmia, Chairman as a Director of the Company, liable to retire by rotation (in line with the requirement of Regulation 17 (1A) of the Listing Regulations). (b) Approval for conversion of loan into equity shares in case company is in default of terms of loan agreement.

(c) Extraordinary General Meeting (EGM) & NCLT convened Meeting

Virtual Meetings for Scheme of Arrangement: No Extraordinary General Meeting (EGM) was convened during the last three financial years, namely 2023-24, 2022-23, and 2021-22. However, in compliance with the directives of the Honourable National Company Law Tribunal (NCLT), separate meetings were conducted via Video Conferencing (VC) or Other Audio-Visual Means (OAVM) on August 18, 2022.

These virtual meetings were convened for the specific purpose of seeking approval from the Equity Shareholders and Unsecured Creditors of the Company regarding the Scheme of Arrangement. This scheme involved the demerger of the Spinning division of GHCL Limited to GHCL Textiles Limited. The virtual platform provided shareholders and creditors with an opportunity to participate and exercise their voting rights, ensuring a transparent and inclusive decision-making process.

The overwhelming approval received from the participants at these virtual meetings paved the way for the seamless implementation of the demerger scheme. This strategic initiative enabled GHCL Limited to streamline its operations and enhance focus on its core business areas, ultimately fostering sustainable growth and value creation.

(d) Postal Ballot

Please note that there is no resolution passed in the financial year 2022-23 through Postal Ballot. However, in the financial year 2023-24, the Company passed three Special Resolutions via postal ballot with e-voting. These resolutions focused on re-appointing three Independent Directors: Dr. Manoj Vaish, Justice Ravindra Singh (Retd.), and Mr. Arun Kumar Jain. All resolutions were approved by a requisite majority, demonstrating strong shareholder support. The Company ensured strict compliance with postal ballot provisions, fostering transparency and integrity in the process. By offering an e-voting option, the Company enhanced shareholder engagement.

Corporate Governance

Summary of the voting pattern regarding three Special Resolution through Postal Ballot with e-voting is as follows:

Item No.	Special Resolution	No. of Votes Polled	No. of Votes in favour	No. of Votes against	% of votes polled in favour	% of votes polled against
1.	Re-appointment of Dr. Manoj Vaish as an Independent Director of the Company for a period of five years w.e.f. April 1, 2024	4,86,24,066	4,77,15,456	9,08,610	98.13%	1.87%
2.	Re-appointment of Justice Ravindra Singh (Retd.) as an Independent Director of the Company for a period of five years w.e.f. April 1, 2024	4,86,24,066	4,77,65,384	8,58,682	98.23%	1.77%
3.	Re-appointment of Mr. Arun Kumar Jain as an Independent Director of the Company for a period of five years w.e.f. April 1, 2024	4,86,24,066	4,80,01,618	6,22,448	98.72%	1.28%

Pursuant to the requirement of Companies Act, 2013 read with Rule 22(5) of the Companies (Management and Administration) Rules 2014, the Board had appointed Mr. Manoj R. Hurkat, Practicing Company Secretary holding Membership No. F4287 and Certificate of Practice No. 2574 as the Scrutinizer for conducting the voting process through Postal Ballot E-Voting in accordance with the law and in a fair and transparent manner.

In Compliance with the provisions of Section 110 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 the Company completed the dispatch of Postal Ballot Notice on January 25, 2024 through e-mails to the Shareholders whose names appeared in the register of shareholders/list of beneficiaries as on cut-off date. The Company also published a notice in the newspaper intimating completion of dispatch of Notice and providing other information as mandated under the Act and applicable rules. Further, the Company had engaged the services of Central Depository Services Limited (CDSL) for providing the e-voting platform for its members to enable them to cast their votes electronically on the resolutions as set out in the Notice of Postal Ballot.

Mr. Manoj R. Hurkat, Scrutinizer, submitted his report on the result of Postal Ballot on February 28, 2024 and the results of Postal Ballot was announced on the same day. The said results of postal ballot through e-voting were placed on the website of the Company and also communicated to Stock Exchanges, Depository and its Registrar and Share Transfer Agent. For further details on the above the Shareholders may visit website of the Company.

(e) **Outcome of the 40th Annual General Meeting:** At the 40th Annual General Meeting on July 1, 2023, six out of seven resolutions were passed, including six Ordinary Resolutions and one Special Resolution. While the Ordinary Resolutions received requisite majority support through Remote e-voting and e-voting during the meeting, the Special Resolution fell short of the mandatory 75% voting requirement, securing only 67.73% support.

5. Means of communication:

Sl. No.	Particulars	PUBLICATION OF UNAUDITED QUARTERLY / HALFYEARLY RESULTS AND RELATED MATTERS	Quarter - I	Quarter – II	Quarter - III	Quarter - IV	Financial Year ended March 31, 2024 (Audited)
1	English Newspapers in Which quarterly results were published / to be published	The Economic Times (Ahmedabad edition)	August 8, 2023	November 8, 2023	February 5, 2024	May 7, 2024	May 7, 2024
		The Hindu - Business Line	August 8, 2023	November 8, 2023	February 5, 2024	May 7, 2024	May 7, 2024
2	Vernacular Newspapers in which quarterly results were published / to be published	Jai Hind (Gujarati) & Financial Express (Gujarati)	August 8, 2023	November 8, 2023	February 5, 2024	May 7, 2024	May 7, 2024
3	Website Address of the Company on which financial results are posted	www.ghcl.co.in					

Sl. No.	Website Address of the Stock Exchange(s) on which financial results are posted.		Quarter - I	Quarter - II	Quarter - III	Quarter - IV	Financial Year ended March 31, 2024 (Audited)
4	Name of Stock Exchange(s)	Website Address	Date of Filing of Results				
	National Stock Exchange of India Limited (NSE)	www.nseindia.com	August 7, 2023	November 7, 2023	February 3, 2024	May 6, 2024	May 6, 2024
	BSE Limited (BSE)	www.bseindia.com	August 7, 2023	November 7, 2023	February 3, 2024	May 6, 2024	May 6, 2024

Sl. No.	Particulars	Details
5	Presentation made to institutional investors or to the analysts	Throughout the year under review, the Company organized conference calls and/or investor meetings on May 2, 2023, August 7, 2023, November 7, 2023 and February 5, 2024. These sessions provided an opportunity for meaningful discussions between the Company's management, investors, and analysts regarding the financial performance and other pertinent updates concerning the Company's business. In line with our commitment to transparency and effective communication, the Company ensured that copies of the presentations, transcripts, and audio recordings pertaining to these investor conferences and meetings were promptly filed with the relevant Stock Exchanges. Additionally, these materials were made available for access on the Company's official website. By facilitating these interactions and making the associated information readily accessible, the Company aimed to foster an environment of open dialogue and provide investors and analysts with comprehensive insights into the Company's performance and strategic initiatives. This proactive approach in sharing relevant updates and engaging with stakeholders reflects our commitment to maintaining strong investor relations and upholding principles of transparency and accountability.

Corporate Governance

6. General Shareholder Information:

Sl. No.	Particulars	Details		
1	Annual General Meeting	Monday, July 8, 2024	10.00 AM	Through Video Conferencing (VC) or Other Audio Visual Means (OAVM), as per the framework issued by the Ministry of Corporate Affairs (MCA) read with applicable circulars.
2	Financial Calendar			
	Financial Reporting for - Quarter - I (ending June 30, 2024)	By 2nd week of August 2024		
	Financial Reporting for - Quarter - II (ending September 30, 2024)	By 2nd week of November 2024		
	Financial Reporting for - Quarter - III (ending December 31, 2024)	By 2nd week of February 2024		
	Financial Reporting for - Quarter - IV (ending March 31, 2025)	By 4th week of May 2025		
	Financial Year of the Company is for a period of 12 months commencing from 1st April and ending on 31st March.			
3	Record Date / Cut-off Date	Monday, July 1, 2024		
4	Dividend Payment Date	Dividend of Rs. 12.00 per share i.e. 120% on the paid up equity capital, will be paid on or after Monday, July 8, 2024, if approved by the members in the ensuing Annual General Meeting		
5	Listing on Stock Exchanges	Name & Address of Stock Exchanges	Stock Code	ISIN WITH NSDL & CDSL
		BSE Limited, (BSE) Phiroze Jeejeebhoy, Dalal Street, Mumbai - 400 001	500171	INE 539 A01019
		National Stock Exchange of India Limited, (NSE) "Exchange Plaza", Bandra - Kurla Complex, Bandra (E), Mumbai - 400 051	GHCL	INE 539 A01019
6	Listing fees:	Listing fee for all the aforesaid Stock Exchanges have been paid for the financial year ended March 31, 2024		
7	Details of Registrar and Share Transfer Agent	Link Intime India Private Limited, C101, 247 Park, L. B. S. Marg, Vikhroli (West), Mumbai 400083.Tel No: +91 22 49186270 Fax: +91 22 49186060 (Email : rnt.helpdesk@linkintime.co.in)		

8 **(a) Outstanding GDRs / ADRs / Warrants or any convertible instruments:**

Not applicable

(b) In case the Securities are suspended from trading, the directors report shall explain the reason thereof

Not applicable

(As securities of the Company were not suspended for trading on any stock exchanges during FY 2023-24)

9 **Commodity price risk or foreign exchange risk and hedging activities:**

As per the SEBI Circular dated November 15, 2018 read with Clauses 9(n) & 9(g) of Part C to Schedule V of the Listing Regulation, disclosure regarding exposure of the Company to various commodities for the financial year ended on March 31, 2024, is as under:

a. Total exposure of the Company to commodities in INR: 234.31 Cr.

b. Exposure of the Company to various commodities:

Commodity Name	Exposure in INR Cr.	Exposure in Quantity terms (MT)	% of such exposure hedged through commodity derivatives				
			Domestic market		International market		Total
			OTC	Exchange	OTC	Exchange	
Coal	234.31	148389	Nil	Nil	29%	Nil	29%

Sl. No.	Particulars	Details
	c. Commodity risks faced by the listed entity during the year and how they have been managed	The senior management of the Company diligently monitors commodity price risk and foreign exchange risk, taking necessary steps to mitigate these risks based on expert advice. Here are the specific measures taken: 1. **Coal:** As coal is a crucial fuel for our Soda Ash plant, the Company procures a desired quantity of high-grade Indonesian coal through long-term supply contracts. However, global geopolitical developments have led to drastic increases in coal and energy prices. To mitigate input costs while maintaining quality, we have diversified our procurement strategy by also sourcing Russian coal. We adopt a gradual sourcing approach throughout the year and maintain appropriate inventory levels. 2. **Limestone:** Limestone is a vital raw material for Soda Ash production. The Company procures limestone from both domestic and international markets, ensuring access to the required quantity at competitive prices. To further mitigate sourcing risks, we have identified an additional suppliers in Oman and a contract of 4-6 lakh Metric tons have already been executed with them for this year. 3. **Anthracite:** Sourcing disruption and price volatility were observed in the anthracite market, mainly sourced from Russia. However, the Company takes proactive measures to address these challenges. We plan in advance, build inventory, and actively manage logistics to mitigate the impact. Additionally, we have sourced domestic Met Coke as an alternative to anthracite. To effectively manage commodity price risk and its mitigation, the management has developed and implemented a robust risk management strategy. This strategy encompasses proactive measures to monitor and address price fluctuations, explore alternative sourcing options, maintain appropriate inventory levels, and optimize logistics. By enacting these risk management practices, the Company aims to mitigate the impact of commodity price volatility and ensure a stable supply chain for its operations.

Foreign Exchange risk & Hedging Activities by the Company for the FY 2023-24:

The Company has established institutionalized arrangements for conducting monthly operational reviews and quarterly reviews of forex exposures related to imports, exports, and foreign currency transactions and liabilities (FTCL). These reviews are conducted by the top management to effectively manage and mitigate exchange risk.

Import Exposures - Raw materials	GHCL hedges its import exposures by regularly taking forward cover for payables due in the next two months / three months depending upon the currency outlook in the near future. However, the major payments like Coal and Anthracite, we cover only after establishment of Letter of credit to avoid cancellation / roll over of forward contracts. This strategy helps to mitigate the impact of exchange rate fluctuations on import payments, ensuring stability and cost management for the company.
Import Exposures – Capital Goods	GHCL adopts a comprehensive risk management approach for capital goods import payments. Upon receipt of import documents and submission of acceptance to the bank / establishment of Letter of credit, the company takes 100% forward cover to hedge against exchange rate fluctuations. This proactive measure ensures stability and minimizes potential financial risks associated with capital goods imports.
FTCL / FCNRB Exposures	As a standard policy, GHCL proactively manages its foreign currency loans by taking forward cover for the repayment obligations of Foreign Currency Term Loan (FTCL) and Foreign Currency Non-Resident Bank (FCNRB) deposits due within the next 2 months. This approach ensures that the company mitigates exchange rate risks and maintains stability in its financial obligations.

Corporate Governance

Sl. No.	Particulars	Details
	Export Exposures	The Company has implemented a forward cover strategy for managing its exchange rate risk. The strategy involves hedging only 50% of the firm export receivables for the next three months. By hedging 50% of the firm export receivables, the Company aims to mitigate potential losses resulting from adverse exchange rate movements for a portion of its export proceeds. This provides a level of certainty and stability in terms of the exchange rate for a significant portion of its export earnings. For the remaining balance of export proceeds, the Company chooses not to hedge and instead converts them at the prevailing exchange rate. This approach allows the Company to benefit from any favourable exchange rate movements during the conversion period. The decision to hedge only a portion of the firm export receivables and leave the remaining balance unhedged is based on the Company's assessment of the risk-reward trade-off and its understanding of the currency market dynamics. It allows the Company to strike a balance between managing its exchange rate risk and potentially capitalizing on favourable currency movements..
10	**Address for Correspondence**	The Company has established a streamlined investors related services, facilitated through its Registrar & Share Transfer Agent (RTA), to ensure efficient processing and updating title change requests viz name deletion, transmission, transposition, issue of duplicate shares, dematerialization and rematerialisation of securities as well as KYC details of the investors for physical holdings like change of address/bank account details/ e-mail address /telephone/mobile/ nomination and PAN. For any assistance concerning dematerialization of shares, share transfers, transmissions, change of address, non-receipt of dividend or annual report, or any other query related to shares, shareholders are encouraged to reach out to Link Intime India Private Limited. They can be contacted at C101, 247 Park, L. B. S. Marg, Vikhroli (West), Mumbai 400083. Telephone number: +91 - 8108116767, Fax number: +91 22 49186060, and Email: rnt.helpdesk@linkintime.co.in. The Company ensures prompt and reliable support for addressing shareholder queries and concerns in a timely manner. **RTA online system (SWAYAM)** **'SWAYAM'** is a secure, user-friendly web-based application, developed by "Link Intime India Pvt. Ltd.", our Registrar and Share Transfer Agents, that empowers shareholders to effortlessly access various services. We request you to get registered and have first-hand experience of the portal. This application can be accessed at https://swayam.linkintime.co.in **For General Correspondence:** GHCL Limited, Registered Office: "GHCL House" Opp. Punjabi Hall, Navrangpura, Ahmedabad - 380 009. Phone : 079 -26427818/26442677, 079-39324100; Corporate office: GHCL House, B-38, Institutional Area, Sector-1, Noida – 201301 (U.P.), Tel.: 0120-4939900 (Email: secretarial@ghcl.co.in)
11		A significant proportion of the Company's equity shares, specifically 98.14% representing 9,39,39,056 equity shares, were held in dematerialized form as of March 31, 2024. This indicates a strong trend towards dematerialization, wherein shareholders hold their shares electronically in a demat account rather than in physical certificate form. The total paid-up capital of the Company as of March 31, 2024, amounts to 9,57,23,986 equity shares with a face value of Rs. 10 each. To enhance market efficiency and facilitate seamless trading and in compliance of SEBI notification dated October 28, 2000, the Company has implemented a policy mandating trading in its shares only in dematerialized form. By promoting dematerialization, the Company aims to enhance liquidity, streamline share transactions, and provide shareholders with a convenient and secure means of holding and trading their shares.
12		As per Regulation 36(3) of the Listing Regulations, the Notice to the Annual General Meeting contains detailed particulars of the Directors seeking appointment/reappointment. This includes their qualifications, experience, expertise, directorships held in other companies, shareholdings in the Company, and any relationships or transactions with the Company. This information allows shareholders to make informed decisions regarding the appointment or reappointment of Directors.

7. Corporate Benefits to Shareholders

Dividend declared for last 10 years		
Financial Year	**Dividend**	**Dividend (Rs. per Share)**
2013-14	20.00%	2.00
2014-15	22.00%	2.20
2015-16	35.00%	3.50
2016-17	50.00%	5.00*
2017-18	50.00%	5.00
2018-19	50.00%	5.00
2019-20	30.00%	3.00**
2020-21	55.00%	5.50
2021-22	150.00%	15.00***
2022-23	175.00%	17.50

*Interim dividend @ Rs.1.50 per share & Final dividend @ Rs. 3.50 per share.

**Interim Dividend @ Rs. 3.00 per share.

***Dividend @ Rs. 15.00 per share (comprises of regular dividend of Rs. 10 per share and special dividend of Rs. 5 per share).

Equity share of paid up value of Rs. 10 per share.

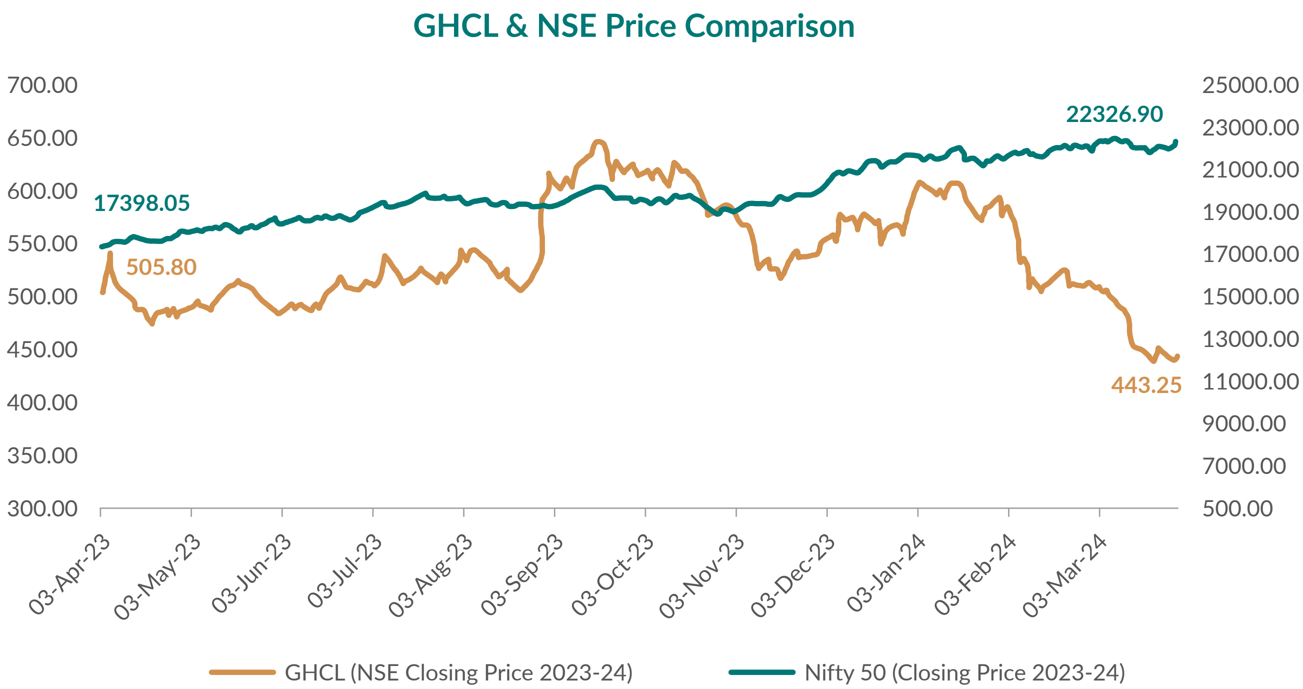
8. Month-wise stock market data (NSE & BSE) relating to equity shares of the company for the financial year ended March 31, 2024

MARKET PRICE DATA						
Month of the financial year 2023-24	**NSE, MUMBAI**			**BSE, MUMBAI**		
	Share Price		**Traded Quantity**	**Share Price**		**Traded Quantity**
	High	**Low**		**High**	**Low**	
April 2023	551.00	469.65	2743349	550.60	470.00	209202
May 2023	523.20	481.10	2992403	523.20	481.50	247698
June 2023	527.05	481.55	4961745	526.90	481.55	429282
July 2023	549.80	506.00	5343254	550.00	506.05	312025
August 2023	630.15	503.70	14817926	629.80	502.25	1761502
September 2023	659.90	598.00	9112425	659.00	598.05	387719
October 2023	652.40	561.25	5013269	651.90	561.15	263832
November 2023	584.15	517.00	6308306	583.10	516.25	796856
December 2023	599.70	544.80	6855433	599.70	545.00	349093
January 2024	629.00	566.80	5533203	628.00	567.00	453082
February 2024	595.85	496.00	5882032	595.60	496.20	480828
March 2024	517.95	434.95	6114047	530.00	434.95	2042468

Corporate Governance

9. Performance in comparison to broad based indices such as NSE

Date	Nifty 50 (Closing Price 2023-24)	GHCL (NSE Closing Price 2023-24)
03-Apr-23	17398.05	505.80
28-Apr-23	18065.00	484.65
31-05-202	18534.40	484.35
30-Jun-23	19189.05	515.25
31-Jul-23	19753.80	531.25
31-Aug-23	19253.80	621.50
29-Sep-23	19638.30	615.55
31-Oct-23	19079.60	581.30
30-Nov-23	20133.15	551.30
29-Dec-23	21731.40	581.00
31-Jan-24	21725.70	584.55
29-Feb-24	21982.80	510.55
28-Mar-24	22326.90	443.25



10. Shareholders Reference

Shareholders' Attention: Unclaimed Dividend Notice:

In compliance with Section 124 of the Companies Act, 2013 and the Investors Education & Protection Fund Authority (Accounting, Audit, Transfer & Refund) Rules 2016, we bring to your attention the transfer of unclaimed dividends to the Investor Education and Protection Fund (IEPF). Dividends that have not been claimed by shareholders for seven consecutive years or more, including dividends for the financial year 2015-16 and interim dividends for the financial years 2016-17, have been transferred to the IEPF.

The Company has individually reached out to concerned shareholders eligible for transfer to the IEPF. Additionally, we have published newspaper advertisements and uploaded details of the transferred shares and unclaimed dividends on our website at www.ghcl.co.in.

Shareholders are reminded that unclaimed dividends and corresponding shares transferred to the IEPF, along with any benefits accruing on such shares, can be reclaimed by following the prescribed procedure.

To claim shares/dividends, shareholders must submit an application in E-form No. IEPF-5, as per Rule 7 of the aforementioned Rules.

Shareholders who have not yet encashed their dividend warrants or have not received them are advised to request the issuance of duplicate warrants. For assistance, please contact Link Intime India Private Limited to confirm non-encashment or non-receipt of dividend warrants.

The Company will continue to transfer unclaimed dividends according to the schedule provided below. Shareholders are urged to promptly take necessary action to encash dividend warrants or claim their shares.

Please refer to Rule 7 of the mentioned Rules for further information on the refund process for shares, dividends, and other related matters.

Financial Year	Date of Meeting	Due for Transfer to IEPF
2016-17 (Final Dividend)	29-06-2017	June 2024
2017-18	31-05-2018	May 2025
2018-19	30-05-2019	May 2026
2019-20 (Interim Dividend)	15-03-2020	March 2027
2020-21	19-06-2021	June 2028
2021-22	30-06-2022	June 2029
2022-23	01-07-2023	July 2030

SHAREHOLDING PATTERN AS ON 31ST MARCH 2024

	Category	No. of shares held	% of shareholding
A	**Promoters & Promoters Group Holding**		
1	**Promoters**		
	Indian Promoters	12718585	13.29%
	Foreign Promoters	5507900	5.75%
2	**Others**	0	0.00%
	Sub-Total (A)	**18226485**	**19.04%**
B	**Non-promoters Holding**		
1	**Institutional Investors**		
	Mutual Funds	7046341	7.36%
	Banks, Financial Institutions	6904	0.007%
	NBFC registered with RBI	1265	0.001%
	Insurance Companies (i.e. LICI ASM Non Par)	741598	0.77%
	Foreign Portfolio Investors (including FIIs)	23920673	24.99%
	Alternate Investment Funds	157339	0.16%
	Sub-Total (B1)	**31874120**	**33.30%**

Corporate Governance

SHAREHOLDING PATTERN AS ON 31ST MARCH 2024

	Category	No. of shares held	% of shareholding
2	**Non-institutional Investors**		
	Bodies Corporate	12242193	12.79%
	Indian public (Individuals & HUF)	28073156	29.33%
	NRIs, Foreign Nationals & Foreign Companies	1687687	1.76%
	Government Companies (i.e. IEPF)	1139165	1.19%
	Other Directors & relatives	650100	0.68%
	KMP	35000	0.036%
	Escrow Account	2100	0.002%
	Others (Trusts ,Clearing Members, Body Corp-Ltd Liability Partnership and Central & State Government)	1793980	1.87%
	Sub-Total (B2)	**45623381**	**47.66%**
	Total Public / Non-promoters holding (B1 + B2)	**77497501**	**80.96%**
	Grand Total (A + B)	**95723986**	**100.00%**

DISTRIBUTION OF SHAREHOLDING AS ON 31ST MARCH 2024

No. of Shares held of Rs. 10 each between		No. of shareholders	% of total shareholders	No. of shares	% of total shares
From	To				
1	500	107896	93.74%	9640477	10.07%
501	1000	3841	3.34%	3054328	3.19%
1001	2000	1677	1.46%	2576002	2.69%
2001	3000	504	0.44%	1279062	1.34%
3001	4000	245	0.21%	885051	0.92%
4001	5000	210	0.18%	991100	1.04%
5001	10000	282	0.25%	2048248	2.14%
10001	Above	442	0.38%	75249718	78.61%
		115097	**100.00%**	**95723986**	**100.00**

Plant Locations:

Inorganic Chemical Division:	
Soda Ash Plant:	Village: Sutrapada Near Veraval, Distt.: Gir Somnath, Gujarat – 362275
Salt works:	Port Albert Victor, Via Dungar, Distt.: Amreli, Gujarat – 364555
Lignite Mines:	713/B, Deri Road, Near Diamond Chowk, Krishnanagar, Bhavnagar, Gujarat - 364001
Limestone Mines:	GHCL Limited, Sutrapada, Dist.: Gir Somnath, Gujarat (Mines in Harnasa, Nakhda, Bhimdeol, Dhamanva & Gabha)
Consumer Products Division - Salt Works & Refinery:	(a) Kadinal Vayal, Vedaranyam, Distt. Nagapattanam, Tamil Nadu – 614707 (b) Nemeli Road, Thiruporur, Distt.: Kancheepuram, Tamilnadu – 603110

11. List of all Credit Ratings (along with revisions) obtained by the Company during the financial year ended March 31, 2024:

Complete details on the Credit Ratings obtained by the Company during the financial year ended March 31, 2024, are available in the Board's Report under the finance section. The Board's Report provides comprehensive information regarding the credit ratings received by the Company, including the agencies involved, the specific ratings assigned, and any corresponding outlook or comments provided by the rating agencies. Shareholders and stakeholders are encouraged to refer to the Board's Report for a detailed overview of the Company's credit ratings and their significance.

12. Management Discussion and Analysis Report form part of this Annual Report

The Annual Report features a separate section dedicated to the Management Discussion and Analysis (MD&A) report. It provides a comprehensive analysis of the Company's performance, market trends, and strategic initiatives. The MD&A report offers valuable insights for shareholders and stakeholders, enhancing transparency and understanding of the Company's operations.

13. Disclosures:

13.1 Disclosure on materially significant related party transactions

The Company has diligently ensured that no transactions of a material nature have been entered into with its promoters, Directors, or management, or their relatives that could potentially create a conflict of interest. To maintain transparency, the management provides details of related party transactions on a quarterly basis, following the guidelines of Ind-AS. The Annual Report contains comprehensive information on the transactions between the Company and related parties, which are disclosed in the notes to the accounts. It is important to note that these transactions do not pose any conflicts with the Company's interests.

13.2 Details of non - compliance by the Company, penalties, strictures imposed on the Company by the Stock Exchange or SEBI or any statutory authority, on the matter related to capital markets, during the last three years.

GHCL Limited takes pride in its exceptional track record of complying with statutory requirements and is fully committed to upholding governance standards, ensuring compliance, and safeguarding the interests of its stakeholders. The Company has diligently fulfilled all regulatory obligations without any lapses except one matter under regulation 23(9) of the Listing Regulations. Due to technical glitches at the website of the Stock Exchanges, the Company submitted statement of related party transactions for the half year ended March 31, 2023 by one day delay and accordingly as per SOP, the company was directed by BSE & NSE to pay Rs. 5,900/- (including GST) each and the same was paid. Apart from one matter, during the current year (2023-24), GHCL Limited has not incurred any penalties or faced any strictures from Stock Exchanges, SEBI, or any other statutory authority concerning capital market-related matters.

13.3 Vigil mechanism / Whistle Blower Policy

GHCL Limited is committed to conducting its business in a fair, transparent, and ethical manner. In accordance with Regulation 22 of the Listing Regulations and relevant sections of the Companies Act, the Company has established a robust vigil mechanism known as the "Whistle Blower Policy." This policy enables directors, employees, and other stakeholders to confidentially report any instances of unethical behavior, suspected or actual fraud, or violations of GHCL's code of conduct or ethics policy.

The Whistle Blower Policy, which became effective on October 1, 2014, reflects the Company's dedication to providing a secure and fearless working environment for its employees. The policy has been communicated across the organization and is readily accessible on the Company's website.

The details of person with whom complaints can be filed:

Mr. R S Jalan
Managing Director – GHCL Limited
Email: rsjalan@ghcl.co.in

Mr. Bhuwneshwar Mishra – Company Secretary
Email: bmishra@ghcl.co.in

In exceptional cases where the Whistle Blower is dissatisfied with the outcome of the investigation and decision, they have the option to make a direct appeal to the Chairman of the Audit & Compliance Committee. This ensures an additional level of accountability and strengthens the existing reporting system under the Vigil Mechanism.

To enhance the effectiveness of the reporting system, the Company has successfully introduced an online platform for reporting Whistle Blower-related issues in the prescribed format. This initiative aligns with the requirements of Schedule V of the Listing Regulations. It is important to note that no personnel has been denied access to the Audit & Compliance Committee of the Company, as mandated.

Corporate Governance

It is noteworthy that during the year, the Company has not received any complaints under the Vigil Mechanism or Whistle Blower Policy. This reflects the commitment of GHCL Limited to maintaining a positive and transparent work environment, where employees feel secure in reporting any concerns related to unethical behavior, fraud, or violations of the Company's code of conduct. The Company remains dedicated to upholding the highest standards of governance and protecting the interests of its stakeholders.

13.4 Disclosure by the Company and its subsidiary of Loans and advances in the nature of loans to firms/ companies in which directors are interested by name and amount

The Company and its subsidiary has not given any Loans and advances in the nature of loans to firms/companies in which directors are interested.

13.5 Details of Material Subsidiaries of the Company; including the Date and Place of Incorporation and the name and date of appointment of the statutory auditors of such subsidiaries as on March 31, 2024.

The Company didn't have any Material Subsidiary during the Financial year ended March 31, 2024.

13.6 Disclosures regarding the web link of the Company.

Policy for determining material subsidiaries and RPT Policy on materiality and dealing with related parties of the Company are posted on the Company's website (URL: https://ghcl.co.in/wp-content/uploads/2024/05/Policy-for-Determination-of-Materiality.pdf).

13.7 Details of compliance with mandatory requirements of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, and adoption of the non- mandatory requirements of Regulation 27(1) of the Listing Regulations.

The Company diligently adheres to all mandatory provisions of Corporate Governance as prescribed by the Listing Regulations and other applicable provisions. Furthermore, the Company is committed to maintaining compliance with non-mandatory requirements outlined in Regulation 27(1) in conjunction with Part E of Schedule II of the Listing Regulations. By doing so, the Company aims to foster a strong corporate governance framework that ensures transparency, accountability, and protection of stakeholders' interests.

(a) **Non-Executive Chairman's Office:** A non-executive Chairman may be entitled to maintain a Chairman's office at the company's expense and also allowed reimbursement of expenses incurred in performance of his / her duties. The Company is having non-executive Chairman. The Company does not incur expenses for maintaining Chairman's office.

(b) **Shareholders' Rights:** The Company is committed to ensuring transparency and timely communication with its shareholders and stakeholders regarding its financial performance and significant events. In line with this commitment, the Company publishes its half-yearly (including quarterly) financial performance in newspapers, providing wider access to this information. These financial updates are also promptly posted on the Company's website, allowing shareholders and other interested parties to access the information easily.

To further enhance communication, the Company has implemented a mass email service to distribute the quarterly results and /or any other important updates to shareholders holding 50 shares or more. This ensures that shareholders receive the relevant financial updates directly in their inboxes, facilitating convenient access to the Company's performance updates and insights from key management personnel.

Furthermore, the Company diligently reports significant events to the stock exchanges in a timely manner, as required by regulatory obligations. This proactive approach to disclosure ensures that shareholders and the market are promptly informed about material developments that may impact the Company's operations or financial position.

By leveraging multiple communication channels, including newspaper publications, website postings, mass email services, and stock exchange notifications, the Company strives to provide comprehensive and accessible information to its shareholders, promoting transparency and fostering trust among its stakeholders.

(c) **Audit Qualifications:** GHCL maintains unqualified financial statements, demonstrating its commitment to best practices in financial reporting. Through rigorous internal controls and transparent processes, the Company ensures accuracy and reliability in its financial statements. This reflects GHCL's dedication to sound corporate governance and reinforces trust among shareholders and stakeholders.

However, the observations of the secretarial auditors in their report are self-explanatory and therefore, the directors do not have any further comments to offer on the same.

(d) **Reporting of Internal Auditor:** GHCL has engaged independent Internal Auditors for each division, ensuring a robust internal audit function. The Internal Auditors submit their reports to the CFO or the designated authority responsible for this purpose. These reports are then shared with the members of the Audit & Compliance Committee for their review and assessment. This practice enhances the effectiveness of internal controls and risk management across the organization, contributing to strong corporate governance.

13.8 Details of the utilization of funds raised through preferential allotment or qualified institutional placement (QIP) as specified under regulation 32(7A):

This clause is not applicable to the Company as the Company has not raised any funds through preferential allotment and /or QIP.

13.9 Certificate from a company secretary in practice that none of the directors on the board of the Company have been debarred or disqualified from being appointed or continuing as directors of the Company by the Board / Ministry of Corporate Affairs or any such statutory authority.

GHCL has obtained a certificate from M/s Chandrasekaran Associates, Company Secretaries, who serve as the Secretarial Auditor of the Company. The certificate confirms that none of the directors on the board of the Company have been debarred or disqualified from holding directorship by SEBI, Ministry of Corporate Affairs, or any other relevant statutory authority. This certificate is attached as an annexure to this Report, further demonstrating the Company's commitment to upholding corporate governance standards and ensuring the suitability and eligibility of its directors.

13.10 Total fees for all services paid by GHCL Limited and its subsidiaries, on a consolidated basis, to S. R. Batliboi & Co. LLP and other firms in the network entity of which the statutory auditor is a part, as included in the consolidated financial statements of the Company for the year ended March 31, 2024, is as follows:

	Amount (INR in Crore)
Fees to S.R. Batliboi & Co LLP: Audit fee	1.39
Other services	0.11
Fees for Other related services paid to S.R. Batliboi & Affiliates firms and to entities of the network of which the statutory auditor is a part	0.37
Out of Pocket Expenses	0.09
Total Fees	**1.96**

13.11 The disclosures of the compliance with corporate governance requirements specified in regulations 17 to 27 and clause (b) to (i) of sub-regulation (2) of regulation 46 of the SEBI (LODR) Regulations, 2015.

GHCL is fully compliant with the corporate governance requirements outlined in regulations 17 to 27 and clause (b) to (i) of sub-regulation (2) of regulation 46 of the SEBI (LODR) Regulations, 2015. The Company adheres to these regulations to ensure transparency, accountability, and the protection of stakeholders' interests. By complying with these governance standards, GHCL maintains a strong foundation of corporate governance practices that contribute to its overall success.

The Company is fully compliant with all the requirements of Corporate Governance Report as stated in sub paras (2) to (10) of Schedule V of Listing Regulations.

Please note that there is no agreement (which are binding to the Company) disclosed under clause 5A of paragraph A of Part A of Schedule III to the Listing Regulations.

13.12 The disclosure about Directors and Officers (D & O) Liability Insurance in line with the requirement of Regulation 25 (10) of the SEBI (LODR) Regulations, 2015.

GHCL fully complies with SEBI (LODR) Regulations, 2015, ensuring transparent and accountable corporate governance practices. This adherence safeguards stakeholders' interests and contributes to the company's overall success.

The Company takes an appropriate Directors' and Officers' Liability Insurance Policy and pay the premiums for the same. It is intended to maintain such insurance cover for the entire period of the directors including Independent directors, subject to the terms of such policy in force from time to time.

13.13 Constitution of Internal Complaints Committee (ICC) under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)

As per Section 134(3) of the Act read with Rule 8 of Companies (Accounts) Rules, 2014, a "Statement that the Company has complied with the provisions related to Constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)" has to be included in the Board's Report.

In accordance with the above-mentioned provisions of POSH, the Company is in compliance with and has adopted the "Policy on Prevention of Sexual Harassment of Women at Workplace" and matters connected therewith or incidental

Corporate Governance

thereto covering all the related aspects. The constitution of Internal Complaints Committee (ICC) is as per the provisions of POSH and includes external Members from NGO or those individuals having relevant experience.

The Committee meets as and when required and provides a platform for female employees for registration of concerns and complaints, if any.

During the year under review i.e. FY 2023-24, five POSH review meetings were conducted for all ICC members, one awareness session for all leadership team members and online awareness training for all employees via GEMS were held across all manufacturing locations to discuss on strengthening the safety of employees at workplace.

In addition, the awareness about the Policy and the provisions of Prevention of Sexual Harassment Act was also carried out in the said meetings. Further, as per the applicable provisions of POSH, the Company continues to submit Annual Report to the District Officer consisting of details as stipulated under the said Act.

We are pleased to inform you that no complaints related to sexual harassment were reported during the year under the POSH Act.

13.14 Disclosures related to demat suspense account/ unclaimed suspense account

Pursuant to Regulation 34(3) read with Schedule V of the Listing Regulations, the Company reports the following details in respect of the equity shares lying in the suspense account:

Particulars	No. of Shareholders	No. of Equity Shares
Aggregate number of Shareholders and outstanding shares at the beginning of the year i.e. as on April 1, 2023	0	0
Add: Number of Shareholders who could not submit his Letter of Confirmation within 120 days and consequently his shares have been transferred into Suspense account during the year 2023-24	11	2100
Less: Number of Shareholders who approached for issue / transfer of shares during the year 2023-24	0	0
Less: Transfer to IEPF from Suspense Account during the year 2023-24	0	0
Aggregate number of Shareholders and outstanding shares lying at the end of the year i.e. as on March 31, 2024	11	2100

13.15 Particulars of Senior Management

Sr. No.	Name of Senior Management and Functional Head	Designation
1	Mr. R S Jalan	Managing Director
2	Mr. Raman Chopra	CFO & Executive Director (Finance)
3	Mr. Neelabh Dalmia	Executive Director (Growth & Diversification Projects)
4	Mr. N N Radia	President & COO - Soda Ash
5	Mr. Bhuwneshwar Mishra	Vice President- Sustainability & Company Secretary
6	Mr. Mayuresh Hede	Operation Head, Sutrapada Plant, Soda Ash
7	Mr. J P Patel	Operation Head - Green Field
8	Mr. Sunil Singh	Head of Marketing - Soda Ash
9	Mr. Anil Singh	Vice President (HR)
10	Mr. Jeetendra Gosain	Vice President - F&A and IT
11	Mr. Manish Shah	Vice President - F&A
12	Mr. P N Rao	Vice President - Commercial
13	Mr. Sanjay Gupta	Sr. General Manager - Commercial
14	Mr. M S Rathore	Sr. General Manager - Liaison & Admin
15	Mr. Shalabh Agarwal	General Manager & Head - CPD

14. Code of Conduct to Regulate, Monitor And Report Trading by Insiders

In compliance with SEBI regulations on the prevention of insider trading, GHCL has implemented a comprehensive code of conduct for promoters, directors, designated employees, and their immediate relatives. The code provides guidelines on procedures, disclosures, and the consequences of violations when dealing with the company's shares. Additionally, GHCL has adopted an automated tracking system to monitor insider trading, generating reports and sending reminders to employees about prohibited transactions.

The company has also established policies for handling leaks of unpublished price-sensitive information (UPSI) and determining legitimate purposes. The Code of Corporate Disclosure Practices and the Policy for Determination of Legitimate Purposes are readily available on the company's website. To ensure compliance, GHCL maintains a structured digital database (SDD) internally, capturing all relevant details pertaining to UPSI.

Furthermore, GHCL has proactively taken measures to strengthen its insider trading prohibition framework and meet regulatory requirements. These efforts demonstrate the company's commitment to maintaining a robust system that prevents insider trading in its securities.

15. Code of Conduct:

GHCL Limited has a robust policy framework that guides the ethical and professional conduct of its Board Members and Senior Management. The Code of Conduct encompasses both fundamental ethical considerations and specific guidelines for professional behavior. The company ensures compliance with this code, as stated in the Annual Report, by the Board Members and Senior Management.

In addition to the aforementioned policy, GHCL Limited has also adopted a "Code of Conduct for employees and other stakeholders." This code sets the highest standards for personal and professional integrity, honesty, and ethical conduct, guiding employees and stakeholders in their actions.

The Code of Conduct is readily accessible on the company's website at https://ghcl.co.in/wp-content/uploads/2024/05/Code-of-Conduct-for-Employees-and-Other-Stakeholders.pdf allowing stakeholders to familiarize themselves with its principles and guidelines.

16. CEO/CFO Certification

The Managing Director and Chief Financial Officer of GHCL Limited have fulfilled their responsibility of providing annual certification on financial reporting and internal controls to the Board, as mandated by Regulation 17(8) of the Listing Regulations. This certification affirms the company's commitment to maintaining accurate and reliable financial information and ensuring effective internal controls.

Similarly, in compliance with Regulation 33(2) of the Listing Regulations, the Managing Director and Chief Financial Officer have jointly issued quarterly certifications on the financial results. These certifications accompany the presentation of the financial results to the Board, reinforcing the accuracy and reliability of the reported financial information.

Through these certifications, GHCL Limited demonstrates its dedication to upholding high standards of financial reporting and internal controls, ensuring transparency and accountability in its operations.

17. Functional website of the Company as per Regulation 46 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

GHCL Limited complies with Regulation 46 of the Listing Regulations by maintaining an active and informative website for the Company. The official website, accessible at www.ghcl.co.in, serves as a reliable source of essential information about the Company, including details about its business, financial information, various policies, shareholding pattern, and other relevant information for shareholders.

The Company recognizes the importance of keeping its website up to date and regularly updates the information provided on the website. By doing so, GHCL ensures that shareholders and other stakeholders have easy access to accurate and current information about the Company's operations and performance.

The Company's website serves as a valuable resource for shareholders to stay informed about GHCL's activities, enabling them to make well-informed decisions. By maintaining a functional and regularly updated website, GHCL demonstrates its commitment to transparency and providing convenient access to relevant information for the benefit of its stakeholders.

Corporate Governance

18. Share Capital & Reconciliation of Share Capital Audit

A qualified practicing Company Secretary conducts quarterly audits to reconcile the Company's total admitted capital with National Securities Depositories Limited (NSDL) and Central Depositories Services (India) Limited (CDSL), as well as the total issued and listed capital. The purpose of this audit is to ensure that the total issued/paid-up capital aligns with the combined number of shares in physical form and the number of dematerialized shares held with NSDL and CDSL.

These audits are performed to validate and confirm the accuracy of the Company's capital structure, ensuring that the recorded capital matches the shares held in both physical and dematerialized form. By conducting these audits, the Company maintains transparency and accountability in its capital management processes.

The qualified practicing Company Secretary's audit provides assurance that the Company's total admitted capital is in accordance with the aggregate number of shares in physical form and dematerialized shares held with NSDL and CDSL. This diligent process helps to maintain accurate records and inculcates confidence among stakeholders regarding the Company's capital position.

19. Compliance Management System

Compliance is a top priority for GHCL Limited. We believe in conducting business legally and ethically, and our actions reflect our commitment to these principles. To ensure comprehensive compliance, we have implemented an online Compliance Management System that monitors adherence to applicable laws. The Board regularly reviews compliance reports to uphold our robust compliance framework. By prioritizing compliance, we foster trust among stakeholders and promote sustainable growth.

DECLARATION

The Board has laid down a code of conduct for all Board Members and Senior Management of the Company, which is posted on the Website of the Company. The Board Members and Senior Management Personnel have affirmed to the compliance with the Code of Conduct for the financial year ended March 31, 2024.

For **GHCL LIMITED**

Sd/- **R S Jalan** Managing Director DIN: 00121260	Sd/- **Raman Chopra** CFO & Executive Director (Finance) DIN: 00954190

Date: May 6, 2024

Certificate under Regulation 17 (8) of the SEBI (LODR) Regulations, 2015

The Board of Directors
GHCL Ltd.

We the undersigned certify to the Board that:

(a) We have reviewed financial statements and the cash flow statement for the financial year ended March 31, 2024 and that to the best of our knowledge and belief :

(i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

(ii) these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws, and regulations.

(b) There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal, or violative of the company's code of conduct.

(c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit & Compliance Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

(d) We have indicated to the auditors and the Audit and Compliance Committee-

(i) significant changes in internal control over financial reporting during the year;

(ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

(iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

For **GHCL LIMITED**

Sd/- **R S Jalan** Managing Director DIN: 00121260	Sd/- **Raman Chopra** CFO & Executive Director (Finance) DIN: 00954190

Date: May 6, 2024

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members
GHCL Limited
GHCL House Opp. Punjabi Hall, Navrangpura
Ahmedabad, Gujarat-380009

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of GHCL Limited and having CIN L24100GJ1983PLC006513 and having registered office at GHCL House Opp. Punjabi Hall, Navrangpura, Ahmedabad, Gujarat-380009 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers and declarations received from respective Directors, We hereby certify that as on Financial Year ended on March 31, 2024 none of the Directors on the Board of the Company as stated below have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority:

S. No.	Name of director	DIN	Original Date of appointment in Company
1	Anurag Dalmia	00120710	19/04/1986
2	Manoj Vaish	00157082	01/04/2019
3	Vijay Laxmi Joshi	00032055	20/04/2017
4	Arun Kumar Jain	07563704	01/04/2019
5	Ravindra Singh	08344852	01/04/2019
6	Ravi Shanker Jalan	00121260	24/09/2002
7	Raman Chopra	00954190	12/09/2008
8	Neelabh Dalmia	00121760	20/07/2005
9	Lavanya Rastogi*	01744049	24/11/2014

*Ceased to be director w.e.f. 01/04/2024

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Chandrasekaran Associates,
Company Secretaries
FRN: P1988DE002500
Peer Review Certificate No.: 4186/2023

sd/-
Dr. S. Chandrasekaran
Senior Partner
Membership No. F1644
Certificate of Practice No. 715
UDIN: F001644F000310700

Date: May 06, 2024
Place: Delhi

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024

To,
The Members
GHCL Limited
GHCL House Opp. Punjabi Hall Navrangpura
Ahmedabad, Gujarat 380009

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate governance practices by GHCL Limited (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2024 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2024 ('Period under review') according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder to the extent of Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

   (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

   (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

   (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

   (d) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

   (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **Not Applicable during the year under review**.

   (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client to the extent of securities issued;

   (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **Not Applicable during the year under review**.

   (h) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; **Not Applicable during the year under review**.

(vi) The other laws, as informed and certified by the Management of the Company which are specifically applicable to the Company based on the Sectors/ Industry are:

   (a) Food Safety and Standards Act, 2006, rules and regulations thereunder and;

   (b) Legal Metrology Act, 2009 and rules and regulations thereunder.

We have also examined compliance with the applicable clauses/ Regulations of the following:

(i) Secretarial Standards issued by The Institute of Company Secretaries of India and notified by the Ministry of Corporate Affairs.

(ii) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**").

During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except as mentioned below:

(i) *The Company has delayed by one day in the submission of its statement of related party transactions for the half year ended March 31, 2023, to the BSE and NSE and accordingly as per SOP, the company was directed to pay Rs. 5,900 including GST and the same was paid.*

As confirmed by the management the Company had successfully submitted outcome of 202nd Board Meeting vide its letter dated April 29, 2023, and then encountered technical difficulties while attempting to upload the disclosure of RPT for the half year ended March 31, 2023, however, successfully uploaded on next working day.

(ii) *The Company has submitted its Business Responsibility and Sustainability Reporting for FY 2022-23 in PDF mode on June 8, 2023, in compliance of statutory requirement, and XBRL reporting was made on August 5, 2023.*

(iii) *The Company has delayed the filing of certain forms with the Registrar of Companies, Ahmedabad. As confirmed by the management this delay was caused mainly due to technical glitches in the system of the Ministry of Corporate Affairs which is beyond the control of the company.*

(iv) *The Company has not submitted the notice issued in the form of an advertisement to its shareholders w.r.t. transfer of shares on which final dividend for FY 2015-16 was unclaimed and unpaid. Further, the management confirmed that the Company has uploaded the same on its website but missed the filing at BSE and NSE.*

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all Directors to schedule the Board Meetings. Agenda and detailed notes on agenda were sent at least seven days in advance except in cases where meetings were convened at a shorter notice. The Company has complied with the provisions of Act for convening meeting at the shorter notice, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules and regulations and guidelines.

We further report that during the audit period following major event has happened which is deemed to have major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc:

(i) The Company has made the allotment of 2200 and 1,36,000 equity shares at an exercise price of Rs. 170/- and Rs. 376/- respectively, against exercise of Stock Options pursuant to GHCL ESOS 2015 – Grant 3 and Grant 9 respectively.

For Chandrasekaran Associates,
Company Secretaries
FRN: P1988DE002500
Peer Review Certificate No.: 4186/2023

sd/-
Dr. S. Chandrasekaran
Senior Partner
Membership No. F1644
Certificate of Practice No. 715
UDIN: F001644F000310656

Date: May 06, 2024
Place: Delhi

Note:

i. This report is to be read with our letter of even date which is annexed as Annexure-A and forms an integral part of this report.

Annexure-A

To,
The Members
GHCL Limited
GHCL House
Opp. Punjabi Hall Navrangpura
Ahmedabad, Gujarat 380009

Our Report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the random test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on random test basis.

6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Chandrasekaran Associates,
Company Secretaries
FRN: P1988DE002500
Peer Review Certificate No.: 4186/2023

sd/-
Dr. S. Chandrasekaran
Senior Partner
Membership No. F1644
Certificate of Practice No. 715
UDIN: F001644F000310656

Date: May 06, 2024
Place: Delhi

Independent Auditor's Report on compliance with the conditions of Corporate Governance as per provisions of Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

The Members of GHCL Limited
GHCL House,
Opp: Punjabi Hall, Navrangpura Ahmedabad 380009

1. The Corporate Governance Report prepared by GHCL Limited (hereinafter the "Company"), contains details as specified in Regulations 17 to 27, clauses (b) to (i) and (t) of Sub – Regulation (2) of Regulation 46 and para C, D, and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations") ('Applicable criteria') for the year ended March 31, 2024 as required by the Company for annual submission to the Stock exchange.

Management's Responsibility

2. The preparation of the Corporate Governance Report is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Corporate Governance Report.

3. The Management along with the Board of Directors are also responsible for ensuring that the Company complies with the conditions of Corporate Governance as stipulated in the Listing Regulations, issued by the Securities and Exchange Board of India.

Auditor's Responsibility

4. Pursuant to the requirements of the Listing Regulations, our responsibility is to provide a reasonable assurance in the form of an opinion whether, the Company has complied with the conditions of Corporate Governance as specified in the Listing Regulations.

5. We conducted our examination of the Corporate Governance Report in accordance with the Guidance Note on Reports or Certificates for Special Purposes and the Guidance Note on Certification of Corporate Governance, both issued by the Institute of Chartered Accountants of India ("ICAI"). The Guidance Note on Reports or Certificates for Special Purposes requires that we comply with the ethical requirements of the Code of Ethics issued by ICAI.

6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

7. The procedures selected depend on the auditor's judgement, including the assessment of the risks associated in compliance of the Corporate Governance Report with the applicable criteria. Summary of procedures performed include:

   i. Read and understood the information prepared by the Company and included in its Corporate Governance Report;

   ii. Obtained and verified that the composition of the Board of Directors with respect to executive and non- executive directors has been met throughout the reporting period;

   iii. Obtained and read the Register of Directors as on March 31, 2024 and verified that at least one independent woman director was on the Board of Directors throughout the year;

   iv. Obtained and read the minutes of the following meetings of board of Directors / committee meetings / other meetings held from April 01, 2023 to March 31, 2024:

      (a) Board of Directors;

      (b) Audit Committee;

      (c) Annual General Meeting (AGM);

      (d) Nomination and Remuneration Committee;

      (e) Stakeholders Relationship Committee;

      (f) Risk Management Committee;

      (g) Banking & Operations Committee;

      (h) Separate Meeting of Independent Directors;

      (i) CSR Committee

v. Obtained necessary declarations from the directors of the Company.

vi. Obtained and read the policy adopted by the Company for related party transactions.

vii. Obtained the schedule of related party transactions during the year and balances at the year- end.

viii. Obtained and read the minutes of the audit committee meeting where in such related party transactions have been pre-approved prior by the audit committee.

ix. Performed necessary inquiries with the management and also obtained necessary specific representations from management.

8. The above-mentioned procedures include examining evidence supporting the particulars in the Corporate Governance Report on a test basis. Further, our scope of work under this report did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial statements of the Company taken as a whole.

Opinion

9. Based on the procedures performed by us, as referred in paragraph 7 above, and according to the information and explanations given to us, we are of the opinion that the Company has complied with the conditions of Corporate Governance as specified in the Listing Regulations, as applicable for the year ended March 31, 2024, referred to in paragraph 4 above.

Other matters and Restriction on Use

10. This report is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

11. This report is addressed to and provided to the members of the Company solely for the purpose of enabling it to comply with its obligations under the Listing Regulations with reference to compliance with the relevant regulations of Corporate Governance and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this report for events and circumstances occurring after the date of this report.

For S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

sd/-
per Sanjay Vij
Partner
Membership Number: 095169
UDIN: 24095169BKFNCK7031
Place of Signature: New Delhi
Date: May 06, 2024

INDEPENDENT AUDITOR'S REPORT

To the Members of GHCL Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of GHCL Limited ("the Company"), which comprise the Balance sheet as at March 31 2024, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the standalone financial statements, including a summary of material accounting policies and other explanatory information in which are included the financial statements of GHCL Employees Stock Option Trust which has been audited by other auditor for the year ended on that date.

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of report of other auditor on separate financial statements and on the other financial information of the GHCL Employees Stock Option Trust, the aforesaid standalone financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, its profit including other comprehensive loss, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs), as specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Standalone Financial Statements' section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Emphasis of Matter

We draw attention to note 45(B) to the standalone financial statements, which indicates that the demerger has been accounted in accordance with the sanctioned Scheme of Arrangement on the Appointed date i.e. April 01, 2023 being the date of filing of certified true copy of the National Company Law Tribunal order along with the sanctioned Scheme of Arrangement with the Registrar of Companies, instead of accounting for the demerger during the previous year ended March 31, 2023 since, as per applicable Indian Accounting Standards prescribed under Section 133 of the Act, the substantial conditions relating to transfer of demerged undertaking were met during the aforesaid previous year.

Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements for the financial year ended March 31, 2024. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matter described below to be the key audit matter to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the standalone financial statements section of our report, including in relation to this matter. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the standalone financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying standalone financial statements.

Key audit matter	How our audit addressed the key audit matter
Accounting for demerger of Spinning Division <<Refer Note 45(B)>>	
During the current year, the Spinning division of the Company has been demerged into GHCL Textiles Limited pursuant to the Scheme of Arrangement ('Scheme'). The Company pursuant to the Scheme transferred net assets of Rs. 1,359.28 crores, recognized dividend payable of Rs. 1,597.28 crores and recorded exceptional item of Rs. 219.28 crores (net of transaction cost and income tax on transaction cost). The accounting of the demerger has a significant impact on assets, liabilities, income, expense and reserves. Considering the requirements of the accounting treatment prescribed in the Scheme and the applicable accounting standards, the Company has recorded accounting entries to give effect to the Scheme on the appointed date i.e. April 01, 2023 (date of filing of certified order of NCLT with ROC). Demerger is a significant non-routine transaction and determination of fair values of assets and liabilities for the purposes of accounting involves significant judgments and estimates which are sensitive to underlying assumptions especially those relating to forecast of future cash flows, growth rate, weighted average cost of capital and discount rates. These judgements/ estimates could have an impact on the recognition of the amount of dividend payable and the amount of gain recognised in the financial statements. Considering the magnitude of the transaction and the judgements/ estimates involved as stated above, the accounting and determination of fair value has been considered a key audit matter.	Our audit procedures included the following: - • Read and assessed the sanctioned Scheme of Arrangement. • Evaluated the accounting treatment followed by the management considering accounting principles prescribed in the Scheme and the requirements of the applicable accounting standards. • Obtained and tested the management's working for identification of the assets and liabilities transferred to the resulting company and the amounts therein. • Obtained the report of the management's expert for determination fair value of assets transferred. Evaluated the competence and objectivity of the management's expert. • Obtained and assessed the projections and performed sensitivity analysis on the underlying fair valuation. • Involved valuation specialist to evaluate the methodology and key assumptions considered by management to determine the fair value. • Evaluated the adequacy of disclosures as per the applicable accounting standards

Information other than the Financial Statements and Auditor's Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report, but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive loss, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial statements/information of the GHCL Employees Stock Option Trust of which we are the independent auditors to express an opinion on the standalone financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statement of the Company of which we are the independent auditors. For GHCL Employee Stock Option Trust included in the standalone financial statements, which has been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audit carried out by them.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements for the financial year ended March 31, 2024 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

We did not audit the financial statements and other financial information of GHCL Employees Stock Option Trust included in the accompanying standalone financial statements of the Company whose financial statements and other financial information reflect total assets of Rs. 7.06 crores as at March 31, 2024 and the total revenues of Rs. 0.82 crore and net cash inflow of Rs. 0.00 crores for the year ended on that date. The financial statements/information of GHCL Employees Stock Option Trust has been audited by the other auditor whose financial statements, other financial information and auditors report has been furnished to us by the management and our opinion in so far as it relates to the amounts and disclosures included in respect of GHCL Employees Stock

Option Trust, is based solely on the report of such other auditor. Our opinion is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of Sub-Section (11) of Section 143 of the Act, we give in the "**Annexure 1**" a statement on the matters specified in paragraphs 3 and 4 of the Order. The Order is not applicable to GHCL Employees Stock Option Trust.

2. Section 143(3) of the Act is not applicable to GHCL Employees Stock Option Trust. As required by Section 143(3) of the Act, we report, to the extent applicable, that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matters stated in the paragraph (i)(vi) below on reporting under Rule 11(g);

   (c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;

   (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

   (e) On the basis of the written representations received from the directors as on March 31, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164 (2) of the Act;

   (f) The modification relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph (b) above on reporting under Section 143(3)(b) and paragraph (i)(vi) below on reporting under Rule 11(g);

   (g) With respect to the adequacy of the internal financial controls with reference to these standalone financial statements and the operating effectiveness of such controls, refer to our separate Report in "**Annexure 2**" to this report;

   (h) In our opinion, the managerial remuneration for the year ended March 31, 2024 has been paid / provided by the Company to its directors in accordance with the provisions of Section 197 read with Schedule V to the Act;

   (i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

      i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements - Refer Note 35 to the standalone financial statements;

      ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

      iii. Following are the instances of delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

Date of Payment	December 05, 2023
Amount Involved (Rs. in crores)	0.66
Number of Days' Delay	106

      iv. (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

      b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

c) Based on such audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

v. The final dividend paid by the Company during the year in respect of the same declared for the previous year is in accordance with Section 123 of the Act to the extent it applies to payment of dividend.

As stated in note 15 to the standalone financial statements, the Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

vi. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software except that, audit trail feature is not enabled for (a) certain changes made using privileged/ administrative access rights; (b) certain other tables relating to property, plant and equipment and (c) in respect of other software used by the Company to maintain payroll records, as described in note 50 to the financial statements. Wherever audit trail is enabled during the course of our audit we did not come across any instance of audit trail feature being tampered with in respect of abovesaid software.

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

sd/-
per **Sanjay Vij**
Partner
Membership Number: 095169
UDIN: 24095169BKFMCL7245
Place: New Delhi
Date: May 06, 2024

Annexure 1

referred to in paragraph under the heading "Report on other legal and regulatory requirements" of our report of even date

Re: GHCL Limited ("the Company")

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, plant and equipment.

(i) (a) (B) The Company has maintained proper records showing full particulars of intangibles assets.

(b) Property, plant and equipment have been physically verified by the management during the year and no material discrepancies were identified on such verification.

(c) The title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company.

(d) The Company has not revalued its Property, plant and equipment (including Right of use assets) or intangible assets during the year ended March 31, 2024.

(e) There are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii) (a) The inventory has been physically verified by the management during the year except for inventories lying with third parties and goods in transit. In our opinion, the frequency of verification by the management is reasonable and the coverage and procedure for such verification is appropriate. Inventories lying with third parties have been confirmed by them as at March 31, 2024 and no discrepancies of 10% or more in aggregate for each class of inventory were noticed in respect of such confirmations and on physical verification of inventories. In respect of goods in-transit, subsequent evidence of receipts/delivery acknowledgement/bill of lading has been verified with inventory/sales records.

(b) As disclosed in Note 16 to the standalone financial statements, the Company has been sanctioned working capital limits in excess of Rs. five crores in aggregate from banks during the year on the basis of security of current assets of the Company. Based on the records examined by us in the normal course of audit of the financial statements, the quarterly returns/statements filed by the Company with such banks are in agreement with the unaudited books of accounts of the Company. The Company does not have sanctioned working capital limits in excess of Rs. five crores in aggregate from financial institutions during the year on the basis of security of current assets of the Company.

(iii) (a) During the year the Company has provided loans to employees as follows:

(Rs. In Crores)

Particulars	Amount
• **Aggregate amount granted/ provided during the year**	
- Loan to Employees	1.72
• **Balance outstanding as at balance sheet date in respect of above case**	
- Loan to Employees	1.73
• **Guarantees**	
- Corporate guarantee given (in earlier years) on behalf of erstwhile subsidiary	3.17

Apart from above, the Company has not provided loans, advances in the nature of loans, stood guarantee or provided security to companies, firms, Limited Liability Partnerships or any other parties.

(b) During the year the Company has given loans to employees and the terms and conditions of the grant of all loans to employees are not prejudicial to the Company's interest.

Apart from above, during the year the Company has not made investments, provided guarantees, provided security and granted loans and advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties.

(c) The Company has granted loan during the year to employees where the schedule of repayment of principal has been stipulated and the repayment or receipts are regular.

(d) There are no amounts of loans and advances in the nature of loans granted to companies, firms, limited liability partnerships or any other parties which are overdue for more than ninety days.

(e) There were no loans or advance in the nature of loan granted to companies, firms, Limited Liability Partnerships or any other parties which was fallen due during the year, that have been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.

(f) The Company has not granted any loans or advances in the nature of loans, either repayable on demand or without specifying any terms or period of repayment to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(f) of the Order is not applicable to the Company.

(iv) Loans and investments in respect of which provisions of Section 186 of the Companies Act, 2013 is applicable have been complied with by the Company. There are no loans, investments, guarantees, and security in respect of which provisions of Section 185 of the Companies Act, 2013 is applicable and there are no guarantees and security in respect of which provisions of Section 186 of the Companies Act, 2013 is applicable.

(v) The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of Sections 73 to 76 of the Companies Act and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.

(vi) We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under Section 148(1) of the Companies Act, 2013, related to the manufacture of Soda Ash, and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.

(vii) (a) Undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, goods and service tax duty of custom, cess and other statutory dues have generally been regularly deposited with the appropriate authorities though there has been a slight delay in a few cases in respect of tax deducted at source. According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, duty of custom, goods and service tax, cess and other material statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable. The provisions related to sales tax, service tax, duty of excise and value added taxes are not applicable to the Company.

(c) The dues of sales-tax duty of custom, duty of excise, goods and service tax and other statutory dues that have not been deposited on account of any dispute, are as follows:

Name of the Statute	Nature of Dues	Demand raised (Amount in Rs Crore)	Amount Deposited (Amount in Rs Crore)	Period to which the amount relates	Forum where dispute is pending
Customs Act, 1962	Differential duty on account of classification under different chapters of CETA.	6.78	0.27	FY 2012-2013 and 2014-2015	Customs, Excise and Service tax Appellate Tribunal, Chennai & Customs, Excise and Service tax Appellate Tribunal, Ahmedabad
	Denial of import eligibility	0.59	0.04	FY 2015-2016	Principal Commissioner Customs- (Chennai-III)
Central Excise Act, 1944	Denial of service tax credit on ineligible services	1.29	0.10	FY 2004-2005	Dy. Commissioner, Junagadh
	Denial of CENVAT Credit & Non Payment of Service Tax & Excise duty, Demand of excise duty on Fly Ash & Trading Material	67.68	4.94	FY 2008-09 to FY 2016-17	Customs, Excise and Service Tax Appellate Tribunal, Ahmedabad

Name of the Statute	Nature of Dues	Demand raised (Amount in Rs Crore)	Amount Deposited (Amount in Rs Crore)	Period to which the amount relates	Forum where dispute is pending
	Denial of service tax credit on foreign services	0.11	0.10	FY 2005-2006	Customs, Excise and Service Tax Appellate Tribunal, Delhi
	Short reversal of CENVAT credit on goods under duty drawback scheme	0.59	0.06	FY 2008-2009	CESTAT Ahmedabad (Appeals)
	Short reversal of CENVAT credit on goods under duty drawback scheme	0.34	0.0	FY 2008-2009	CESTAT Ahmedabad (Appeals)
Goods & Service Tax Act	Demand for excess ITC claimed	0.39	0.04	FY 2017-2018	Assistant commissioner GGST Veraval
Income Tax Act	Penalty under Section 271(1)(c) of the Income Tax Act, 1961	1.65	-	FY 2008-2009 to FY 2010-2011	CIT (Appeal), Ahmedabad
	Demand of Interest under Section 234b & 234c of the Income Tax Act, 1961	9.17	-	FY 2014-15	Assistant Commissioner of Income Tax, Ahmedabad
	Credit of Income Taxes paid in advance not allowed	87.76*	87.76*	FY 2015-16	CIT (Appeal), Ahmedabad
	Demand on disallowances	1.93	-	FY 2016-17	CIT (Appeal), Ahmedabad
	Demand on account of disallowances of MAT credit	6.00	-	FY 2017-18	Assistant Commissioner of Income Tax, Ahmedabad
	Disallowance under Section 43B	0.14	-	FY 2018-19	Assistant Commissioner of Income Tax, Ahmedabad
	Demand on disallowances of Transfer Pricing & other adjustments and demand for tax on buyback	42.41	18.56	FY 2019-20	CIT (Appeal), Ahmedabad
	Demand on disallowances of Transfer Pricing & other adjustments	0.24	-	FY 2020-21	CIT (Appeal), Ahmedabad
Gujarat Sales Tax Act, 1969	Disallowance of Set off of Sales Tax	0.02	-	FY 2002-2003	VAT Tribunal, Ahmedabad
		0.02	-	FY 2003-2004	Joint Comm. (Audit), Ahmedabad
CGST Act, 2017	Penalty for improper documentation under GST	0.04	0.04	FY 2022-2023	Assistant Comm. Moradabad, UP
		0.05	0.05	FY 2022-2023	Assistant Comm. Moradabad, UP
The Gujarat Stamp Act, 1958	Demand of Stamp duty	25.00	-	FY 2023-2024	The Collector and Additional Superintendent of Stamps, Gandhinagar, Gujarat.

* Demand is on account of non-allowance of deduction in respect of the credits of TDS, advance & self assessment tax already paid by the Company.

There are no dues of employees' state insurance, Provident Fund, value added tax and cess which have not been deposited on account of any dispute.

(viii) The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.

(ix) (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

(b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) Term loans were applied for the purpose for which the loans were obtained.

(d) On an overall examination of the financial statements of the Company, no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiary. The Company does not have any associate or joint venture.

(f) The Company has not raised loans during the year on the pledge of securities held in its subsidiary. The Company does not have joint ventures or associate companies. Hence, the requirement to report on clause (ix)(f) of the Order is not applicable to the Company.

(x) (a) The Company has not raised any money during the year by way of initial public offer / further public offer (including debt instruments). Accordingly, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.

(b) The Company has not made any preferential allotment or private placement of shares /fully or partially or optionally convertible debentures during the year under audit. Accordingly, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.

(xi) (a) No fraud by the Company or no material fraud on the Company has been noticed or reported during the year.

(b) During the year, no report under Sub-Section (12) of Section 143 of the Companies Act, 2013 has been filed by cost auditor/ secretarial auditor or by us in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.

(xii) (a), (b) and (c) The Company is not a nidhi Company as per the provisions of the Companies Act, 2013. Accordingly, the requirement to report on clause 3(xii)(a), (b) and (c) of the Order are not applicable to the Company.

(xiii) Transactions with the related parties are in compliance with Sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.

(xiv) (a) The Company has an internal audit system commensurate with the size and nature of its business.

(b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.

(xv) The Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.

(xvi) (a) and (b) The provisions of Section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause 3(xvi)(a) and 3(xvi)(b) of the Order are not applicable to the Company.

(xvi) (c) and (d) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi)(c) and 3(xvi)(d) of the Order are not applicable to the Company.

(xvii) The Company has not incurred cash losses in the current year and in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.

(xix) On the basis of the financial ratios disclosed in Note 46 to the financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) (a) In respect of other than ongoing projects, there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act (the Act), in compliance with second proviso to sub Section 5 of Section 135 of the Act. This matter has been disclosed in Note 28B to the financial statements.

(b) All amounts that are unspent under section (5) of section 135 of Companies Act, pursuant to any ongoing project, has been transferred to special account in compliance of with provisions of sub section (6) of section 135 of the said Act. This matter has been disclosed in Note 28B to the financial statements.

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

sd/-
per **Sanjay Vij**
Partner
Membership Number: 095169
UDIN:24095169BKFMCL7245
Place: New Delhi
Date: May 06, 2024

Annexure 2

the Independent Auditor's Report of even date on the Standalone Financial Statements of GHCL LIMITED

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to standalone financial statements of GHCL Limited ("the Company") as of March 31, 2024 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to these standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, as specified under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to these standalone financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to these standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of internal financial controls with reference to these standalone financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to these standalone financial statements.

Meaning of Internal Financial Controls With Reference to these Standalone Financial Statements

A company's internal financial controls with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to standalone financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls With Reference to Standalone Financial Statements

Because of the inherent limitations of internal financial controls with reference to standalone financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to standalone financial statements to future periods are subject to the risk that the internal financial control with reference to standalone financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

sd/-
per **Sanjay Vij**
Partner
Membership Number: 095169
UDIN: 24095169BKFMCL7245
Place: New Delhi
Date: May 06, 2024

Standalone Balance Sheet

as at March 31, 2024 (INR in crores)

Particulars	Note No.	As at March 31, 2024	As at March 31, 2023
I. Assets			
(1) Non-current assets			
(a) Property, plant and equipment	3	1,810.37	1,718.92
(b) Capital work-in-progress	3	54.82	108.55
(c) Intangible assets	4	21.56	1.84
(d) Right-of-use assets	34	9.72	10.68
(e) Financial assets			
(i) Investment in subsidiaries	5	0.00	0.01
(ii) Other Investments	5	13.90	14.96
(iii) Loans	6A	0.86	0.76
(iv) Other non-current financial assets	6B	19.14	16.27
(f) Non current tax assets (net)	12	26.62	24.02
(g) Other-non current assets	7	33.15	71.88
Total non-current assets		**1,990.14**	**1,967.89**
(2) Current assets			
(a) Inventories	8	651.07	772.33
(b) Financial assets			
(i) Investments	5	406.51	364.84
(ii) Trade receivables	9	179.83	218.41
(iii) Cash and cash equivalents	10A	48.62	123.38
(iv) Bank balances other than cash and cash equivalents	10B	442.77	16.37
(v) Loans	11A	0.92	1.06
(vi) Derivative instruments	11B	0.25	-
(vii) Other current financial asset at amortised cost	11C	5.24	11.89
(c) Other current assets	13	35.76	30.85
Total current assets		**1,770.97**	**1,539.13**
Assets held for sale and discontinued operations	45	-	1,617.86
Total assets		**3,761.11**	**5,124.88**
II. Equity and liabilities			
Equity			
(a) Equity share capital	14	95.72	95.59
(b) Other equity	15	2,874.32	3,838.29
Total equity		**2,970.04**	**3,933.88**
Liabilities			
(1) Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	16A	114.97	242.62
(ii) Lease liabilities	34	11.30	12.49
(b) Provisions	17A	5.84	5.77
(c) Deferred tax liabilities (net)	12	245.11	243.50
Total non- current liabilities		**377.22**	**504.38**
(2) Current liabilities			
(a) Financial liabilities			
(i) Borrowings	16B	81.74	104.90
(ii) Lease liabilities	34	2.07	1.35
(iii) Trade payables			
(a) Total outstanding dues of micro enterprises and small enterprises	18	34.93	36.91
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	18	185.50	206.02
(iv) Derivative instruments	19A	-	3.58
(v) Other current financial liabilities	19B	36.83	25.82
(b) Other current liabilities			
(i) Contract liabilities	21.2	3.31	2.68
(ii) Other current liabilities	20	56.97	34.71
(c) Provisions	17B	12.50	12.06
Total current liabilities		**413.85**	**428.03**
Liabilities directly associated with the assets held for sale and discontinued operations	45	-	258.59
Total liabilities		**791.07**	**1,191.00**
Total equity and liabilities		**3,761.11**	**5,124.88**

The accompanying notes are Integral part of the standalone financial statements.

As per report of even date

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration No. 301003E/E300005

sd/-
per **Sanjay Vij**
Partner
Membership No. 095169

Place : New Delhi
Date: May 06, 2024

For and on behalf of Board of Directors of GHCL Limited (CIN : L24100GJ1983PLC006513)

sd/-
Manoj Vaish
Director
DIN: 00157082

sd/-
R. S. Jalan
Managing Director
DIN: 00121260

sd/-
Raman Chopra
CFO & Executive Director-Finance
DIN: 00954190

sd/-
Bhuwneshwar Mishra
Vice President- Sustainability & Company Secretary
Membership No.: FCS 5330

Place : New Delhi
Date: May 06, 2024

Standalone Statement of Profit and Loss

for the year ended March 31, 2024 (INR in crores)

Particulars	Note No.	For the year ended March 31, 2024	For the year ended March 31, 2023
Income from continuing operations			
Revenue from operations	21	3,446.54	4,550.89
Other income	22	51.85	33.16
Total Income		**3,498.39**	**4,584.05**
Expenses from continuing operations			
Cost of raw materials consumed	23	1,101.19	1,281.91
Purchase of stock in trade		216.28	323.09
(Increase)/ decrease in inventories of finished goods, stock-in-trade and work-in-progress	24	(31.83)	(12.18)
Power, fuel and water		690.34	854.62
Employee benefit expenses	25	112.05	133.70
Finance costs	26	25.47	37.25
Depreciation and amortization expense	27	102.10	94.22
Other expenses	28	510.97	484.27
Total expenses		**2,726.57**	**3,196.88**
Profit before exceptional items and tax from continuing operations		**771.82**	**1,387.17**
Exceptional items gain	51	219.29	55.38
Profit before tax from continuing operations		**991.11**	**1,442.55**
Tax expense from continuing operations:	12		
Current tax		191.74	356.61
Tax adjustment of earlier years		(0.36)	(0.62)
Deferred tax charge/(credit)		6.18	(5.83)
Total tax expense		**197.56**	**350.16**
Profit for the year from continuing operations		**793.55**	**1,092.39**
Profit before tax for the year from discontinued operations	45	-	31.92
Tax Expense of discontinued operations		-	(7.60)
Profit for the year from discontinued operations		-	24.32
Profit for the year		**793.55**	**1,116.71**
Other comprehensive income			
Items that will not be reclassified to profit or loss in subsequent years			
Re-measurement "gain/(loss)" on defined benefit plans		1.24	(3.90)
Income tax effect		(0.31)	0.98
Re-measurement (loss) on investment in equity shares		(1.06)	(0.21)
Income tax effect Re-measurement Gain/(Loss) on investment in equity		0.12	(0.48)
Net other comprehensive income not to be reclassified to profit or loss in subsequent years	29	**(0.01)**	**(3.61)**
Total comprehensive income for the year, net of tax		**793.54**	**1,113.10**
Earnings per share for continuing operations per equity share nominal value of shares INR 10 (Previous year INR 10 each)	30		
Basic (INR)		83.39	114.89
Diluted (INR)		83.29	114.89
Earnings per share for discontinued operations per equity share nominal value of shares INR 10 (Previous year INR 10 each)			
Basic (INR)		-	2.56
Diluted (INR)		-	2.56
Earnings per share for continuing and discontinued operations per equity share nominal value of shares INR 10 (Previous year INR 10 each)			
Basic (INR)		83.39	117.45
Diluted (INR)		83.29	117.45

The accompanying notes are Integral part of the standalone financial statements.

As per report of even date

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration No. 301003E/E300005

sd/-
per **Sanjay Vij**
Partner
Membership No. 095169

Place : New Delhi
Date: May 06, 2024

For and on behalf of Board of Directors of GHCL Limited (CIN : L24100GJ1983PLC006513)

sd/-
Manoj Vaish
Director
DIN: 00157082

sd/-
R. S. Jalan
Managing Director
DIN: 00121260

sd/-
Raman Chopra
CFO & Executive Director-Finance
DIN: 00954190

sd/-
Bhuwneshwar Mishra
Vice President- Sustainability & Company Secretary
Membership No.: FCS 5330

Place : New Delhi
Date: May 06, 2024

Standalone Statement of Cash Flows

for the year ended March 31, 2024 (INR in crores)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Operating activities		
Profit before tax from continuing operations (after exceptional item)	991.11	1,442.55
Profit before tax from discontinued operations	-	31.92
Adjustments to reconcile profit before tax to net cash flows :		
Depreciation and amortisation expense	102.10	134.25
(Gain) on “Fair valuation of investments”/sale of investments (net)	(32.02)	(16.75)
Exceptional (gain) on demerger of spinning division and tax on transaction cost/sale of Home Textiles Business	(244.29)	-
Exceptional (gain) on sale of Home Textiles Business	-	(68.07)
Exceptional loss on balances recoverable from the subsidiary company	-	8.77
Provision for doubtful debts	-	(0.19)
Loss on sale/discard of property, plant and equipment and assets held for sale (net)	1.96	16.76
Interest income	(14.62)	(1.97)
Finance costs	23.91	46.51
Dividend income	(0.18)	(0.13)
Employees share based payments	1.21	13.29
Unrealised exchange (gain)/loss	(3.66)	2.25
Operating profit before working capital changes	**825.52**	**1,609.19**
Adjustments in working capital		
Adjustments for (Increase)/decrease in Operating assets:		
Trade receivables	38.70	(44.85)
Inventories	121.26	(181.17)
Other current financial assets	10.68	(10.00)
Other current assets	(3.67)	36.43
Non-current financial assets	(0.34)	(7.46)
Other non-current assets	(2.86)	(4.53)
Adjustments for Increase/(decrease) in Operating liabilities:		
Contract liabilities	0.63	(0.59)
Trade payables	(22.79)	(54.22)
Other current financial liabilities	(0.51)	(0.04)
Other current liabilities	22.26	(8.53)
Provisions	0.51	7.95
Cash generated from operations	**989.39**	**1,342.18**
Income tax paid (net)	(192.44)	(443.24)
Net cash generated from operating activities (A)	**796.95**	**898.94**
Cash flow from investing activities		
Payment for purchase of Property, plant and equipment, capital work in progress and intangible assets	(106.50)	(357.55)
Proceeds from sale of Property, plant and equipment	0.04	7.58
Proceeds from sale of Home Textile Business	-	262.34
Proceeds from sale of current investments	2,436.37	3,347.27
Purchase of current investments	(2,446.02)	(3,695.21)
Bank deposit not considered as cash and cash equivalents matured	10.63	4.75
Bank deposit not considered as cash and cash equivalents placed	(439.47)	(10.96)
Interest received	10.73	1.97
Dividend received	0.18	0.13
Net cash flow (used in) investing activities (B)	**(534.04)**	**(439.68)**

Standalone Statement of Cash Flows

for the year ended March 31, 2024 (INR in crores)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Cash flow from financing activities		
Proceeds from issue of equity shares (including securities premium)	5.15	3.53
Dividend paid	(166.46)	(142.68)
Repayment of long-term borrowings	(151.16)	(135.68)
Repayment of short-term borrowings (net)	-	(206.72)
Payment of lease liabilities	(1.63)	(1.31)
Interest paid on lease liabilities	(1.40)	(1.37)
Interest paid	(22.17)	(44.69)
Net cash used in financing activities (C)	**(337.67)**	**(528.92)**
Net (decrease) in cash and cash equivalents (A+B+C)	**(74.76)**	**(69.66)**
Add: Cash and cash equivalents at the beginning of the year	160.61	230.27
Less: Cash and cash equivalents transferred pursuant to Scheme of Arrangement (refer note 45B)	(37.23)	-
Cash and cash equivalents at the end of the year	**48.62**	**160.61**
Components of cash and cash equivalents		
Cash on hand	0.08	0.10
Balances with banks:		
- On current accounts	48.54	50.26
- Deposits with original maturity of less than three months	-	110.25
Total cash and cash equivalents	**48.62**	**160.61**

Note:

1. The cash flow statement has been prepared under the indirect method as set out in the Ind AS 7 "Statement of Cash Flows".

2. Refer Note 10 for Change in liabilities arising from financing activities and for non-cash financing and investing activities.

The accompanying notes are Integral part of the standalone financial statements.

As per report of even date

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration No. 301003E/E300005

sd/-
per **Sanjay Vij**
Partner
Membership No. 095169

Place : New Delhi
Date: May 06, 2024

For and on behalf of Board of Directors of GHCL Limited (CIN : L24100GJ1983PLC006513)

sd/-
Manoj Vaish
Director
DIN: 00157082

sd/-
R. S. Jalan
Managing Director
DIN: 00121260

sd/-
Raman Chopra
CFO & Executive Director-Finance
DIN: 00954190

sd/-
Bhuwneshwar Mishra
Vice President- Sustainability & Company Secretary
Membership No.: FCS 5330

Place : New Delhi
Date: May 06, 2024

Standalone Statement of Changes in Equity

for the year ended March 31, 2024 (INR in crores except share related data)

A. Equity share capital

For the year ended March 31, 2024

Equity shares of INR 10 each issued, subscribed and fully paid up

Particulars	Number of shares	Amount
As at April 01, 2023	9,55,85,786	95.59
Changes in share capital ESOS issued during the year (December 27, 2023)	1,38,200	0.13
Balance as at March 31, 2024	**9,57,23,986**	**95.72**

For the year ended March 31, 2023

Equity Shares of INR 10 each issued, subscribed and fully paid up

Particulars	Number of shares	Amount
As at April 01, 2022	9,53,50,786	95.35
Changes in share capital ESOS issued during the year (May 30, 2022)	2,35,000	0.24
Balance as at March 31, 2023	**9,55,85,786**	**95.59**

B. Other equity

Particulars	Reserves and Surplus (Refer Note 15)								Total
	Capital reserve (A)	Capital redemption reserve (B)	Securities premium (C)	Retained earnings (D)	Share based payment reserve (E)	Treasury shares (F)	General reserve (G)	FVTOCI Reserve (H)	
As at April 01, 2022	**7.57**	**16.36**	**10.69**	**2,797.45**	**5.51**	**-**	**5.45**	**13.61**	**2,856.64**
Profit for the year	-	-	-	1,116.71	-	-	-	-	1,116.71
Reserve created on account of ESOS issued during the year	-	-	7.58	-	(4.29)	-	-	-	3.29
Share based payments (Refer note 25)	-	-	-	-	13.29	-	-	-	13.29
Treasury shares acquired by GHCL Employees Stock Option Trust	-	-	-	-	-	(5.35)	-	-	(5.35)
Dividend paid	-	-	-	(142.68)	-	-	-	-	(142.68)
Other comprehensive income for the year, net of tax (Refer note 29)	-	-	-	(2.92)	-	-	-	(0.69)	(3.61)

Standalone Statement of Changes in Equity

for the year ended March 31, 2024 (INR in crores except share related data)

Particulars	Reserves and Surplus (Refer Note 15)								Total
	Capital reserve (A)	Capital redemption reserve (B)	Securities premium (C)	Retained earnings (D)	Share based payment reserve (E)	Treasury shares (F)	General reserve (G)	FVTOCI Reserve (H)	
Balance as at March 31, 2023	**7.57**	**16.36**	**18.27**	**3,768.56**	**14.51**	**(5.35)**	**5.45**	**12.92**	**3,838.29**
Profit for the year	-	-	-	793.55	-	-	-	-	793.55
Reserve created on account of ESOS issued during the year	-	-	7.79	-	(2.77)	-	-	-	5.02
Share based payments (Refer note 25)	-	-	-	-	1.21	-	-	-	1.21
Dividend on demerger (Refer note 45)				(1,597.28)	-	-	-	-	(1,597.28)
Dividend paid	-	-	-	(166.46)	-	-	-	-	(166.46)
Other comprehensive income for the year, net of tax (Refer note 29)	-	-	-	0.93	-	-	-	(0.94)	(0.01)
Balance as at March 31, 2024	**7.57**	**16.36**	**26.06**	**2,799.30**	**12.95**	**(5.35)**	**5.45**	**11.98**	**2,874.32**

The accompanying notes are Integral part of the standalone financial statements.

As per report of even date

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration No. 301003E/E300005

sd/-
per **Sanjay Vij**
Partner
Membership No. 095169

Place : New Delhi
Date: May 06, 2024

For and on behalf of Board of Directors of GHCL Limited (CIN : L24100GJ1983PLC006513)

sd/-
Manoj Vaish
Director
DIN: 00157082

sd/-
R. S. Jalan
Managing Director
DIN: 00121260

sd/-
Raman Chopra
CFO & Executive Director-Finance
DIN: 00954190

sd/-
Bhuwneshwar Mishra
Vice President- Sustainability & Company Secretary
Membership No.: FCS 5330

Place : New Delhi
Date: May 06, 2024

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

1. Corporate information

GHCL Limited ("GHCL" or the "Company") (CIN: L24100GJ1983PLC006513) is a public Company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. Its shares are listed with the National Stock Exchange (NSE) and Bombay Stock Exchange (BSE). The registered office of the Company is located at GHCL House, Opp. Punjabi Hall, Near Navrangpura Bus Stand, Navrangpura, Ahmedabad - 380 009, Gujarat.

The Company is engaged in the business of Manufacturing & trading of Inorganic Chemicals (mainly manufacture and sale of Soda Ash). Information on discontinued operations of the Company is provided in Note 45.

These financial statements are approved for issue in accordance with a resolution of the Board of Directors on May 06, 2024.

2. Material Accounting policies

2.1 Basis of preparation

The Standalone financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III).

The financial statements have been prepared on a historical cost basis, except for the following assets and liabilities that have been carried at fair value:

- Derivative financial instruments
- Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments).

The financial statements are presented in Indian Rupees (INR) and all values are recorded to the nearest crores (INR'00, 00,000), except otherwise indicated.

The Company has prepared the financial statement on the basis that it will continue to operate as a going concern.

2.2 Summary of material accounting policies

a) Current versus non-current classification

Based on the time involved between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has identified twelve months as its operating cycle for determining current and non-current classification of assets and liabilities in the balance sheet.

b) Fair value measurement

The Company measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible to / by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their best economic interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows,

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting year.

External valuers are involved for valuation of significant assets and significant liabilities

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

- Disclosures for valuation methods, significant estimates and assumptions (note 31)
- Quantitative disclosure of Fair Value hierarchy (note 39A)
- Financial instruments (including those carried at amortised cost) (note 39)

c) Revenue from contracts with customers

Revenue from contracts with customers is recognised when control of the goods is transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods. The Company has generally concluded that it is the principal in its revenue arrangements because it typically controls the goods before transferring them to the customer.

The disclosures of significant accounting judgements, estimates and assumptions relating to revenue from contracts with customers are provided in Note 31.

Sale of Goods

Revenue from Sale of goods is recognised at the point in time when control of the goods is transferred i.e. when the goods have been delivered to the specific location (delivery). Following delivery, the customer has full discretion over the responsibility, manner of distribution, price to sell the goods and bears the risks of obsolescence and loss in relation to the goods. A receivable is recognised by the Company when the goods are delivered to the customer as this represents the point in time at which the right to consideration becomes unconditional, as only the passage of time is required before payment is due. The average payment terms range between 15-60 days. In determining the transaction price for the Sale of goods, the Company considers the effects of variable consideration and the existence of significant financing components.

Variable consideration

If the consideration in a contract includes a variable amount, the Company estimates the amount of consideration to which it will be entitled in exchange for transferring the goods to the customer. The variable consideration is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved. The Company recognizes changes in the estimated amount of variable consideration in the year in which the change occurs. Some contracts for the sale of goods provide customers with a right to return the goods within a specified period, volume rebates and pricing incentives, which give rise to variable consideration. The Company provides retrospective volume rebates and pricing incentives to certain customers once the quantity of products purchased during the year exceeds a threshold specified in the contract. Rebates are offset against amounts payable by the customer. To estimate the variable consideration for the expected future rebates, the Company applies the most likely amount

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

method for contracts with a single-volume threshold and the expected value method for contracts with more than one volume threshold. The selected method that best predicts the amount of variable consideration is primarily driven by the number of volume thresholds contained in the contract. The Company then applies the requirements on constraining estimates of variable consideration and recognises a liability for the expected future rebates.

The disclosures of significant estimates and assumptions relating to the estimation of variable consideration for volume rebates are provided in Note 31.

Significant Financing component

The Company applies the practical expedient for short-term advances received from customers. That is, the promised amount of consideration is not adjusted for the effects of a significant financing component if the period between the transfer of the promised good and the payment is one year or less.

Contract balances

Trade receivables

A receivable is recognised if an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section (p) Financial instruments – initial recognition and subsequent measurement.

Contract liabilities

A contract liability is recognised if a payment is received or a payment is due (whichever is earlier) from a customer before the Company transfers the related goods or services. Contract liabilities are recognised as revenue when the Company performs under the contract (i.e., transfers control of the related goods or services to the customer).

Cost to obtain a contract

The Company pays sales commission to its selling agents for certain contract that they obtain for the Company. The Company applies the optional practical expedient to immediately expense costs to obtain a contract if the amortisation period of the asset that the entity otherwise would have recognised is one year or less. As such, sales commissions are immediately recognised as an expense and included as part of Other Expenses. Costs to fulfill a contract i.e. freight, insurance and other selling expenses are recognized as an expense in the year in which related revenue is recognised.

d) Other revenue streams

Export Benefits

Export entitlements in the form of Remission of Duties and Taxes on Exported Products (RoDTEP), Duty Drawback Scheme, Merchandise Export Incentive Scheme and Rebate of State and Central Taxes and Levies (ROSCTL) are recognised in the statement of profit and loss when the right to receive credit as per the terms of the scheme is established in respect of exports made and when there is no significant uncertainty regarding the ultimate collection of the relevant export proceeds.

Dividend

Dividend on financial assets is recognised when the Company's right to receive the payment is established i.e. when it is probable that the economic benefits associated with the dividend will flow to the entity.

Interest Income

For all debt instruments measured at amortised cost, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter year, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses. Interest income is included in finance income in the statement of profit and loss.

Scrap Sales

Income from Sales of Scrap is recognized at the point in time when control of the assets is transferred to the customer.

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

Insurance Claims

Insurance claims are recognized when there exists no significant uncertainty with regards to the amount to be realised and ultimate collection thereof.

e) Taxes

Tax expense comprises current tax expense and deferred tax.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in accordance with the Income Tax Act, 1961.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in Other comprehensive income (OCI) or directly in equity.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment. The Company shall reflect the effect of uncertainty for each uncertain tax treatment by using either most likely method or expected value method, depending on which method predicts better resolution of the treatment.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises on an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss and does not give rise to equal taxable and deductible temporary differences.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized, except:

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss and does not give rise to equal taxable and deductible temporary differences.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

The Company offsets deferred tax assets and deferred tax liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future year in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

Goods and Service taxes paid on acquisition of assets or on incurring expenses

Expenses and assets are recognised net of the amount of Goods and service taxes paid, except:

- When the tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, the tax paid is recognised as part of the cost of acquisition of the asset or as part of the expense item, as applicable
- When receivables and payables are stated with the amount of tax included

The net amount of tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet.

f) Property, plant and equipment

Capital work in progress is stated at cost, net of accumulated impairment loss, if any. Plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Items such as spare parts, stand-by equipment and servicing equipment are recognized as property, plant and equipment when they meet the definition of property, plant and equipment. Otherwise, such items are classified as inventory. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Such cost includes the cost of replacing part of the plant and equipment and borrowing cost for long term construction projects if the recognition criteria are met. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in Statement of profit or loss as incurred.

The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

Depreciation on Property, plant and equipment is provided on the straight-line method over the useful lives of assets estimated by the management. Depreciation for assets purchased/ sold during a year is proportionately charged. Leases relating to land are amortized equally over the year of lease. Leased mines are depreciated over the estimated useful life of the mine or lease year, whichever is lower. The Management estimates the useful lives for the fixed assets, except lease mines and leasehold land, as follows.:

Particulars	Life Considered
Buildings	30/60 years
Roads (included under Buildings)	10 years
Plant & Equipment (other than electrical installations)	5 to 25 years*
Electrical Installations and Equipment (included in plant & equipment)	10 years
End user devices, such as, desktops, laptops, etc. (included under office equipments)	3 years
Servers and networks (included under office equipments)	6 years
Office Equipments	5 years
Furniture & Fixture	10 years
Salt Works & Reservoirs	5 years
Vehicles	8 to 10 years
Wind Turbine	22 years
Solar Power	22 years

* For these class of assets, based on internal assessment, the management believes that the useful lives as given above best represent the year over which management expects to use these assets. Hence the useful lives for these assets is different from the useful lives as prescribed under Part C of Schedule II of the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the year over which the assets are likely to be used.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year-end and adjusted prospectively, if appropriate.

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

g) Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation year and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting year. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation year or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Intangible assets comprising of computer software with finite useful life are amortised on straight line basis over estimated useful life of three years.

An intangible asset is de-recognised upon disposal (i.e., at the date the recipient obtains control) or when no future economic benefits are expected from its use or disposal. Any gain or loss arising upon de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is de-recognised.

h) Non- Current asset held for sale and discontinued operations

The Company classifies non-current assets as held for sale if their carrying amounts will be recovered principally through a sale rather than through continuing use. Actions required to complete the sale should indicate that it is unlikely that significant changes to the sale will be made or that the decision to sell will be withdrawn. Management must be committed to the sale expected within one year from the date of classification.

For these purposes, sale transactions include exchanges of non-current assets for other non-current assets when the exchange has commercial substance. The criteria for held for sale classification is regarded met only when the assets is available for immediate sale in its present condition, subject only to terms that are usual and customary for sales of such assets, its sale is highly probable; and it will genuinely be sold, not abandoned. The Company treats sale of the asset to be highly probable when:

- The appropriate level of management is committed to a plan to sell the asset,
- An active programme to locate a buyer and complete the plan has been initiated (if applicable),
- The asset is being actively marketed for sale at a price that is reasonable in relation to its current fair value,
- The sale is expected to qualify for recognition as a completed sale within one year from the date of classification, and
- Actions required to complete the plan indicate that it is unlikely that significant changes to the plan will be made or that the plan will be withdrawn.

Non-current assets held for sale are measured at the lower of their carrying amount and the fair value less costs to sell. Costs to sell are the incremental costs directly attributable to the disposal of an asset, excluding finance costs and income tax expense. Assets and liabilities classified as held for sale are presented separately in the balance sheet.

Property, plant and equipment and intangible assets once classified as held for sale are not depreciated or amortised.

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

Discontinued operations are excluded from the results of continuing operations and are presented as a single amount as profit or loss after tax from discontinued operations in the Statement of Profit and Loss.

Basis of segregation into discontinued operations and additional disclosures in respect of discontinued operations are provided in Note 45 to the financial statements.

i) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial year of time to get ready for its intended use or sale are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

j) Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a year of time in exchange for consideration.

Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i) Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

- Buildings 1 to 9 years
- Salt Works 30 years

The right-of-use assets are also subject to impairment. Refer to the accounting policies in section (l) Impairment of non-financial assets.

ii) Lease Liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, and amounts expected to be paid under residual value guarantees. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term or a change in the lease payments.

iii) Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases of machinery and equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

recognised as expense on a straight-line basis over the lease term.

k) Inventories

Inventories are valued at cost or net realizable value, whichever is lower. Costs incurred in bringing each product to its present location and condition are accounted for as follows:

- Raw materials: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on moving weighted average cost basis.
- Finished goods (Including goods in transit) & Work in progress: Cost includes material cost, cost of conversion, depreciation, other overheads to the extent applicable. Cost is determined on weighted average basis.
- Stock in trade: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.
- Stores and spares: are stated at cost less provision, if any, for obsolescence. Cost is determined on moving weighted average cost basis and cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

l) Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Company's assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of three years. For longer years, a long-term growth rate is calculated and applied to project future cash flows after the third year. To estimate cash flow projections beyond years covered by the most recent budgets/forecasts, the Company extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country or countries in which the entity operates, or for the market in which the asset is used.

Impairment losses of continuing operations, including impairment on inventories, are recognised in profit and loss section of the statement of profit and loss.

An assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying of the asset

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit and loss.

m) Provisions

General

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Decommissioning liability

The present value of the expected cost for the decommissioning of an asset after its use and leasehold improvements on termination of lease is included in the cost of the respective asset if the recognition criteria for a provision are met. The Company records a provision for decommissioning costs of its plant for manufacturing of Soda Ash and leasehold improvements at the leasehold land. Decommissioning costs are provided at the present value of expected costs to settle the obligation using estimated cash flows and are recognised as part of the cost of the particular asset. The cash flows are discounted at a current pre-tax rate that reflects the risks specific to the decommissioning liability. The unwinding of the discount is expensed as incurred and recognised in the statement of profit and loss as a finance cost. The estimated future costs of decommissioning are reviewed annually and adjusted as appropriate. Changes in the estimated future costs or in the discount rate applied are added to or deducted from the cost of the asset.

The impact of climate-related matters on remediation of environmental damage is considered with determining the decommissioning liability on the manufacturing facility.

Onerous Contracts

If the Company has a contract that is onerous, the present obligation under the contract is recognised and measured as a provision. However, before a separate provision for an onerous contract is established, the Company recognises any impairment loss that has occurred on assets dedicated to that contract. An onerous contract is a contract under which the unavoidable costs (i.e., the costs that the Company cannot avoid because it has the contract) of meeting the obligations under the contract exceed the economic benefits expected to be received under it. The unavoidable costs under a contract reflect the least net cost of exiting from the contract, which is the lower of the cost of fulfilling it and any compensation or penalties arising from failure to fulfil it. The cost of fulfilling a contract comprises the costs that relate directly to the contract (i.e., both incremental costs and an allocation of costs directly related to contract activities)."

n) Gratuity and other post-employment benefits

Retirement benefit in the form of provident fund and superannuation fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund and superannuation fund. The Company recognizes contribution payable to the provident fund and superannuation fund scheme as an expense, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

The Company operates a defined benefit gratuity plan, which requires contributions to be made to a separately administered fund. The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method.

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Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognised in profit or loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Company recognises related restructuring costs

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Company recognizes expected cost of short-term employee benefit as an expense, when an employee renders the related service.

The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the reporting date. Actuarial gains/losses are immediately taken to the statement of profit and loss and are not deferred. The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer the settlement for at least twelve months after the reporting date.

o) Share-based payments

Employees (including senior executives) of the Company receive remuneration in the form of share-based payments, whereby employees render services as consideration for equity instruments (equity-settled transactions).

Equity-settled transactions

The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model.

That cost is recognised, together with a corresponding increase in share-based payment (SBP) reserves in equity, over the year in which the performance and/or service conditions are fulfilled in employee benefits expense. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting year has expired and the Company's best estimate of the number of equity instruments that will ultimately vest. The expense or credit in the statement of profit and loss for a year represents the movement in cumulative expense recognised as at the beginning and end of that year and is recognised in employee benefits expense.

Service and non-market performance conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the Company's best estimate of the number of equity instruments that will ultimately vest. Market performance conditions are reflected within the grant date fair value. Any other conditions attached to an award, but without an associated service requirement, are considered to be non-vesting conditions. Non-vesting conditions are reflected in the fair value of an award and lead to an immediate expensing of an award unless there are also service and/or performance conditions.

No expense is recognised for awards that do not ultimately vest because non-market performance and/or service conditions have not been met. Where awards include a market or non-vesting condition,

Notes to the Standalone Financial Statements

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the transactions are treated as vested irrespective of whether the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied.

When the terms of an equity-settled award are modified, the minimum expense recognised is the grant date fair value of the unmodified award, provided the original vesting terms of the award are met. An additional expense, measured as at the date of modification, is recognised for any modification that increases the total fair value of the share-based payment transaction, or is otherwise beneficial to the employee. Where an award is cancelled by the entity or by the counterparty, any remaining element of the fair value of the award is expensed immediately through profit or loss.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

p) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular day trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in three categories:

- Financial assets at amortised cost (debt instruments)
- Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- Financial assets at fair value through profit or loss

Financial assets at amortised cost (debt instruments)

A 'financial asset' is measured at the amortised cost if both the following conditions are met:

(a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

(b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is the most relevant to the Company. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss. The Company financial assets at amortised cost includes trade receivables and loans included under other financial assets.

Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss are carried in the balance sheet at fair value with net changes in fair value recognised in the statement of profit and loss.

This category includes derivative instruments and mutual/liquid funds investments which the Company had not irrevocably elected to classify at fair value through OCI. Dividends on listed equity investments are recognised in the statement of profit and loss when the right of payment has been established.

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as at and for the year ended March 31, 2024 (INR in crores)

Financial assets designated at fair value through OCI (equity instruments)

Upon initial recognition, the Company can elect to classify irrevocably its equity investments as equity instruments designated at fair value through OCI when they meet the definition of equity under Ind AS 32 Financial Instruments: Presentation and are not held for trading. The classification is determined on an instrument-by-instrument basis. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS 103 applies are classified as at FVTPL.

Gains and losses on these financial assets are never recycled to profit or loss. Dividends are recognised as other income in the statement of profit and loss when the right of payment has been established, except when the Company benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in OCI. Equity instruments designated at fair value through OCI are not subject to impairment assessment.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or

- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the company has transferred substantially all the risks and rewards of the asset, or (b) the company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Companies continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Impairment of financial assets

The Company recognises an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

For trade receivables, the Company applies a simplified approach in calculating ECLs. Therefore, the Company does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Company has established a provision matrix that is based on its historical credit

Notes to the Standalone Financial Statements

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loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings and derivative financial instruments.

Subsequent measurement

For purposes of subsequent measurement, financial liabilities are classified in two categories:

- Financial liabilities at fair value through profit or loss
- Financial liabilities at amortised cost (loans and borrowings)

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind-AS 109.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in Ind-AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ loss are not subsequently transferred to P&L. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss. The Company has not designated any financial liability as at fair value through profit and loss.

Financial liabilities at amortised cost (Loans and Borrowings)

This is the category most relevant to the Company. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

This category generally applies to borrowings. For more information refer Note 16.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Reclassification of financial assets

The Company determines classification and measurement of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting year following the change in business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest. The following table shows various reclassification and how they are accounted for as per below:

i) **Amortised cost to FVTPL -** Fair value is measured at reclassification date. Difference between previous amortized cost and fair value is recognised in P&L.

ii) **FVTPL to Amortised Cost -** Fair value at reclassification date becomes its new gross carrying amount. EIR is calculated based on the new gross carrying amount.

iii) **Amortised cost to FVTOCI -** Fair value is measured at reclassification date. Difference between previous amortised cost and fair value is recognised in OCI. No change in EIR due to reclassification.

iv) **FVTOCI to Amortised cost -** Fair value at reclassification date becomes its new amortised cost carrying amount. However, cumulative gain or loss in OCI is adjusted against fair value. Consequently, the asset is measured as if it had always been measured at amortised cost.

v) **FVTPL to FVTOCI -** Fair value at reclassification date becomes its new carrying amount. No other adjustment is required.

vi) **FVTOCI to FVTPL -** Assets continue to be measured at fair value. Cumulative gain or loss previously recognized in OCI is reclassified to Statement of Profit and Loss at the reclassification date.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

q) Derivative financial instruments

Initial recognition and subsequent measurement

The Company uses derivative financial instruments, such as forward currency contracts, to hedge its foreign currency risks. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to profit or loss.

r) Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, that are readily convertible to a known amount of cash and subject to an insignificant risk of changes in value. Bank balances other than the balance included in cash and cash equivalents represents balance on account of unpaid dividend and margin money deposit with banks.

s) Dividend

The Company recognises a liability to pay dividend to equity holders when the distribution is authorised and the distribution is no longer at the discretion of the Company. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

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t) Government Grants

Government grants are recognised when there is reasonable assurance that the grant will be received and all attached conditions complied in. When the grant relates to an expense item, it Is recognised as Income on a systematic basis over the years that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognised as an income in equal amounts over the expected useful life of the related asset.

u) Foreign currencies

The Company's financial statements are presented in INR, which is also the Company's functional currency.

Transactions and balances

Transactions in foreign currencies are initially recorded in the functional currency, using the spot exchange rates at the date of the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences that arise on settlement of monetary items are recognised in Statement of Profit and Loss. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of nonmonetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

v) Investment in subsidiary

Investment in subsidiary is carried at cost in the separate financial statements. Investment carried at cost is tested for impairment as per IND AS 36.

w) Contingent Liabilities

A Contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrgnce of one or more uncertain future events beyond the control of the Company or a present obligation that is recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because cannot be measured reliably. Therefore the Company does not recognize a contingent liability but discloses its existence in the financial statements. Contingent assets are only disclosed when it is probable that the economic benefits will flow to the entity.

x) Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit for the year attributable to equity shareholders of the Company and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares. Treasury shares are reduced while computing basic and diluted earnings per share.

xi) Treasury shares

The Company has created a GHCL Employees Stock Option Trust for providing share-based payment to its employees. The Company uses GHCL Employees Stock Option Trust as a vehicle for distributing shares to employees under the employee remuneration schemes. The GHCL Employees Stock Option Trust buys shares of the Company from the market, for giving shares to employees. The Company treats GHCL Employees Stock Option Trust as its extension and shares held by GHCL Employees Stock Option Trust are treated as treasury shares.

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

Own equity instruments that are reacquired (treasury shares) are recognised at cost and deducted from equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments. Any difference between the carrying amount and the consideration, if reissued, is recognised in Securities premium. Share options exercised during the reporting period are satisfied with treasury shares.

xii) New and amended standards

The Ministry of Corporate Affairs has notified Companies (Indian Accounting Standard) Amendment Rules, 2023 dated March 31, 2023, to amend the following Ind AS which are effective for annual beginning on or after April 01, 2023. The Company applied for the first time these amendments.

(i) Definition of Accounting Estimates - Amendments to Ind AS 8

The amendments clarify the distinction between changes in accounting estimates, changes in accounting policies and the correction of errors. It has also been clarified how entities use measurement techniques and inputs to develop accounting estimates.

The amendments had no impact on the Company's standalone financial statements.

(ii) Disclosure of Accounting Policies - Amendments to Ind AS 1

The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures.

The amendments have had an impact on the Company's disclosures of accounting policies, but not on the measurement, recognition or presentation of any items in the Company's financial statements.

(iii) Deferred Tax related to Assets and Liabilities arising from a Single Transaction - Amendments to Ind AS 12

The amendments narrow the scope of the initial recognition exception under Ind AS 12, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences such as leases.

The Company previously recognised for deferred tax on leases on a net basis. As a result of these amendments, the Company has recognised a separate deferred tax asset in relation to its lease liabilities and a deferred tax liability in relation to its right-of-use assets. Since, these balances qualify for offset as per the requirements of paragraph 74 of Ind AS 12, there is no impact in the balance sheet. There was also no impact on the opening retained earnings as at 1 April 2022.

Notes to the Standalone Financial Statements

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(INR in crores)

3. Property, plant and equipment

Gross block at cost	Freehold Land	Leasehold Land*	Buildings	Plant and Equipments	Office Equipments	Furniture and Fixtures	Salt works reservoir	Vehicles	Leased Mines #	Wind Turbine Generator	Solar Power	Total	Capital work in progress	Asset held for sale	Total
As at April 01, 2022	**321.96**	**352.40**	**221.21**	**1,876.97**	**3.52**	**1.87**	**5.06**	**3.55**	**15.86**	**128.47**	**78.02**	**3,008.89**	**212.98**	**576.26**	**3,798.12**
Additions-continuing operations	3.75	-	17.30	96.16	1.37	0.16	13.34	0.93				133.01	138.56	-	271.57
Additions-discontinued operations	2.38	-	37.92	173.43	0.67	1.02	-	0.19	-	-	0.43	216.04	195.41	-	411.45
Disposals-continuing operations	(0.05)	(16.40)	(5.13)	(4.89)	(0.89)	(0.01)	(4.73)	(0.06)	-	-	-	(32.15)	(133.00)	-	(165.16)
Disposals-discontinued operations	(0.50)	-	(0.20)	(9.28)	(0.03)	(0.00)	-	-	-	-	-	(10.02)	(216.04)	(576.03)	(802.08)
Adjustments due to discontinued operations##	(211.43)	(0.01)	(109.39)	(510.34)	(2.53)	(1.47)	-	(0.98)	-	(128.47)	(78.45)	(1,043.07)	(89.36)	(0.23)	(1,132.66)
Adjustments **	-	-	-	(16.23)	7.52	2.18	4.87	1.66	-	-	-	0.00	-	-	0.00
As at March 31, 2023	**116.11**	**335.99**	**161.71**	**1,605.82**	**9.63**	**3.75**	**18.54**	**5.29**	**15.86**	**-**	**-**	**2,272.70**	**108.55**	**-**	**2,381.24**
Additions ###	33.13	-	2.78	105.80	1.66	0.45	9.00	1.10	-	20.10	17.55	191.57	137.84	-	329.41
Disposals	-	-	(2.22)	(10.19)	(0.58)	(0.00)	-	(0.22)	-	-	-	(13.21)	(191.57)	-	(204.78)
As at March 31, 2024	**149.24**	**335.99**	**162.26**	**1,701.44**	**10.71**	**4.20**	**27.54**	**6.17**	**15.86**	**20.10**	**17.55**	**2,451.06**	**54.82**	**-**	**2,505.87**
Accumulated depreciation															
As at April 01, 2022	**-**	**33.98**	**45.17**	**414.61**	**1.88**	**0.29**	**2.95**	**1.03**	**9.29**	**43.31**	**1.84**	**554.35**	**-**	**-**	**554.35**
Depreciation charge for the year continuing operations	-	4.84	8.25	73.49	1.22	0.31	0.58	0.48	1.77	-	-	90.93	-	-	90.93
Depreciation charge for the year discontinued operations	-	-	5.46	23.54	0.41	0.05	-	0.09	-	6.94	3.50	39.99			39.99
Disposals-continuing operations	-	(1.80)	(5.06)	(3.27)	(0.87)	(0.02)	(4.74)	(0.03)	-	-	-	(15.79)	-	-	(15.79)
Disposals-discontinued operations	-	-	(0.08)	(4.96)	(0.03)	(0.00)	-	-	-	-	-	(5.06)	-	-	(5.06)
Adjustments due to discontinued operations##	-	-	(16.02)	(35.79)	(1.79)	(0.34)	-	(0.48)	-	(50.89)	(5.34)	(110.64)	-	-	(110.64)
Adjustments **	-	-	0.19	(15.33)	5.93	2.03	4.86	1.68	-	0.64	-	0.01	-	-	0.01
As at March 31, 2023	**-**	**37.02**	**37.91**	**452.29**	**6.75**	**2.32**	**3.65**	**2.77**	**11.06**	**-**	**-**	**553.78**	**-**	**-**	**553.78**

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(INR in crores)

Accumulated depreciation	Freehold Land	Leasehold Land*	Buildings	Plant and Equipments	Office Equipments	Furniture and Fixtures	Salt works reservoir	Vehicles	Leased Mines#	Wind Turbine Generator	Solar Power	Total	Capital work in progress	Asset held for sale	Total
Depreciation charge for the year	-	4.63	6.58	79.34	1.36	0.30	3.23	0.52	1.60	0.55	0.01	98.12	-	-	98.12
Disposals	-	-	(2.20)	(8.23)	(0.58)	-	-	(0.19)	-	-	-	(11.20)	-	-	(11.20)
As at March 31, 2024	-	41.65	42.29	523.40	7.53	2.62	6.88	3.10	12.66	0.55	0.01	640.71	-	-	640.71
Net book value															
As at March 31, 2024	149.24	294.34	119.97	1,178.04	3.18	1.58	20.66	3.07	3.20	19.55	17.54	1,810.37	54.82	-	1,865.19
As at March 31, 2023	116.11	298.97	123.79	1,153.53	2.88	1.43	14.89	2.53	4.80	-	-	1,718.92	108.55	-	1,827.47

* Leasehold Land - Land for Soda Ash plant and for corporate office are taken on lease from the Government of India for a period of 90 to 99 years. Leasehold land are capitalised and amortised over the period of lease.

** Adjustments represented interblock reclassification of assets.

Leased mines represents expenditure incurred on development of mines.

Discontinued Operations - Assets pertaining to Discontinued Operations represented the assets of Spinning Division unit transferred by the Company pursuant to the Scheme of Arrangement (Refer Note no 45).

Additions to freehold land includes an amount of Rs. 22.10 crores (paid as capital advance during earlier years) for which invoices are pending.

Notes:

(a) Property plant and equipment are subject to charge to secure the Company's borrowings (Refer note 16)

(b) On transition to Ind AS (i.e. 1 April 2015), the Company elected to continue with the carrying value of all Property, plant and equipment measured as per the previous GAAP and use that carrying value as the deemed cost of Property, plant and equipment.

(c) All title deeds of Immovable properties are held in the name of the Company.

(d) Ageing schedule for Capital Work in progress

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress as at March 31, 2024	44.78	6.01	2.47	1.56	54.82
Projects temporarily suspended as at March 31, 2024	-	-	-	-	-
Projects in progress as at March 31, 2023	96.86	10.12	0.20	1.37	108.55
Projects temporarily suspended as at March 31, 2023	-	-	-	-	-

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

For capital-work-in progress, there is no completion overdue and cost is with in its original plan except as disclosed below in note (e):

(e) Completion schedule for capital-work-in progress, whose completion is overdue or has exceeded its cost compared to its original plan :

CWIP	To be completed in			
	Less than 1 year	1-2 years	2-3 years	More than 3 years
Debottlenecking project at Soda Ash plant				
As at March 31, 2024	2.40	-	-	-
As at March 31, 2023	2.30	-	-	-

4. Intangible assets

Gross block at cost	Computer Software	Mining Rights	Total
As at April 01, 2022	10.94	-	10.94
Additions-continuing operations	0.65	-	0.65
Additions-discontinued operations	0.15	-	0.15
Disposals-continuing operations	(0.03)	-	(0.03)
Disposals-discontinued operations	(0.13)	-	(0.13)
Adjustments due to discontinued operations ##	(0.61)	-	(0.61)
As at March 31, 2023	**10.97**	**-**	**10.97**
Additions ###	0.72	20.87	21.59
Disposals	(0.01)	-	(0.01)
As at March 31, 2024	**11.68**	**20.87**	**32.55**
Amortisation			
As at April 01, 2022	**8.33**	**-**	**8.33**
Amortization-continued operations	1.38	-	1.38
Amortization-discontinued operations	0.04	-	0.04
Disposals- continuing operations	(0.03)	-	(0.03)
Disposals- discontinued operations	(0.13)	-	(0.13)
Adjustments due to discontinued operations ##	(0.46)	-	(0.46)
As at March 31, 2023	**9.13**	**-**	**9.13**
Amortization	1.40	0.47	1.87
Disposals	(0.01)	-	(0.01)
As at March 31, 2024	**10.52**	**0.47**	**10.99**
Net book value			
As at March 31, 2024	**1.16**	**20.40**	**21.56**
As at March 31, 2023	**1.84**	**-**	**1.84**

Assets pertaining to Discontinued Operations represented the assets of Spinning Division unit transferred by the Company pursuant to the Scheme of Arrangement (Refer Note no 45).

Note:

On transition to Ind AS (i.e. 1 April 2015), the Company elected to continue with the carrying value of all Intangible assets measured as per the previous GAAP and use that carrying value as the deemed cost of Intangible assets.

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

5. Investments

Particulars	As at March 31, 2024	As at March 31, 2023
A) Investment in subsidiary companies, at cost		
Unquoted equity shares		
Investment in Dan River Properties LLC #	0.00	0.00
Investment in GHCL Textiles Limited*	-	0.01
Total Investments in subsidiaries	0.00	0.01
* Investments in equity shares cancelled pursuant to the Scheme of Arrangement (Refer Note 45B)		
B) Non-current investments in Government securities		
Unquoted at amortised cost		
7 years National Savings Certificates	0.04	0.04
(Pledged with government authorities)		
	0.04	**0.04**
C) Non-current investments in Equity shares		
Quoted equity shares (through FVTOCI)		
83,000 equity shares (March 31, 2023: 83,000 equity shares) of HDFC Bank Limited of INR 1/- each fully paid up	12.01	13.36
68,598 equity shares (March 31, 2023: 68,598 equity shares) of IDBI Bank Limited of INR 10/- each fully paid up	0.56	0.31
285 equity shares (March 31, 2023: 285 equity shares) of Bank of Baroda of INR 10/- each fully paid up#	0.01	0.00
272,146 equity shares (March 31, 2023: 272,146 equity shares) of GTC Industries Limited of INR 10/- each fully paid up	1.02	1.13
4,500 equity shares (March 31, 2023: 4,500 equity shares) of Canara Bank of INR 10/- each fully paid up	0.26	0.13
Total	**13.86**	**14.93**
D) Current Investments in Mutual funds		
Quoted through (FVTPL)		
2,17,538.60 units (March 31, 2023: 257,658.69 units) of Axis Liquid Fund - Direct Growth - CFDGG	58.38	64.44
80,441.84 units (March 31, 2023: 43,013.68 units) of HDFC Liquid Fund-Direct Plan Growth	38.16	19.03
2,17,748.87 units (March 31, 2023: 1,50,262.99 units) of SBI Liquid Fund Direct Growth	82.29	52.94
1,84,433.18 units (March 31, 2023: Nil) of Baroda BNP Paribas Liquid Fund - Direct- Growth (LQ-D2-G)	51.36	-
98,774.13 units (March 31, 2023: Nil) of DSP Liquidity Fund –Direct Plan - Growth	34.09	-
1,15,105.13 units (March 31, 2023: 2,38,731.86 units) of Bandhan Liquid Fund-Growth-Direct Plan	33.58	64.90
1,71,858.18 units (March 31, 2023: Nil) of Invesco India Liquid Fund - Direct Plan Growth (LF-D1)	56.97	-
1,17,850.65 units (March 31, 2023: Nil) of LIC MF Liquid Fund - Direct Plan-Growth	51.68	-
Nil (March 31, 2023: 2,44,27,154.64 units) of Aditya Birla Sun Life CRISIL IBX AAA - Jun 2023 - Index Fund Direct Growth	-	25.73
Nil (March 31, 2023: 5,46,592.33 units) of Aditya Birla Sun Life Savings Fund - Growth - Direct Plan	-	25.70

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

Particulars	As at March 31, 2024	As at March 31, 2023
Nil (March 31, 2023: 98,67,278.49 units) of Axis CRISIL IBX SDL May 2017 Index Fund - Direct Growth (CRDGG)	-	10.21
Nil (March 31, 2023: 1,69,913.48 units) of Baroda BNP Paribas Overnight Fund - Direct Plan Growth (On-D2-G)	-	20.00
Nil (March 31, 2023: 1,56,428.58 units) of HSBC Liquid Fund - Direct Growth	-	35.07
Nil (March 31, 2023: 98,47,746.25 units) of ICICI Prudential Nifty SDL Sep 2027 Index Fund - Direct Plan - Growth	-	10.21
Nil (March 31, 2023: 48,311.82 units) of Nippon India Liquid Fund - Direct Plan Growth Plan - Growth Option (LFAGG)	-	26.61
Nil (March 31, 2023 : 84,737.01 units) of Union Overnight Fund Growth - Direct Plan	-	10.00
Total	**406.51**	**364.84**
Total Non-current Investments (A+B+C)	**13.90**	**14.97**
Total Current Investments (D)	**406.51**	**364.84**
Total	**420.41**	**379.81**
Aggregate book value of quoted investments	420.37	379.77
Aggregate market value of quoted investments	420.37	379.77
Aggregate value of unquoted investments	0.04	0.05
Total	**420.41**	**379.82**

Investments at fair value through OCI (fully paid) reflect investment in quoted and unquoted equity securities and quoted debt securities. These equity shares are designated as FVTOCI as they are not held for trading purpose and are not in similar line of business as the Company. Thus disclosing their fair value fluctuation in profit or loss will not reflect the purpose of holding. The Company has not transferred any gain or loss within equity . Refer Note 39 for determination of their fair values.

0.00 represents amount below INR 50,000/-.

6A. Loans

Particulars	As at March 31, 2024	As at March 31, 2023
(Unsecured, considered good, unless stated otherwise) (at amortised cost)		
Loan to employees (including loan to KMPs, refer note 36)	0.86	0.76
Total loan to employees	**0.86**	**0.76**

No loans are due from directors or other officer's of the Company either severally or jointly with any other person, except other than stated above.

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

6B. Other non-current financial assets (unsecured considered good)

Particulars	As at March 31, 2024	As at March 31, 2023
Security deposits, unsecured	2.17	1.93
Bank deposits having a maturity of more than 12 months		
- On escrow account#	16.97	14.34
Total other non-current financial assets	**19.14**	**16.27**

As per the guidelines of the Ministry of Coal, Government of India all Coal Mine owners who are operating Coal Mines are required to prepare a Mine Closure Plan and need to open an escrow for depositing money towards mine closure activity on approval of such plan. Annual amount to be deposited shall be as per mine closure plan. Total amount deposited along with interest accrued shall be refunded as per conditions of approved mine plan.

7. Other-non current assets

Particulars	As at March 31, 2024	As at March 31, 2023
(Unsecured considered good)		
Capital advances	20.32	61.91
Deposits with statutory authorities under protest	12.83	9.97
Total other non current assets	**33.15**	**71.88**

No advances are due from directors or other officer's of the Company either severally or jointly with any other person. Nor any advances are due from firm or any private companies respectively in which any director is a partner, a director or a member.

8. Inventories

Particulars	As at March 31, 2024	As at March 31, 2023
Inventories valued at lower of cost and net realizable value		
Raw materials	336.05	457.02
[includes in transit INR 32.92 crores (March 31, 2023: INR 3.79 crores)]		
Work-in-progress	6.14	7.21
Finished goods	145.49	97.28
[includes in transit INR 11.47 crores (March 31, 2023: INR 15.92 crores)]		
Stock-in-trade #	18.26	33.57
Stores and spares #	145.13	177.25
Total inventories	**651.07**	**772.33**

As at year end, the above inventories are net of provision on account of net realisable value of INR 5.88 crores (March 31, 2023 : INR 1.54 crores).

All inventories of the Company have been hypothecated to secure borrowings of the Company (refer note 16).

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

9. Trade receivables

Particulars	As at March 31, 2024	As at March 31, 2023
Trade receivables	179.83	218.41
	179.83	**218.41**

Break-up for security details

Particulars	As at March 31, 2024	As at March 31, 2023
Trade Receivables		
- Secured, considered good	24.96	20.82
- Unsecured, considered good	154.87	197.59
Total Trade receivables	**179.83**	**218.41**

Trade Receivables Ageing Schedule :

As at 31 March 2024

Particulars	Outstanding for following periods from due date of payment						
	Current but Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - considered good	81.88	97.88	0.07	-	-	-	179.83
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade receivable - credit impaired	-	-	-	-	-	-	-
Disputed Trade receivables - considered good	-	-	-	-	-	-	-
Disputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade receivables - credit impaired	-	-	-	-	-	-	-
Total	**81.88**	**97.88**	**0.07**	**-**	**-**	**-**	**179.83**

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

As at 31 March 2023

Particulars	Outstanding for following periods from due date of payment						
	Current but Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - considered good	117.35	101.06	-	-	-	-	218.41
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade receivable - credit impaired	-	-	-	-	-	-	-
Disputed Trade receivables - considered good	-	-	-	-	-	-	-
Disputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade receivables - credit impaired	-	-	-	-	-	-	-
Total	**117.35**	**101.06**	**-**	**-**	**-**	**-**	**218.41**

No trade or other receivable are due from directors or other officer's of the Company either severally or jointly with any other person. Nor any trade or other receivable are due from firm or private companies respectively in which any director is a partner, a director or a member.

Trade receivables are non-interest bearing and are generally on terms of 15 to 60 days.

There are no unbilled receivables, hence the same is not disclosed in the ageing schedule.

10A. Cash and cash equivalents

Particulars	As at March 31, 2024	As at March 31, 2023
Balances with bank		
- On current accounts	48.54	48.30
- Deposits with original maturity of less than three months	-	75.00
Cash on hand	0.08	0.08
Total cash and cash equivalents	**48.62**	**123.38**

For the purpose of the statement of cash flows, cash and cash equivalents comprise the following:

Particulars	As at March 31, 2024	As at March 31, 2023
Balances with bank		
- On current accounts	48.54	48.30
- Deposits with original maturity of less than three months	-	75.00
Cash on hand	0.08	0.08
Cash at bank and cash on hand attributable to discontinued operations (Note 45)	-	37.23
Total cash and cash equivalents	**48.62**	**160.61**

Cash at banks earns interest at floating rates based on daily bank deposit rates. Short-term deposits are made for varying periods of between one day and three months, depending on the immediate cash requirements of the Company, and earn interest at the respective short-term deposit rates.

Notes to the Standalone Financial Statements
as at and for the year ended March 31, 2024 (INR in crores)

10B. Bank balances other than cash and cash equivalents

Particulars	As at March 31, 2024	As at March 31, 2023
- On unpaid dividend accounts	5.33	5.14
- Deposits with original maturity more than 3 months but less than 12 months#	436.84	-
- On account of margin money deposited*	0.60	11.23
Total bank balances other than cash and cash equivalents	**442.77**	**16.37**

Deposits are made for varying period of three months to twelve month depending upon the immediate cash requirement of the Company and earn interest at the respective deposit rate.

* Margin money held with banks against letter of credit.

Changes in liabilities arising from financing activities and for non-cash financing and investing activities:

Particulars	Current	
	As at March 31, 2024	As at March 31, 2023
Opening balance of borrowings	-	206.03
Cash flows	-	(206.72)
Changes in fair values	-	0.69
Closing Balance of borrowings	**-**	**-**

Changes in liabilities arising from financing activities and for non-cash financing and investing activities:

Particulars	Non-Current	
	As at March 31, 2024	As at March 31, 2023
Opening balance of borrowings	347.52	561.43
Cash flows	(151.16)	(135.68)
Foreign exchange management	-	1.06
Changes in fair values	0.34	(0.70)
Closing balance of borrowings pertaining to Discontinued Operations (Refer Note 45)	-	78.59
Closing Balance of borrowings	**196.70**	**347.52**

11A. Loans

Particulars	As at March 31, 2024	As at March 31, 2023
(Unsecured, considered good, unless stated otherwise)		
Loan to employees	0.92	0.92
Loan to subsidiary company (Refer Note 36)	-	0.14
Total Loans	**0.92**	**1.06**

No loans are due from directors or other officer's of the Company either severally or jointly with any other person. Nor any loans are due from firm or any private companies respectively in which any director is a partner, a director or a member.

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

Breakup of financial assets carried at amortised cost

Particulars	As at March 31, 2024	As at March 31, 2023
Loans (Refer Note 6A & 11A)	1.78	1.82
Security Deposits (Refer Note 6)	2.17	1.93
Trade receivables (Refer Note 9)	179.83	218.41
Cash and cash equivalents (Refer Note 10A)	48.62	123.38
Investments (Refer Note 5)	0.04	0.04
Other current financial asset (Refer Note 11C)	5.24	11.89
Total financial assets carried at amortised cost	**237.68**	**357.47**

11B. Derivative instruments

Particulars	As at March 31, 2024	As at March 31, 2023
Derivative instruments at fair value through profit or loss		
Derivatives not designated as hedges		
Foreign exchange forward contracts (net)	0.25	-
Total derivative instruments at fair value through profit or loss	**0.25**	**-**

Derivative instruments at fair value through profit or loss reflect the positive change in fair value of those foreign exchange forward contracts that are not designated in hedge relationships, but are, nevertheless, intended to reduce the level of foreign currency risk for expected sales and purchases.

11C. Other current financial asset at amortised cost

Particulars	As at March 31, 2024	As at March 31, 2023
(Unsecured, considered good, unless stated otherwise)		
Interest receivable	3.89	-
Others	1.35	11.89
(Includes insurance claim receivable and other recoverable)		
Total Other current financial asset at amortised cost	**5.24**	**11.89**

12. Income Tax and deferred tax

Non Current tax assets (net)	As at March 31, 2024	As at March 31, 2023
Advance income tax including TDS (net of provisions)	26.62	24.02
Total	**26.62**	**24.02**

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

(a) Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2024 and March 31, 2023:

Particulars	As at March 31, 2024	As at March 31, 2023
Accounting profit before tax from continuing operations	991.11	1,442.55
Accounting profit before tax from discontinued operations	-	31.92
Accounting profit before income tax	**991.11**	**1,474.47**
At India's statutory income tax rate of 25.168%	249.44	371.09
Adjustments of tax on following items to arrive at tax as per statement of profit and loss:		
- Depreciation on capital assets not allowable as per Income Tax Act, 1961	1.17	1.24
- Charity, donation and CSR expenses	5.82	4.50
- Deduction under Section 80JJA of the Income Tax Act, 1961	(0.12)	(0.12)
- Gain on sale of demerger and tax on transaction cost	(61.48)	-
- items disallowed under Income Tax Act, 1961	-	0.24
- Change in indexed cost of acquisition on fair valuation gain of land	(2.44)	(18.33)
- items of capital nature	-	0.44
- Others	(0.75)	0.47
At the effective income tax rate of 25.168% (March 31, 2023: 25.168%)	**191.64**	**359.53**
Income tax expense reported in the statement of profit and loss from continuing operations	191.74	356.61
Income tax and deferred tax recognised under exceptional items	(6.28)	1.15
Deferred tax expense reported in the statement of profit and loss from continuing operations	6.18	(5.83)
Income tax expense reported in the statement of profit and loss from discontinued operations	-	7.60
	191.64	**359.53**
Tax adjustments for earlier years:		
- Current tax	(0.64)	(0.62)
- Deferred tax	0.28	-
Total tax expense (including tax credit appearing in exceptional items)	**191.28**	**358.91**

(b) Deferred tax expense/(income) relates to the following:

Particulars	As at March 31, 2024	As at March 31, 2023
Property, plant and equipment	6.22	(43.68)
Unamortised borrowing costs	(0.08)	(0.23)
Right to use assets	(0.24)	(0.10)
Unrealised gain on investments at FVTPL	0.17	1.22
Unrealised gain on investments at FVTOCI	(0.12)	0.48
Mark to Market loss on Forward Contract	0.06	-
Expenditure allowable on payment basis under Section 43B of Income Tax Act, 1961 & on other items	0.75	(0.52)
Lease liabilities	0.12	(0.08)
Other comprehensive income	(0.46)	-

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

Particulars	As at March 31, 2024	As at March 31, 2023
Items under Section 35 DDA of Income Tax Act, 1961	0.23	(0.94)
Provision for Onerous contract	0.00	(1.97)
Items under section 35D of Income tax Act, 1961	(5.03)	-
Deferred tax (credit)/expenses	**1.62**	**(45.81)**
Disclosed as follows:		
Deferred tax expenses recognised in Other Comprehensive Income	0.19	0.48
Deferred tax expenses recognised in discontinued operations	-	3.43
Deferred tax (credit) recognised under exceptional items	(5.03)	(43.89)
Deferred tax expenses recognised statement profit and loss under tax expense	6.18	(5.83)
Deferred tax expense for earlier years recognised in statement profit and loss under tax expense	0.28	
Total Deferred tax expense/(income)	**1.62**	**(45.81)**

(c) Deferred tax liabilities (net) relates to the following:

Particulars	As at March 31, 2024	As at March 31, 2023
Deferred tax liabilities on:		
Property, plant and equipment	(253.72)	(368.45)
Unamortised borrowing costs	(0.14)	(0.26)
Right to use assets	(2.45)	(2.69)
Unrealised gain on investments at FVTPL	(1.39)	(1.22)
Unrealised gain on investments at FVTOCI	(0.36)	(0.48)
Mark to Market loss on Forward Contract	(0.06)	-
Deferred tax assets on:		
Expenditure allowable on payment basis under Section 43B of Income Tax Act, 1961 & on other items	3.15	4.39
Lease liabilities	3.37	3.48
Other Comprehensive income	0.76	0.30
Items under Section 35 DDA of Income Tax Act, 1961	0.70	0.94
Provision for onerous contract	-	1.97
Items under Section 35D of Income tax Act, 1961	5.03	-
Net deferred tax liabilities	(245.11)	(362.02)
Less: Liabilities directly associated with Discontinued operations disclosed under Note No 45	-	118.52
	(245.11)	**(243.50)**

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

Reflected in the balance sheet as follows:

Particulars	As at March 31, 2024	As at March 31, 2023
Deferred tax assets	13.01	11.08
Deferred tax liabilities	(258.12)	(373.10)
Deferred tax liabilities, net	(245.11)	(362.02)
Less: Liabilities directly associated with Discontinued Operations disclosed under Note No 45	-	118.52
	(245.11)	**(243.50)**

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

13. Other current assets

Particulars	As at March 31, 2024	As at March 31, 2023
(Unsecured, considered good unless stated otherwise)		
Balances with statutory authorities	9.04	7.25
Advances to vendors	14.25	14.92
Prepaid expenses	2.76	2.39
Gratuity plan asset (net of defined benefit obligation) (Refer Note 32)	4.91	1.92
Others	4.80	4.37
Total other current assets	**35.76**	**30.85**

No advances are due from directors or other officer's of the Company either severally or jointly with any other person. Nor any advances are due from firm or any private companies respectively in which any director is a partner, a director or a member other than stated above.

14. Share capital

Authorised share capital

Particulars	Number of Shares (of INR 10 each)	Amount
As at April 01, 2022	**17,50,00,000**	**175.00**
Increase/(Decrease) during the year	-	-
As at March 31, 2023	**17,50,00,000**	**175.00**
Increase/(Decrease) during the year	(3,50,00,000)	(35.00)
As at March 31, 2024	**14,00,00,000**	**140.00**

As a part of the Scheme of Arrangement (Refer Note 45B), the authorized share capital of the Company got reduced to INR 140 crores made up of 14,00,00,000 Equity Shares of Re. 10/- each with effect from April 01, 2023.

Terms / rights attached to equity shares

The Company has one class of equity shares having a par value of INR 10 per share. Each shareholder is entitled to one vote per equity share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuring Annual General Meeting, except in case of interim dividend. In the event of liquidation on the Company, the equity shareholders are eligible to receive remaining assets of the Company, after distribution of all preferential amounts, in proportion to their shareholding. The Company declares and pay dividend in Indian Rupee.

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

Issued, Subscribed and fully paid up equity shares

Particulars	Number of Shares	Amount
Equity shares of INR 10 each issued, subscribed and fully paid		
As at April 01, 2022	**9,53,50,786**	**95.35**
Changes in share capital - ESOS issued during the year (May 30, 2022)	2,35,000	0.24
As at March 31, 2023	**9,55,85,786**	**95.59**
Changes in share capital - ESOS issued during the year (December 27, 2023)	1,38,200	0.13
As at March 31, 2024	**9,57,23,986**	**95.72**

Details of shareholders holding more than 5% shares in the company

Particulars	As at March 31, 2024	As at March 31, 2023
Promoter & Promoter Group	19.04%	19.05%
DSP Small Cap Fund	3.95%	6.16%

As per records of the Company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

No shares have been issued by the Company for consideration other than cash, during the year of five years immediately preceding the reporting date.

Shares reserved for issue under options

For details of shares reserved for issue under the Share based payment plan of the company, please Refer Note 33

Details of shares held by promoters as at 31st March 2024

S No.	Promoter name	No. of Shares at beginning of the year	Change during the year	No. of Shares at the year end	%of total shares	% Change during the year*
1	Hindustan Commercial Company Limited	29,44,737	-	29,44,737	3.08%	0.00%
2	Gems Commercial Company Limited	29,40,207	-	29,40,207	3.07%	0.00%
3	Banjax Limited	27,89,700	-	27,89,700	2.91%	0.00%
4	Hexabond Limited	27,18,200	-	27,18,200	2.84%	0.00%
5	Oval Investment Private Ltd.	25,88,848	-	25,88,848	2.70%	0.00%
6	Lhonak International Private Limited	13,65,599	-	13,65,599	1.43%	0.00%
7	Anurag Dalmia (HUF)	5,85,124	-	5,85,124	0.61%	0.00%
8	Carissa Investment Private Limited	4,81,752	-	4,81,752	0.50%	0.00%
9	Harvatex Engineering and Processing Company Limited	4,15,723	-	4,15,723	0.43%	0.00%
10	WGF Financial Services Ltd.	3,78,807	-	3,78,807	0.40%	0.00%
11	Anurag Trading Leasing and Investment Company Private Ltd.	2,87,200	-	2,87,200	0.30%	0.00%
12	Dalmia Finance Ltd.	2,00,244	-	2,00,244	0.21%	0.00%
13	Archana Trading And Investment Company Private Limited	1,32,848	-	1,32,848	0.14%	0.00%
14	Anurag Dalmia	1,20,225	5,000	1,25,225	0.13%	0.01%
15	Neelabh Dalmia	1,09,650	10,950	1,20,600	0.13%	0.01%
16	Bharatpur Investment Limited	38,842	-	38,842	0.04%	0.00%
17	Sanjay Trading Investment Company Private Limited	29,100	-	29,100	0.03%	0.00%
18	General Exports And Credits Limited	17,000	-	17,000	0.02%	0.00%
19	Golden Tobacco Limited	16,578	-	16,578	0.02%	0.00%

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

S No.	Promoter name	No. of Shares at beginning of the year	Change during the year	No. of Shares at the year end	%of total shares	% Change during the year*
20	Pashupatinath Commercial Private Limited	15,000	-	15,000	0.02%	0.00%
21	Sovereign Commercial Private Limited	6,000	-	6,000	0.01%	0.00%
22	Dalmia Housing Finance Limited	5,707	-	5,707	0.01%	0.00%
23	Trishul Commercial Private Limited	5,100	-	5,100	0.01%	0.00%
24	Swastik Commercial Private Limited	3,700	-	3,700	0.00%	0.00%
25	Alankar Commercial Private Limited	2,600	-	2,600	0.00%	0.00%
26	Ricklunsford Trade And Industrial Investment Limited	1,960	-	1,960	0.00%	0.00%
27	Chirawa Investment Limited	1,860	-	1,860	0.00%	0.00%
28	Mourya Finance Limited	1,860	-	1,860	0.00%	0.00%
29	Lakshmi Vishnu Investment Limited	1,860	-	1,860	0.00%	0.00%
30	Sikar Investment Company Limited	1,800	-	1,800	0.00%	0.00%
31	Antarctica Investment Private Limited	768	-	768	0.00%	0.00%
32	Comosum Investment Private Limited	701	-	701	0.00%	0.00%
33	Lovely Investment Private Limited	645	-	645	0.00%	0.00%
34	Altar Investment Private Limited	318	-	318	0.00%	0.00%
35	Ilac Investment Private Limited	217	-	217	0.00%	0.00%
36	Dear Investment Private Limited	55	-	55	0.00%	0.00%
	Total	**1,82,10,535**	**15,950**	**1,82,26,485**	**19.04%**	**0.02%**

* Change during the year is on account of shares issued pursuant to exercise of employee stock option.

Details of shares held by promoters as at 31st March 2023

S No.	Promoter name	No. of Shares at beginning of the year	Change during the year	No. of Shares at the year end	%of total shares	% Change during the year*
1	Hindustan Commercial Company Limited	29,44,737	-	29,44,737	3.08%	0.00%
2	Gems Commercial Company Limited	29,40,207	-	29,40,207	3.08%	0.00%
3	Banjax Limited	27,89,700	-	27,89,700	2.92%	0.00%
4	Hexabond Limited	27,18,200	-	27,18,200	2.84%	0.00%
5	Oval Investment Private Ltd.	25,88,848	-	25,88,848	2.71%	0.00%
6	Lhonak Enternational Private Limited	13,65,599	-	13,65,599	1.43%	0.00%
7	Anurag Dalmia (HUF)	5,72,774	12,350	5,85,124	0.61%	0.01%
8	Carissa Investment Private Limited	4,81,752	-	4,81,752	0.50%	0.00%
9	Harvatex Engineering and Processing Company Limited	4,15,723	-	4,15,723	0.43%	0.00%
10	WGF Financial Services Ltd.	3,78,807	-	3,78,807	0.40%	0.00%
11	Anurag Trading Leasing and Investment Company Private Ltd.	2,87,200	-	2,87,200	0.30%	0.00%
12	Dalmia Finance Ltd.	2,00,244	-	2,00,244	0.21%	0.00%
13	Archana Trading And Investment Company Private Limited	1,32,848	-	1,32,848	0.14%	0.00%
14	Anurag Dalmia	1,10,000	10,225	1,20,225	0.13%	0.01%
15	Neelabh Dalmia	1,04,500	5,150	1,09,650	0.11%	0.01%
16	Bharatpur Investment Limited	38,842	-	38,842	0.04%	0.00%
17	Sanjay Trading Investment Company Private Limited	29,100	-	29,100	0.03%	0.00%
18	General Exports And Credits Limited	17,000	-	17,000	0.02%	0.00%
19	Golden Tobacco Limited	16,578	-	16,578	0.02%	0.00%
20	Pashupatinath Commercial Private Ltd.	15,000	-	15,000	0.02%	0.00%

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

S No.	Promoter name	No. of Shares at beginning of the year	Change during the year	No. of Shares at the year end	%of total shares	% Change during the year*
21	Sovereign Commercial Pvt Ltd.	6,000	-	6,000	0.01%	0.00%
22	Dalmia Housing Finance Limited	5,707	-	5,707	0.01%	0.00%
23	Trishul Commercial Pvt Ltd.	5,100	-	5,100	0.01%	0.00%
24	Swastik Commercial Pvt Ltd.	3,700	-	3,700	0.00%	0.00%
25	Alankar Commercial Private Limited	2,600	-	2,600	0.00%	0.00%
26	Ricklunsford Trade And Industrial Investment Ltd.	1,960	-	1,960	0.00%	0.00%
27	Chirawa Investment Limited	1,860	-	1,860	0.00%	0.00%
28	Mourya Finance Limited	1,860	-	1,860	0.00%	0.00%
29	Lakshmi Vishnu Investment Limited	1,860	-	1,860	0.00%	0.00%
30	Sikar Investment Company Limited	1,800	-	1,800	0.00%	0.00%
31	Antarctica Investment Pvt Ltd.	768	-	768	0.00%	0.00%
32	Comosum Investment Pvt Ltd.	701	-	701	0.00%	0.00%
33	Lovely Investment Pvt Ltd.	645	-	645	0.00%	0.00%
34	Altar Investment P	318	-	318	0.00%	0.00%
35	Ilac Investment Private Limited	217	-	217	0.00%	0.00%
36	Dear Investment P. Ltd	55	-	55	0.00%	0.00%
	Total	**1,81,82,810**	**27,725**	**1,82,10,535**	**19.05%**	**0.03%**

* Change during the year is on account of shares issued pursuant to exercise of employee stock option.

15. Other equity

Particulars	As at March 31, 2024	As at March 31, 2023
Capital reserve (Note 15A)	7.57	7.57
Capital redemption reserve (Note 15B)	16.36	16.36
Securities premium (Note 15C)	26.06	18.27
Retained earnings (Note 15D)	2,799.30	3,768.56
Share based payment reserve (Note 15E)	12.95	14.51
Treasury shares (Note 15F)	(5.35)	(5.35)
General reserve (Note 15G)	5.45	5.45
FVTOCI reserve (Note 15H)	11.98	12.92
Total	**2,874.32**	**3,838.29**

Movement, nature and purpose of reserves:

15A. Capital reserve

Particulars	Amount
As at April 01, 2022	**7.57**
Changes during the year	-
As at March 31, 2023	**7.57**
Changes during the year	-
As at March 31, 2024	**7.57**

The Company had recognised cash subsidy received from government on account of its operations, surplus on re-issue of forfeited shares and forfeiture of preferential warrants under capital reserve in earlier years.

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

15B. Capital redemption reserve

Particulars	Amount
As at April 01, 2022	**16.36**
Changes during the year	-
As at March 31, 2023	**16.36**
Changes during the year	-
As at March 31, 2024	**16.36**

In earlier years, an amount of INR 16.36 crores (equivalent to nominal value of the equity shares bought back and cancelled by the Company) was transferred to Capital Redemption Reserve from General Reserves pursuant to the provisions of Section 69 of the Companies Act, 2013 and the Article 7 of the Article of Association of the Company.

15C. Securities premium

Particulars	Amount
As at April 01, 2022	**10.69**
Changes during the year - on account of shares issued pursuant to exercise of employee stock option by the employees	7.58
As at March 31, 2023	**18.27**
Changes during the year - on account of shares issued pursuant to exercise of employee stock option by the employees	7.79
As at March 31, 2024	**26.06**

The Company has issued 1,38,200 (March 31, 2023 : 2,35,000) equity shares of INR 10 each under ESOS Scheme. The excess of aggregate consideration received over the face value of shares amounting to INR 7.78 crores (March 31, 2023 : INR 7.58 crores) is credited to Securities premium.

15D. Retained earnings

Particulars	Amount
As at April 01, 2022	**2,797.45**
Profit for the year	1,116.71
Dividend paid during the year*	(142.68)
Other comprehensive income - Re-measurement gain/(loss) on defined benefit plans	(2.92)
As at March 31, 2023	**3,768.56**
Profit for the year	793.55
Dividend paid during the year*	(166.46)
Other comprehensive income - Re-measurement gain/(loss) on defined benefit plans	0.93
Dividend distribution on demerger Pursuant to the scheme of arrangement (refer note 45)	(1,597.28)
As at March 31, 2024	**2,799.30**

Retained earnings are the profit/(loss) that the Company has earned/incurred till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained earnings include re-measurement gain / (loss) on defined benefit plans, net of taxes that will not be reclassified to Statement of Profit and Loss.

* Net of dividend paid on Treasury shares acquired by GHCL Employees Stock Option Trust.

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

15E. Share based payment reserve

Particulars	Amount
As at April 01, 2022	**5.51**
Reserve created during the year	9.00
As at March 31, 2023	**14.51**
Reserve created during the year	(1.56)
As at March 31, 2024	**12.95**

The Company has share option scheme under which options to subscribe for the Company's shares have been granted to certain executives and senior employees.

The share-based payment reserve is used to recognise the value of equity-settled share-based payments provided to employees, including key management personnel, as part of their remuneration. Refer Note 33 for further details of these plans.

15F. Treasury shares

Particulars	Amount
As at April 01, 2022	**-**
Changes during the year	(5.35)
As at March 31, 2023	**(5.35)**
Changes during the year	-
As at March 31, 2024	**(5.35)**

This reserve represents own equity shares held by GHCL Employees Stock Option Trust

15G. General reserve

Particulars	Amount
As at April 01, 2022	**5.45**
Changes during the year	-
As at March 31, 2023	**5.45**
Changes during the year	-
As at March 31, 2024	**5.45**

Under the erstwhile Companies Act 1956, general reserve was created through an annual transfer of net income at a specified percentage in accordance with applicable regulations. The purpose of these transfers was to ensure that if a dividend distribution in a given year is more than 10% of the paid-up capital of the Company for that year, then the total dividend distribution is less than the total distributable results for that year. Consequent to introduction of Companies Act 2013, the requirement to mandatorily transfer a specified percentage of the net profit to general reserve has been withdrawn. However, the amount previously transferred to the general reserve can be utilised only in accordance with the specific requirements of Companies Act, 2013.

15H. FVTOCI reserve

Particulars	Amount
As at April 01, 2022	**13.61**
Changes during the year	(0.69)
As at March 31, 2023	**12.92**
Changes during the year	(0.94)
As at March 31, 2024	**11.98**

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

The Company recognises the profit or loss on fair value of investments under fair value through other comprehensive income (FVTOCI) reserve.

Particulars	Amount
Total as at March 2023	**3,838.29**
Total as at March 2024	**2,874.32**

Distributions made and proposed

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Cash dividends on equity shares declared and paid:		
Final dividend for the year ended March 31, 2023: INR 17.50 per equity share (March 31, 2022: INR 15.00 per equity share (including INR 5.00 per equity share as a special dividend)) *	166.46	142.68
	166.46	**142.68**

* Net of dividend paid on Treasury shares of INR 0.82 crores (March 31, 2022 : INR 0.70 crores) acquired by GHCL Employees Stock Option Trust

Proposed dividends on equity shares:

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Proposed dividend for the year ended March 31, 2024: INR 12.00 per equity share (March 31, 2023: INR 17.50 per equity share)**	114.31	166.46
	114.31	**166.46**

** Net of dividend proposed on Treasury shares of INR 0.56 crores (March 31, 2023 : INR 0.82 crores) acquired by GHCL Employees Stock Option Trust .

Proposed dividends on equity shares are subject to approval at the annual general meeting and are not recognized as a liability as at year end.

16. Borrowings

16A. Non-current borrowings

Particulars	As at March 31, 2024	As at March 31, 2023
Term loans		
From banks		
Rupee term loans (secured)	114.97	242.62
Total non-current borrowings	**114.97**	**242.62**
Current borrowings		
Interest accrued but not due on borrowings	1.07	1.48
Current maturities of long term loan		
-Rupee term loans (secured)	80.67	103.42
Total current borrowings	**81.74**	**104.90**
Total	**196.71**	**347.52**

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

16.1 Term loans from Banks / institutions have been secured against: -

a) Loan aggregating to Nil (March 31, 2023 : INR 3.81 crores) was secured by exclusive charge on the specific fixed assets created out of the proceeds of the loan for Company's Soda Ash Division situated at village Sutrapada, Veraval in Gujarat. The term loan has been repaid during current year.

b) Loan aggregating to INR 195.64 crores (March 31, 2023 : INR 342.23 crores) is secured by way of first pari passu charge on movable fixed assets of Soda Ash Division situated at village Sutrapada, Veraval, Gujarat both present and future. The said loans carry interest rates ranging from 8.56% to 8.75%. The remaining tenure of the loans is 1 to 5 years.

c) Out of all the aforesaid secured loans appearing in Note 16 (1) (a) to 16 (1) (b) totalling INR 195.64 crores (March 31, 2023 : INR 346.04 crores), an amount of INR 80.67 crores (March 31, 2023 : INR 103.42 crores) is due for payment in next 12 months and accordingly reported under Note 16(b) under the head "Short term borrowings" as "current maturities of Long Term Borrowings".

16B. Current borrowings

Particulars	As at March 31, 2024	As at March 31, 2023
Current maturities of long term borrowings	80.67	103.42
Interest accrued but not due on borrowings	1.07	1.48
Total secured short term borrowing	**81.74**	**104.90**

16.2 Short term borrowings: (a) The Company has a total sanctioned working capital limit of INR 300 crores (March 31, 2023 : INR 300 crores) which is undrawn. Such facility is secured by way of hypothecation on inventory and trade receivables.

(b) Quarterly returns or statements of current assets filed by the Company with banks or financial institutions are in agreement with the books of accounts.

(c) Quarterly returns or statements of current assets filed by the Company with banks or financial institutions are in agreement with the books of accounts.

16.3 The Company has satisfied all the loan covenants.

17. Provisions

17A. Long term provisions

Particulars	As at March 31, 2024	As at March 31, 2023
Provision for Mines restoration*	5.84	5.77
Total	**5.84**	**5.77**

* The Company has made a provision for estimated expenditure required to restore quarries and mines. The total estimate of restoration expenses is apportioned over the years of estimated mineral reserves and a provision is made based on minerals extracted during the year. The total estimate of restoration expenses is reviewed yearly, on the basis of technical estimates.

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

Movement of provisions

Particulars	As at March 31, 2024	As at March 31, 2023
At the beginning of the year	5.77	7.62
Arising during the year	0.48	0.60
Utilised	(0.41)	(2.45)
At the end of the year	5.84	5.77

17B. Short term provisions

Particulars	As at March 31, 2024	As at March 31, 2023
Provision for compensated absences	12.50	12.06
Total	12.50	12.06

18. Trade Payables

Particulars	As at March 31, 2024	As at March 31, 2023
Trade payables		
- Total outstanding dues of micro enterprises and small enterprises (refer note 18B for details of dues to micro and small enterprises)	34.93	36.91
- Total outstanding dues of creditors other than micro enterprises and small enterprises	185.50	206.02
	220.43	242.93
Trade payables related parties (refer note 36)	2.80	4.00
Trade payables other than related parties	217.63	238.93
	220.43	242.93

18A. Trade Payables Ageing Schedule :

As at 31 March 2024

Particulars	Outstanding for following periods from due date of payment						
	Unbilled	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Total outstanding dues of micro enterprises and small enterprises	3.40	27.24	4.23	0.07	-	-	34.94
Total outstanding dues of creditors other than micro enterprises and small enterprises	84.31	67.14	32.83	0.04	1.15	0.02	185.49
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-	-
Total	87.71	94.38	37.06	0.11	1.15	0.02	220.43

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

As at 31 March 2023

Particulars	Outstanding for following periods from due date of payment						
	Unbilled	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Total outstanding dues of micro enterprises and small enterprises	-	36.91	-	-	-	-	36.91
Total outstanding dues of creditors other than micro enterprises and small enterprises	94.16	70.94	38.12	2.69	0.04	0.07	206.02
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-	-
Total	**94.16**	**107.85**	**38.12**	**2.69**	**0.04**	**0.07**	**242.93**

* Terms and conditions of the above trade payables :

Trade payables are non-interest bearing and normally settled on 30-90 days.

For terms and conditions with related parties (refer note 36).

18B. Details of dues to micro and small enterprises as defined under the MSMED Act, 2006 :

Particulars	As at March 31, 2024	As at March 31, 2023
I) The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
- Principal amount due to micro and small enterprises (including capital creditors of INR 3.45 crores)	38.38	36.91
- Interest due on above	-	-
ii) The amount of interest paid by the buyer in terms of section 16 of the MSMED Act 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year		
- Principal	0.11	0.00
- Interest	0.00	0.00
iii) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act 2006.	-	-
iv) The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
v) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act 2006	-	-

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

19. Financial Liabilities

19A. Derivative instruments

Particulars	As at March 31, 2024	As at March 31, 2023
Derivative instruments at fair value through profit or loss		
Derivatives not designated as hedges		
Foreign exchange forward contracts	-	3.58
Total derivative instruments	**-**	**3.58**

While the Company entered into foreign exchange forward contracts with the intention of reducing the foreign exchange risk of expected sales and purchases, these other contracts are not designated in hedge relationships and are measured at fair value through profit or loss.

19B. Other current financial liabilities

Particulars	As at March 31, 2024	As at March 31, 2023
Other financial liabilities		
Dealer deposits *	4.82	5.20
Security deposits	0.91	0.93
Capital creditors	25.38	14.05
Unpaid dividend	5.33	5.14
Others	0.39	0.50
	36.83	**25.82**

* Dealer deposits for Soda Ash division are interest bearing. Interest payable is normally settled annually.

20. Other liabilities

Particulars	As at March 31, 2024	As at March 31, 2023
Statutory dues	55.68	34.71
Liability towards Corporate Social Responsibility (Refer Note 28B)	1.29	-
Others*	0.00	-
Total other liabilities	**56.97**	**34.71**

* 0.00 represents amount below INR 50,000/-.

21. Revenue from operations

1) Disaggregated revenue information

Set out below is the disaggregation of the Company's revenue :

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Revenue from contracts with customers		
- Sale of manufactured goods	3,204.56	4194.00
- Sale of traded goods	231.62	345.46
Total Sale of products	**3,436.18**	**4,539.46**

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Other operating revenue		
- Sale of scrap	4.66	5.47
- Export Benefits	5.70	5.96
Total other operating revenue	**10.36**	**11.43**
Total	**3,446.54**	**4,550.89**
Type of goods or service		
Sale of manufactured products		
- Soda Ash	3,180.18	4,165.45
- Consumer Products	24.38	28.55
Sale of traded products		
- Soda Ash traded products	197.88	315.89
- Consumer Products	33.74	29.57
Total revenue from contracts with customers	**3,436.18**	**4,539.46**
India	3,255.13	4,362.55
Outside India	181.05	176.91
Total revenue from contracts with customers	**3,436.18**	**4,539.46**
Timing of revenue recognition		
Goods transferred at a point in time	3,436.18	4,539.46
Total revenue from contracts with customers	**3,436.18**	**4,539.46**

2) Contract balances

The following table provides information about receivables, contract assets and contract liabilities from contracts with customers:

Particulars	As at March 31, 2024	As at March 31, 2023
Trade receivables *	179.83	218.41
Contract liabilities		
- Advances from customers**	3.31	2.68

Set out below is the amount of revenue recognised from:

Particulars	March 31, 2024	March 31, 2023
Amounts included in contract liabilities at the beginning of the year	2.68	7.08
Performance obligations satisfied in previous years	-	-

* Trade receivables are non-interest bearing and are generally on terms of 15 to 60 days.

** Advances from customers relate to payments received in advance of performance under the contract. Advances from customers are recognized as revenue as (or when) the Company performs under the contract.

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

3) Reconciling the amount of revenue recognised in the statement of profit and loss with the contracted price:

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Revenue as per contracted price	3,709.99	4,679.98
Adjustments :		
Sales return	(6.11)	(4.99)
Rebates	0.92	0.62
Discounts	(268.62)	(136.14)
Revenue from contract with customers	**3,436.18**	**4,539.46**

4) The transaction price allocated to the remaining performance obligations (unsatisfied or partially unsatisfied) as at March 31, 2024 and March 31, 2023 are, as follows:

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Advances from customers (Within One year)	3.31	2.68
	3.31	**2.68**

Management expects that the entire transaction price allotted to the unsatisfied contract as at the end of the reporting year will be recognised as revenue during the next financial year.

22. Other income

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
(a) Interest income on bank deposits measured at amortised cost	14.62	1.41
(b) Dividend income	0.18	0.13
(c) Other non-operating income		
Gain on foreign exchange (net)	0.64	0.86
Profit on sale of current investments	26.49	11.89
Fair value gain on investments at FVTPL	5.53	4.86
Insurance claims received	1.75	10.90
Miscellaneous income	2.64	3.11
	51.85	**33.16**

23. Cost of raw materials consumed

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Inventory at the beginning of the year	457.04	333.74
Add: Purchases	980.20	1,405.20
	1,437.24	**1,738.94**
Less: Inventory at the end of the year	(336.05)	(457.04)
Cost of raw material consumed	**1,101.19**	**1281.91**

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24. (Increase)/decrease in inventories of finished goods, stock-in-trade and work-in-progress

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Opening stock		
Finished goods	97.28	96.81
Adjustment on account of discontinued operations - Finished goods	-	(30.96)
Work-in-progress	7.21	27.92
Adjustment on account of discontinued operations - work in progress	-	(22.21)
Stock-in-trade	33.57	54.33
	138.06	**125.89**
Closing stock		
Finished goods	145.49	97.28
Work-in-progress	6.14	7.21
Stock-in-trade	18.26	33.57
	169.89	**138.06**
(Increase)/decrease in inventories		
Finished goods	(48.21)	(31.43)
Work-in-progress	1.07	(1.50)
Stock-in-trade	15.31	20.76
	(31.83)	**(12.18)**

25. Employee benefit expenses

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Salaries, wages and bonus	98.92	109.40
Contribution to provident and other funds	6.26	6.19
Share based payment expenses (Refer Note 33)	1.21	12.34
Gratuity expenses (Refer Note 32)	2.98	2.66
Staff welfare expenses	2.68	3.10
	112.05	**133.70**

26. Finance costs

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
a) Interest expenses :		
Interest on borrowings	22.05	31.02
Interest on others	0.44	1.59
Interest on income tax	0.02	0.45
Interest on lease liabilities (Refer Note 34)	1.40	1.37
b) Other borrowing costs	1.56	2.82
	25.47	**37.25**

Notes to the Standalone Financial Statements

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27. Depreciation and amortization expense

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Depreciation of property, plant and equipment (Refer Note 3)	98.12	90.94
Amortization of intangible assets (Refer Note 4)	1.87	1.38
Depreciation of right-of-use assets (Refer Note 34)	2.11	1.90
	102.10	**94.22**

28. Other expenses

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Consumption of stores and spares	59.76	42.30
Other manufacturing expenses	38.84	37.06
Packing expenses	42.20	49.61
Bank charges	1.16	1.42
Bad debts - written off	0.00	0.01
Freight and forwarding charges	237.63	230.22
Commission on sales	3.03	2.63
Travelling and conveyance	9.19	8.14
Rent	3.58	2.65
Repairs and maintenance:		
- Plant and machinery	24.35	18.67
- Buildings	1.50	1.31
- Others	9.17	6.86
Rates and taxes	0.70	0.64
Insurance	19.03	16.87
Loss on sale/discard of property, plant and equipment and assets held for sale (net)	1.96	16.22
Commission to Non Whole time Directors	3.12	4.44
Communication expenses	1.26	1.36
Legal and professional expenses (refer note 28A below)	13.86	11.57
Donation	0.02	0.06
Donation to Political Parties*	5.00	5.50
CSR Expenditure (refer details below) (note 28B)	18.09	12.31
Miscellaneous expenses	17.52	14.43
	510.97	**484.27**

*During the current year, donation of INR 5.00 crores is paid to Bharatiya Janata Party (Ahmedabad) and during the previous year, donation of INR 5.00 crores & INR 0.50 crores was paid to Bharatiya Janata Party and Indian National Congress respectively.

Notes to the Standalone Financial Statements

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28A. Payment to Auditors included in legal & professional expenses:

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
To Statutory Auditors :		
Audit fee	0.69	0.57
Limited reviews	0.75	0.75
In other capacity		
Other services (certification fees)	0.06	0.18
Reimbursements of expenses	0.09	0.05
	1.59	**1.55**

28B. Details of CSR expenditure:

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
a. Gross amount required to be spent by the Company during the year	18.09	11.76
b. Amount approved by the Board to be spent during the year	18.09	12.01

	In cash	Yet to be paid in cash	Total
c. Amount spent during the year ended on March 31, 2024:			
i) Construction / acquisition of any asset	-	-	-
ii) On purpose other than (i) above	16.80	1.29	18.09

	In cash	Yet to be paid in cash	Total
d. Amount spent during the year ended on March 31, 2023:			
i) Construction / acquisition of any asset	-	-	-
ii) On purpose other than (i) above	12.31	-	12.31

e. Details related to spent / unspent obligations:		
i) Contribution to Public Trust	-	-
ii) Contribution to Charitable Trust	16.80	12.31
iii) Unspent amount in relation to:		
- Ongoing project	-	-
- Other than ongoing project*	1.29	-

*The unspent amount has been deposited to special account in compliance of with provisions of Sub Section (6) of Section 135 of the Companies Act, 2013 subsequent to the year end. Further there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act, 2013 in compliance with second proviso to Sub Section 5 of Section 135 of the Act

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

29. Components of Other comprehensive income (OCI)

Particulars	FVTOCI reserve	Retained Earnings	Total
The disaggregation of changes to OCI by each type of reserve in equity is shown below:			
Year ended March 31, 2024			
Re-measurement gain/(loss) on defined benefit plan (net of tax)	-	0.93	0.93
Re-measurement gain/(loss) on investment in equity (net of tax)	(0.94)	-	(0.94)
	(0.94)	**0.93**	**(0.01)**

Particulars	FVTOCI reserve	Retained Earnings	Total
Year ended March 31, 2023			
Re-measurement gain/(loss) on defined benefit plan (net of tax)	-	(2.92)	(2.92)
Re-measurement gain/(loss) on investment in equity (net of tax)	(0.69)	-	(0.69)
Total	**(0.69)**	**(2.92)**	**(3.61)**

30. Earnings per share

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the Company by weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of Equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

The following reflects the income and share data used in computation of Basic EPS:	For the year ended March 31, 2024	For the year ended March 31, 2023
Profit attributable to the equity holders of the Company from :		
- Continuing operations	793.55	1,092.39
- Discontinued operation	-	24.32
Profit attributable to equity holders of the parent for basic earnings	**793.55**	**1,116.71**
Weighted average number of equity shares for basic EPS (net of treasury shares)	9,51,55,762	9,50,81,527
Basic earnings per share (Face value of INR 10/- per equity share)		
- Continuing operations	83.39	114.89
- Discontinued operation	-	2.56
The following reflects the income and share data used in computation of Diluted EPS :		
Profit attributable to the equity holders of the Company from		
- Continuing operations	793.55	1,092.39
- Discontinued operation	-	24.32
Profit attributable to equity holders of the parent adjusted for the effect of dilution	**793.55**	**1,116.71**
Weighted average number of equity shares and common equivalent shares outstanding for computing Diluted EPS*	9,52,73,279	9,50,81,527
Diluted earnings per equity share - (face value of INR 10/- per equity share)		
- Continuing operations	83.29	114.89
- Discontinued operation	-	2.56

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as at and for the year ended March 31, 2024 (INR in crores)

***Computation of weighted average number of Equity shares adjusted for the effect of dilution**

The following reflects the income and share data used in computation of Basic EPS:	For the year ended March 31, 2024	For the year ended March 31, 2023
Weighted average number of equity shares for Basic EPS	9,51,55,762	9,50,81,527
Effect of dilution:		
Employee Share Option Scheme	1,17,517	(62,410)
Weighted average number of equity shares and considered**	9,52,73,279	9,50,19,117

**For the year ended March 31, 2023, the effect of dilution on weighted average number of equity shares is anti dilutive. Therefore, weighted average number of equity shares considered for Basic EPS and Diluted EPS are same.

31. Significant accounting judgements, estimates and assumptions

The preparation of Company's financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities, income and expenses and the accompanying disclosures and disclosure of contingent liabilities. Uncertainty about the assumptions and estimates could result in outcomes that require a material adjustment to the carrying value of assets or liabilities affected in future periods.

Other disclosures relating to the Company's exposure to risks and uncertainties includes:

- Financial risk management objectives and policies in Note 40
- Sensitivity analyses disclosures in Note 32 and Note 40
- Capital Management Note 41

(i) Judgements

In the process of applying the accounting policies, management has made the following judgements, which have significant effect on the amounts recognised in the Standalone's financial statements:

Determining the lease term of contracts with renewal and termination options – Company as lessee

The Company determines the lease term as the non-cancellable year of a lease, together with any periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; or periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. In assessing whether the Company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Company revises the lease term if there is a change in the non-cancellable year of a lease.

Revenue from contracts with customers

The Company applied the following judgements that significantly affect the determination of the amount and timing of revenue from contracts with customers:

Revenues from customer contracts are considered for recognition and measurement when the contract has been approved, in writing, by the parties to the contract, the parties to contract are committed to perform the irrespective obligations under the contract, and the contract is legally enforceable.

Judgement is required to determine the transaction price for the contract and to ascertain the transaction price to each distinct performance obligation. The transaction price could be either a fixed amount of customer consideration or variable consideration with elements such as a right of return the goods within a specified period, volume discounts, cash discount and price incentives. Any consideration payable to the customer is adjusted to the transaction price, unless it is a payment for a distinct product from the

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as at and for the year ended March 31, 2024 (INR in crores)

customer. The Company allocates the elements of variable considerations to all the performance obligations of the contract unless there is observable evidence that they pertain to one or more distinct performance obligations.

Provisions and contingencies

The assessments undertaken in recognising provisions and contingencies have been made in accordance with Ind AS 37, 'Provisions, contingent liabilities and contingent assets'. The evaluation of the likelihood of the contingent events has required best judgment by management regarding the probability of exposure to potential loss.

Assessment of equity instruments

The Company has designated investments in equity instruments as FVTOCI investments since the Company expects to hold these investment with no intention to sale. The difference between the instrument's fair value and carrying amount has been recognized in retained earnings.

(ii) Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

(iii) Provision for expected credit losses of trade receivables and contract assets

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL). For trade receivables, the Company applies a simplified approach in calculating ECLs. Therefore, the Company does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Company has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

(iv) Impairment of non-financial assets

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Company is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes. These estimates are most relevant to impairment assessment of Property plant and equipment and intangible assets.

(v) Share-based payments

For the measurement of the fair value of equity-settled transactions with employees at the grant date, the Company uses a Black-Scholes model for Employee Share Option Plan (ESOP). The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in Note 33.

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

(vi) Useful lives of Property, plant and equipment

The estimated useful lives of property, plant and equipment are based on a number of factors including the effects of obsolescence, demand, competition, internal assessment of user experience and other economic factors (such as the stability of the industry, and known technological advances) and the level of maintenance expenditure required to obtain the expected future cash flows from the asset. The Company reviews the useful life of Property, plant and equipment at the end of each reporting date.

(vii) Post-retirement benefit plans

Employee benefit obligations (gratuity obligation) are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds where remaining maturity of such bond correspond to expected term of defined benefit obligation. The mortality rate is based on publicly available mortality tables. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates. Further details about gratuity obligations are given in Note 32.

(viii) Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the Balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. Refer Note 41 for further disclosures.

(ix) Leases - Estimating the incremental borrowing rate

The Company cannot readily determine the interest rate implicit in the lease, therefore, it uses its incremental borrowing rate (IBR) to measure lease liabilities. The IBR is the rate of interest that the Company would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The IBR therefore reflects what the Company 'would have to pay', which requires estimation when no observable rates are available or when they need to be adjusted to reflect the terms and conditions of the lease. The Company estimates the IBR using observable inputs (such as market interest rates) when available and is required to make certain entity-specific estimates.

32. Defined benefit and contribution plan

Defined contribution plan

The Company makes contributions towards provident fund and superannuation fund to a defined contribution retirement benefit plan for qualifying employees. Under the plan, the Company is required to contribute a specified percentage of payroll cost to the retirement benefit plan to fund the benefits. Contribution paid for provident fund and superannuation fund are recognised as expense for the year :

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Employer's contribution to provident fund/pension scheme excluding administration charges	4.65	4.55
Employer's contribution to superannuation fund	1.09	1.16

(The amount for the year ended March 31, 2023 is excluding INR 3.23 crores pertaining to discontinued operations)

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Defined benefit plan

Gratuity (funded)

The employees' gratuity fund scheme managed by a Trust is a defined benefit plan. The present value of the obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognises each year of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable to an employee upon leaving the Company is the 50% of Fixed cost to Company per month computed proportionately for 15/26 days salary multiplied for the number of years of service. The gratuity plan is a funded plan and the Company makes contributions to Gratuity Trust registered under Income Tax Act, 1961.

The most recent actuarial valuation of plan assets and the present value of the defined benefit obligation for gratuity were carried out as at March 31, 2024. The present value of the defined benefit obligations and the related current service cost and past service cost, were measured using the Projected Unit Credit Method.

The plan assets are managed by the Gratuity Trust formed by the Company. The management of 100% of the funds is entrusted according to norms of Gratuity Trust, whose pattern of investment is available with the Company.

Changes in the defined benefit obligation and fair value of plan assets (in respect of gratuity fund) as at March 31, 2024 :

	Gratuity cost charged to profit or loss							Re-measurement (gains) / losses in other comprehensive income					
Particulars	As at April 01, 2023	Service cost	Net interest expense/ (Income)	Amount included in profit or loss -discontinued operations	included in profit or loss -Continued operations *	Benefits paid	Defined Benefit obligation liabilities Transferred	Return on plan assets (excluding amounts included in net interest expense)	Actuarial changes arising from changes in financial assumptions/ Demographic Assumptions	Experience adjustments	Subtotal included in OCI	Contributions by employer	As at March 31, 2024
Defined benefit obligation	47.93	3.22	3.54	-	6.76	(4.84)	(10.52)		(0.12)	(1.44)	(1.56)	-	37.77
Fair value of plan assets	49.84		(3.68)		(3.68)	-	(10.52)	0.32			0.32	-	42.68
Benefit assets	**(1.92)**			**-**	**3.08**						**(1.24)**		**(4.91)**

* The Gratuity cost charged to profit or loss amounting INR 0.20 crore (March 31, 2023 INR 0.09 crore) pertains to employees of captive production units and has been included in raw material and power & fuel costs as explained in Note No. 42. Further, gratuity amounting to Rs. 0.10 crores has directly been charged to statement of profit & loss for left employees.

Changes in the defined benefit obligation and fair value of plan assets (in respect of gratuity fund) as at 31st March 2023:

	Gratuity cost charged to profit or loss						Re-measurement (gains) / losses in other comprehensive income					
Particulars	As at April 01, 2022	Service cost	Net interest expense/ (Income)	Amount included in profit or loss -discontinued operations	Sub-total included in profit or loss -Continued operations *	Benefits paid	Return on plan assets (excluding amounts included in net interest expense)	Actuarial changes arising from changes in financial assumptions	Experience adjustments	Subtotal included in OCI	Contributions by employer	As at March 31, 2023
Defined benefit obligation	49.81	3.55	3.41	0.77	6.19	(13.00)		2.28	1.88	4.16	-	47.93
Fair value of plan assets	50.31		(3.44)		(3.44)	(8.17)	(0.26)			(0.26)	4.00	49.84
Benefit liability/(assets)	**(0.50)**			**0.77**	**2.75**					**3.90**		**(1.92)**

* The Gratuity cost charged to profit or loss amounting INR 0.09 crore (March 31, 2022 INR 0.14 crore) pertains to employees of captive production units and has been included in raw material and power & fuel costs as explained in note no. 42

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The major categories of plan assets of the fair value of the total plan assets are as follows:

Particulars	As at March 31, 2024	As at March 31, 2023
Insurance fund	42.68	49.84

Particulars	As at March 31, 2024	As at March 31, 2023
The principal assumptions used in determining gratuity are:		
Mortality table - LIC	Indian Assured Lives Mortality 2012-14 (Urban)	Indian Assured Lives Mortality 2012-14 (Urban)
Discount rate	7.19%	7.39%
Estimated rate of return on plan assets	7.19%	7.39%
Estimated future salary growth	9.00%	10.00%
Rate of employee turnover	6.20%	11.50%

A quantitative sensitivity analysis for significant assumption as at March 31, 2024 is as shown below:

Assumptions	Employee turnover		Salary		Discount rate	
Sensitivity level	1% increase	1% decrease	1% increase	1% decrease	1% increase	1% decrease
Impact on defined benefit obligation	(0.18)	0.20	1.65	(1.50)	(1.51)	1.69

A quantitative sensitivity analysis for significant assumption as at March 31, 2023 is as shown below:

Assumptions	Employee turnover		Salary		Discount rate	
Sensitivity level	1% increase	1% decrease	1% increase	1% decrease	1% increase	1% decrease
Impact on defined benefit obligation	(0.28)	0.31	1.80	(1.66)	(1.68)	1.86

The following payments are projected benefits payable in future years from the date of reporting from the fund:

Particulars	As at March 31, 2024	As at March 31, 2023
Within the next 12 months (next annual reporting year)	8.82	12.27
2nd Following Year	3.96	5.79
3rd Following Year	5.23	6.53
4th Following Year	7.49	6.21
5th Following Year	3.07	7.35
Sum of Years 6 to 10	10.80	13.95
Sum of Years 11 and above	17.52	16.39
Total expected payments	**56.89**	**68.49**

The average duration of the defined benefit plan obligation at the end of the reporting year is 6 years (March 31, 2023 : 5 years). The expected contribution to fund in next year is nil.

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Risks associated with defined benefit plan

Gratuity is a defined benefit plan and company is exposed to the Following Risks:

Interest rate Risk:	A fall in the discount rate which is linked to the G.Sec. Rate will increase the present value of the liability requiring higher provision. A fall in the discount rate generally increases the mark to market value of the assets depending on the duration of asset.
Salary Risk:	The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.
Investment Risk:	The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. If the return on plan asset is below this rate, it will create a plan deficit. Currently, for the plan in India, it has a relatively balanced mix of investments in government securities, and other debt instruments.
Asset Liability Matching Risk:	The plan faces the ALM risk as to the matching cash flow. Since the plan is invested in lines of Rule 101 of Income Tax Rules, 1962, this generally reduces ALM risk.
Mortality Risk:	Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.
Concentration Risk:	Plan is having a concentration risk as all the assets are invested with the insurance company and a default will wipe out all the assets. Although probability of this is very low as insurance companies have to follow stringent regulatory guidelines which mitigate risk.

33. Share based compensation

In accordance with the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and the Guidance Note on accounting for 'Employees share-based payments, the Scheme detailed below is managed and administered, compensation benefits in respect of the scheme is assessed and accounted by the Company. To have an understanding of the Scheme, relevant disclosures are given below.

a) The Shareholders at their Annual General Meeting held on July 23, 2015, approved a maximum limit of 50,00,000 number of stock options under the Employee Stock Option Scheme "GHCL ESOS 2015". The following details show the actual status of ESOS granted during the financial year ended on March 31, 2024 :

b) During the year 4,000 equity share options lapsed upon cessation of employment.

The relevant details of the Scheme are as under:

Particulars	Grant 3	Grant 9
Date of Grant	24-Oct-2017	30-Apr-2022
Date of Board approval	24-Oct-2017	30-Apr-2022
Date of shareholder's approval	23-Jul-2015	23-Jul-2015
Number of options granted	25,000	8,11,000
Method of settlement	Equity	Equity
Vesting year (see table below)		
Fair value on the date of grant (In Rs)	110.59	201.67
Exercise year	5 Years	5 Years
Vesting conditions	As per policy approved by Shareholders	As per policy approved by Shareholders

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

Details of the vesting year are:

Vesting year from the Grant date	Grant 3	Grant 9
On completion of 12 months	25,000	8,11,000

Set out below is a summary of options granted under the plan:

Particulars	As at March 31, 2024		As at March 31, 2023	
	Total No. of Stock options	Weighted average exercise price	Total No. of Stock options	Weighted average exercise price
Options outstanding at beginning of year	7,86,000	571	3,05,000	150
Options granted during the year	-	-	8,11,000	574
Options forfeited/lapsed during the year	4,000	376	95,000	284
Options exercised during the year	1,38,200	373	2,35,000	150
Options expired during the year	-	-	-	-
Options outstanding at end of year	6,43,800	375	7,86,000	571
Options vested but not exercised during the year	6,43,800	375	5,000	170

The details of activity of the Scheme have been summarized below:

Particulars	As at March 31, 2024		Grand Total of ESOS
	Grant 3	Grant 9	
	Number of options	Number of options	Number of options
Outstanding at the beginning of the year	5,000	7,81,000	7,86,000
Granted during the year	-	-	-
Forfeited during the year	-	4,000	4,000
Exercised during the year	2,200	1,36,000	1,38,200
Expired during the year	-	-	-
Outstanding at the end of the year	2,800	6,41,000	6,43,800
Exercisable at the end of the year	2,800	6,41,000	6,43,800
Weighted average remaining contractual life (in years)	-	-	
Weighted average fair value of options granted during the year	110.59	201.67	

Assumption of the model:

Particulars	Grant 3	Grant 9
Date of Grant	24-Oct-2017	30-Apr-2022
Stock price at the date of Grant	251.05	619.25
Exercise price	170	574
Expected volatility	36.77%	43.56%
Expected life of the option	2	2
Risk free interest rate %	6.762	6.68
Weighted average fair value as on grant date	110.59	201.67
Model Used	Black Scholes	Black Scholes

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34. Leases

Company as a lessee

The Company has lease contracts for various items of Building and Salt works (fields taken on lease for salt production) in its operations. Leases of Building generally have lease terms between 1 and 9 years, while salt works generally have lease term of 30 years. Generally, the Company is restricted from assigning and subleasing the leased assets. There are no major lease contracts that include extension and termination options and variable lease payments.

Set out below are the carrying amounts of right-of-use assets recognised and the movements during the year:

Particulars	Leasehold building	Saltworks	Total
At 1st April 2022	**4.99**	**6.55**	**11.54**
Additions	1.05	-	1.05
Depreciation expense	(1.50)	(0.40)	(1.90)
As at March 31, 2023	**4.54**	**6.15**	**10.68**
Additions	0.93	0.33	1.27
Depreciation expense	(1.67)	(0.46)	(2.11)
Termination	(0.10)	-	(0.10)
As at March 31, 2024	**3.70**	**6.02**	**9.72**

Set out below are the carrying amounts of lease liabilities and the movements during the year:

Particulars	As at March 31, 2024	As at March 31, 2023
Balance at the beginning of the year	**13.84**	**14.10**
Additions	1.27	1.05
Accretion of interest	1.40	1.37
Payments	(3.03)	(2.68)
Termination	(0.11)	-
Balance at the end of the year	**13.37**	**13.84**
Current	2.07	1.35
Non-current	11.30	12.49

The maturity analysis of lease liabilities are disclosed in Note 40.

The effective interest rate for lease liabilities is 10%.

The following are the amounts recognised in statement of profit or loss:

Particulars	As at March 31, 2024	As at March 31, 2023
Depreciation expense of right-of-use assets	2.11	1.90
Interest expense on lease liabilities	1.40	1.37
Expense relating to short-term leases *	3.58	2.65
Total amount recognised in profit or loss	**7.09**	**5.92**

*Expenses relating to short - term leases does not include figures from discontinued operations amounting INR Nil (Previous Year INR 0.41 crore).

The Company had total cash outflows for leases of INR 6.61 crores in March 31, 2024 ((INR 5.33 crores in March 31, 2023 (including INR 0.41 crores for discontinued operations)). There are no non cash additions to right-of-use assets and lease liabilities. There are no future cash outflows relating to leases that have not yet commenced.

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35. Commitments and contingencies

Particulars	As at March 31, 2024	As at March 31, 2023
a) Commitments :		
Estimated value of contracts remaining to be executed on Capital Account and not provided for (net off advances) (The amount as at March 31, 2023 is excluding an amount of INR 188.25 crores pertaining to discontinued operations)	275.33	89.06
b) Contingent liabilities :		
- Claims against the Company not acknowledged as debts		
- Income tax *	47.65	12.31
- Sales tax / VAT	0.04	0.04
- Excise, Custom & Service Tax **	130.86	131.87
- Unpaid labour dues (amount as at March 31, 2023 is excluding Rs. 1.57 crores pertaining to Discontinued operations)***	3.00	3.00
- Other claims (amount as at March 31, 2023 is excluding Rs. 4.12 crores pertaining to Discontinued operations)****	6.20	11.76

"* represents (a) demands for penalty for the assessment years 2009 - 2010 to 2011 - 2012, (b) demands of income tax mainly on account of transfer pricing adjustments for the assessment years 2016 - 2017 to 2020 - 2021 and (c) demands of income tax on account of certain disallowances for assessment years 2021 - 2022 & 2022 - 2023. The Company has filed appeals and rectification applications against the abovesaid income tax matters.

Further, the Income tax department has not allowed credits of TDS, advance & self assessment tax already paid by the Company in its demand order of Rs. 87.76 crores for assessment year 2016 - 2017 which is a mistake apparent from record and the Company has filed a rectification application under Section 154 of the Income Tax Act, 1961.

'Upon adoption of the Appendix C to Ind AS 12, the Company considered whether it has any uncertain tax positions. The Company's tax filings includes deduction relatied to 80IA, deduction allowances on subsidiary losses, 14A disallowances, transfer pricing matters and others. The taxation authorities may challenge those tax treatments. The Company determined, based on its tax compliance and transfer pricing study , that it is probable that its tax treatments will be accepted by the taxation authorities.

The aforesaid Appendix did not have an impact on the financial statements of the Company.

** represents disputed matters on account of (a) denial of CENVAT credits (b) differential customs duties on account of classifications under different chapters of CETA and (c) other indirect tax matters.

*** Government of India vide its notification dated March 29, 2020, issued under the National Disaster Management Act 2005, directed that all employers shall make full payment of wages, of their workers at their workplaces, for the period of closure under the lockdown. Subsequently on the petition filed by some of the employers against the aforementioned notification , the Hon'ble Supreme Court of India, passed an interim order dated June 12, 2020 and directed employers to enter into a negotiation and settlement with workers for wages payment during the lockdown period. The aforesaid notification also stands withdrawn w.e.f May 18, 2020. In the meanwhile, the Company had made payments to its workers and will do the final settlement if any as per the final order of the Hon'ble Supreme Court of India. The estimated amount of liability is Rs. 3.00 crores which is dependent upon the outcome of the final order of the Hon'ble Supreme Court of India. The management has assessed that the chances of this liability getting materialized is low.

**** Claims under this heading relate to legal cases pending in different courts under the jurisdiction of Gujarat High Court and the courts subordinate to it. The matters are relating to (a) Execution of ex-parte foreign decrees which are not enforceable in India, (b) certain claims relating to contractor's workmen, whose services were terminated by the concerned contractor and the matter is between the contractor and their workmen and GHCL is made a party to the dispute only, (c) water charges in dispute with a DAM and (d) certain civil disputes.

On the basis of current status of individual case for respective years and as per legal advice obtained by the Company, wherever applicable, the Company is confident of winning the above cases and is of the view that no provision is required in respect of above cases.

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

(c) Guarantees:

Particulars	As at March 31, 2024	As at March 31, 2023
Corporate guarantee to Bank on behalf of erstwhile subsidiaries of the Company	3.17	3.06

36. Related Party Transactions

a) The following table provides the list of related parties and total amount of transactions that have been entered into with related parties for the relevant financial years.

A) Wholly Owned Subsidiaries

GHCL Textiles Limited (ceased to be subsidiary w.e.f April 01, 2023 due to Scheme of Arrangement (refer note 45B))

Dan River Properties LLC

Grace Home Fashions LLC (Dissolved w.e.f March 02, 2023)

B) Key Managerial Personnel

Mr. R. S. Jalan, Managing Director

Mr. Raman Chopra, CFO & Executive Director - Finance

Mr. Neelabh Dalmia - Executive Director- Growth & Diversified Projects

Mr. Bhuwneshwar Mishra, Vice President - Sustainability & Company Secretary

C) Non-whole-time directors

Mr. Sanjay Dalmia - Non-Executive Chairman (Promoter) (upto June 30, 2023)

Mr. Anurag Dalmia - Non-Executive Chairman (Promoter)

Mrs. Vijay laxmi Joshi - Non-Executive Independent Director

Dr. Lavanya Rastogi - Non-Executive Independent Director (upto March 31, 2024)

Dr. Manoj Vaish - Non-Executive Independent Director

Mr. Arun Kumar Jain - Non-Executive Independent Director

Justice (Retd.) Ravindra Singh - Non-Executive Independent Director

D) Relative of Key Managerial Personnel

Mrs. Sarita Jalan, w/o Mr. R. S. Jalan

Mrs. Bharti Chopra, w/o Mr. Raman Chopra

Mrs. Vandana Mishra, w/o Mr. Bhuwneshwar Mishra

E) Enterprises over which Key Managerial Personnel are able to exercise significant influence

GHCL Foundation Trust

GHCL Employees Group Gratuity Scheme

GHCL Textiles Limited (ceased to be subsidiary w.e.f April 01,2023 due to scheme of demerger)

Gujarat Heavy Chemical Limited Superannuation Scheme

Sachin Tradex Private Limited

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

b) Transactions with subsidiaries

Particulars	As at March 31, 2024	As at March 31, 2023
Sales of goods		
Grace Home Fashions LLC	-	15.15
Net payment/(receipt) of loans & advances		
Dan River Properties LLC	(0.14)	(0.52)
GHCL Textiles Limited (INR Nil /- (March 31,2023 INR 11800/-)*	-	(0.00)

*(Investment amount of INR 0.01 crore is cancelled pursuant to scheme of demerger)

Particulars	As at March 31, 2024	As at March 31, 2023
Loans recoverable at the year end		
Dan River Properties LLC	-	0.14
Balance of Investment in equities at the year end		
Dan River Properties LLC	-	0.00
GHCL Textiles Limited	-	0.01

c) Transactions with relative of Key Management Personnel

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Leasing & hire purchase transactions		
Mrs. Sarita Jalan, w/o Mr. R. S. Jalan	0.12	0.21
Mrs. Bharti Chopra, w/o Mr. Raman Chopra	0.24	0.15
Mrs. Vandana Mishra, w/o Mr. Bhuwneshwar Mishra	0.02	0.02

d) Transactions with enterprises over which significant influence exercised by directors

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
CSR Expenditure		
GHCL Foundation Trust	18.09	12.31
Contribution of Supperannuation		
Gujarat Heavy Chemical Limited Superannuation Scheme	1.09	1.24
Leasing & Hire purchase transactions		
Sachin Tradex Pvt Ltd - Car Lease	0.18	-
Purchase of Traded Goods		
GHCL Textiles Limited	18.48	-
Purchase of REC Certificate		
GHCL Textiles Limited	0.30	-
Business Support Services		
GHCL Textiles Limited	0.60	-
Reimbursement in respect of group insurance policy		
GHCL Textiles Limited	0.80	-

The sales/purchase to or from related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash. There have been no guarantees

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provided or received for any related party receivables or payables. For the year ended March 31, 2024, the Company has not recorded any impairment of receivables relating to amounts owed by related parties. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

e) **Compensation of Key Management Personnel of the Company**

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Mr. R. S. Jalan#	12.89	14.88
Mr. Raman Chopra#	7.89	8.87
Mr. Neelabh Dalmia	3.14	2.57
Mr. Bhuwneshwar Mishra#	0.83	0.84
Total compensation to Key Management Personnel	**24.75**	**27.16**

includes leasing and hire purchase transaction entered with their respective relatives as mentioned in (c) above.

f)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Short-term employee benefits	23.51	23.17
Post-employment gratuity and medical benefits	1.24	0.51
Share-based payment transactions (Taxable component of ESOS)	-	3.48
Total compensation paid to Key Management Personnel	**24.75**	**27.16**

g) **Loans recoverable from Key Management Personnel of the Company**

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Net payment/(receipt) of loans & advances		
Mr. Bhuwneshwar Mishra	(0.06)	0.02
Loans recoverable at the year end		
Mr. Bhuwneshwar Mishra	0.05	0.11

h) **Transactions with Non-whole-time directors**

Particulars	For the year ended March 31, 2024		For the year ended March 31, 2023	
Name	Sitting Fees	Commission	Sitting Fees	Commission
Mr. Sanjay Dalmia	0.00	0.225	0.02	1.13
Mr. Anurag Dalmia	0.03	1.000	0.03	0.94
Dr. Manoj Vaish	0.04	0.390	0.05	0.49
Justice Ravindra Singh	0.04	0.375	0.04	0.47
Mrs. Vijaylaxmi Joshi	0.05	0.375	0.06	0.47
Mr. Arun Kumar Jain	0.04	0.375	0.04	0.47
Mr. Lavanya Rastogi	0.02	0.375	0.02	0.47
	0.23	**3.115**	**0.26**	**4.44**

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i)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Trade payable		
Commission payable to Non-whole time directors	2.80	4.00

j) **Disclosure required under Section 186(4) of the Companies Act 2013 (refer Note 11A)**

Name of the Loanee	As at March 31, 2024	As at March 31, 2023
GHCL Employee Stock Option Trust	-	-
GHCL Textiles Limited (Rs. NIL (Previous year Rs. 11800/-))	-	(0.00)
Dan River Properties LLC (Subsidiary Company) *	-	0.14

* The principal place of business in at United States of America.

37. Segment information

The Company operated two segments i.e. Inorganic Chemicals and Textiles till March 31, 2023. Pursuant to the Scheme of Demerger (refer note 45), Company's Textiles segment which included Spinning Division was disclosed as Discontinued Operations. Accordingly, the Company's continuing operations pertain to one segment i.e. Inorganic Chemicals and the Chief Operating Decision Maker (CODM) reviews the operations of the Company as a whole, hence there is no reportable segments as per Ind AS 108 "Operating Segments". The management considers that the various goods provided by the Company constitutes single business segment, since the risk and rewards from these products are not different from one another. However the Company has disclosed the following geographical information as follows:

Geographic information

Revenue from external customers

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Revenue from contract with customers		
- India	3,255.13	4,362.55
- Outside India	181.05	176.91
Total revenue per statement of profit and loss	**3,436.18**	**4,539.46**

Non-Current Operating Assets

Particulars	As at March 31, 2024	As at March 31, 2023
- India	1,831.93	1,720.76
- Outside India	-	-
Total	**1,831.93**	**1,720.76**

Notes:

(i) The revenue information above is based on the locations of the customers.

(ii) Non-current assets for this purpose consist of Property, plant and equipment and Intangible assets.

(iii) There are no customers having revenue exceeding 10% of total revenue of the Company

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

38. Hedging activities and derivatives

The Company is exposed to certain risks relating to its ongoing business operations. The primary risks managed using derivative instruments are foreign currency risk.

The Company's risk management strategy and how it is applied to manage risk are explained in Note 40.

Derivatives not designated as hedging instruments

The Company uses foreign exchange forward contracts to manage some of its transaction exposures. The foreign exchange forward contracts are not designated as cash flow hedges and are entered into for periods consistent with foreign currency exposure of the underlying transactions, generally upto 4 months. These contracts are not designated in hedge relationships and are measured at fair value through profit or loss.

Particulars	Currency	Unhedged Exposure As at March 31, 2024		Unhedged Exposure As at March 31, 2023	
		Amount in Foreign Currency	Amount in INR	Amount in Foreign Currency	Amount in INR
Trade Receivables					
	USD	0.11	9.15	0.38	31.46
	EUR	-	-	0.01	1.09
Current Liabilities					
	USD	-	-	0.04	3.37
	EUR	-	-	0.04	3.18
	CHF	-	-	0.03	3.13
	JPY	-	-	0.11	0.07
Non-Current Liabilities					
	USD	-	-	0.07	5.61

39. Fair values

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments, other than those with carrying amounts that are reasonable approximations of fair values:

Particulars	Carrying value March 31, 2024	Fair value March 31, 2024	Carrying value March 31, 2023	Fair value March 31, 2023
Financial assets measured at fair value				
Investments (Refer Note 5)	420.37	420.37	379.77	379.77
Derivatives instruments (Refer Note 11B)	0.25	0.25	-	-
Financial assets measured at amortised cost				
Investments (Refer Note 5)	0.04	0.04	0.04	0.04
Security deposits (refer note 6)	2.17	2.17	1.93	1.93
Loan to subsidiary (refer note 11A)	-	-	0.14	0.14
Loan to employees (refer note 6A & 11A)	1.78	1.78	1.68	1.68
Others (refer note 11C)	5.24	5.24	11.89	11.89
Financial liabilities at fair value				
Derivative instruments (Refer note 19A)	-	-	3.58	3.58
Financial liabilities not measured at amortised cost				
Term loans (refer note 16)	195.64	195.64	346.04	346.04

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The management assessed that cash and cash equivalents, bank balances other than cash and cash equivalents, trade receivables, export incentives receivable, GST refund receivable, subvention receivable, others (Insurance Claim receivable) trade payables and other current financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments. The other current financial liabilities represents Dealer deposits, Security deposits, Capital creditors, Unpaid dividend and Interest accrued on Bank deposits, the carrying value of which approximates the fair values as on the reporting date.

The following methods and assumptions were used to estimate the fair values:

i The fair value of the financial assets and liabilities is included at the amount at which the instrument is exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

ii The fair values of the FVTOCI financial assets are derived from quoted market prices in active markets.

39A. The following table provides the fair value measurement hierarchy of the Company's assets and liabilities.

Quantitative disclosures fair value measurement hierarchy for assets as at March 31, 2024:

Particulars	Date of valuation	Carrying amount	Fair value measurement using		
			Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
FVTOCI financial investments					
Quoted equity shares (refer note 5)	March 31, 2024	13.86	13.86		
	March 31, 2023	14.93	14.93		
Unquoted debt securities (Refer Note 5)	March 31, 2024	0.04			0.04
	March 31, 2023	0.04			0.04
Financial assets measured at fair value through profit and loss					
Quoted mutual fund (refer note 5)	March 31, 2024	406.51	406.51		
	March 31, 2023	364.84	364.84		
Derivate instruments (Refer Note11B)	March 31, 2024	0.25		0.25	
	March 31, 2023	-		-	
Financial assets measured at amortised cost					
Security deposits (refer note 6)	March 31, 2024	2.17			2.17
	March 31, 2023	1.93			1.93
Loan to subsidiary (refer note 11A)	March 31, 2024	-			-
	March 31, 2023	0.14			0.14
Loan to employees (refer note 6A & 11A)	March 31, 2024	1.78			1.78
	March 31, 2023	1.68			1.68
Others (refer note 11C)	March 31, 2024	5.24			5.24
	March 31, 2023	11.89			11.89
Financial liability measured at fair value through profit and loss					-
Derivative instruments (refer note 19A)	March 31, 2024	-			-
	March 31, 2023	3.58			3.58
Financial liabilities not measured at fair value					-
Floating rate borrowings (India)	March 31, 2024	195.64			195.64
	March 31, 2023	346.04			346.04

There have been no transfers between Level 1 and Level 2 during the year.

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Particulars	Fair value hierarchy	Valuation technique	Inputs used
FVTOCI financial investments			
Quoted equity shares	Level 1	Market valuation techniques	Prevailing rates in the active markets
Quoted mutual fund	Level 1	Market valuation techniques	Prevailing rates in the active markets
Unquoted debt securities	Level 3	Discounted cash flow	Long-term growth rate for cash flows for subsequent years, weighted average cost of capital, long-term operating margin, discount for lack of marketability
Financial assets measured at fair value through profit and loss			
Derivative instruments	Level 2	Market valuation techniques	Forward foreign currency exchange rates
Financial assets measured at amortised cost			
Security deposits Loan to subsidiary Loan to ESOS trust Loan to employees	Level 3	Amortised Cost	Prevailing interest rates in the market, Future payouts
Financial liabilities measured at fair value			
Derivative instruments	Level 2	Market valuation techniques	Forward foreign currency exchange rates
Financial liabilities not measured at fair value			
Floating rate borrowings (India)	Level 3	Amortised Cost	Prevailing interest rates in the market, future payouts

40. Financial risk management objectives and policies

The Company's principal financial liabilities, other than derivatives, comprise loans and borrowings, lease liabilities trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations and to provide guarantees to support its operations. The Company's principal financial assets include loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations. The Company also holds FVTOCI & FVTPL investments and enters into derivative transactions. The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The Company's senior management is supported by a Banking and Operations committee that advises on financial risks and the appropriate financial risk governance framework for the Company. The financial risk committee provides assurance to the Company's senior management that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. All derivative activities for risk management purposes are carried out by expert list teams that have the appropriate skills, experience and supervision. It is the Company's policy, that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below.

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk. Financial instruments affected by market risk include investments, loans and borrowings, deposits and derivative financial instruments.

The sensitivity analyses in the following sections relate to the position as at March 31, 2024 and March 31, 2023. The sensitivity analysis have been prepared on the basis that the amount of net debt, the ratio of fixed to floating interest rates of the debt are all constant.

a) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

In order to optimize the Company's position with regards to interest income and interest expenses and to manage the interest rate risk, treasury performs a comprehensive corporate interest rate management by balancing the proportion of fixed rate and floating rate financial instruments in its total portfolio.

The Company is not exposed the significant interest rate as at a respective reporting date.

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings. With all other variables held constant, the Company's profit before tax is effected through the impact on floating rate borrowings, as follows:

Particulars	Increase/decrease in basis points	Effect on PBT
March 31, 2024	+/(-).50%	'(-)/+ 0.98

Particulars	Increase/decrease in basis points	Effect on PBT
March 31, 2023	+/(-).50%	'(-)/+ 1.74*

*Excludes INR 2.29 Crores pertaining to Discontinued Operations

The assumed movement in basis points for the interest rate sensitivity analysis is based on the currently observable market environment, showing a significantly higher volatility than in prior year.

b) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to its operating activities. The Company manages its foreign currency risk by hedging transactions that are expected to occur within a maximum 12 month for hedges of forecasted sales and purchases in foreign currency. The hedging is done through foreign currency forward contracts.

Foreign currency sensitivity

Particulars	Change in USD rate	Effect on PBT
March 31, 2024	+/(-)1%	'(-)/+ 0.09

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as at and for the year ended March 31, 2024 (INR in crores)

Particulars	Change in USD rate	Effect on PBT in Rs
March 31, 2023	+/(-)1%	'(-)/+ 0.40

Particulars	Change in GBP rate	Effect on PBT
March 31, 2024	+/(-)1%	'+/(-) 0.00

Particulars	Change in GBP rate	Effect on PBT
March 31, 2023	+/(-)1%	'+/(-) 0.07

Particulars	Change in CHF rate	Effect on PBT
March 31, 2024	+/(-)1%	'(-)/+ 0.00

Particulars	Change in CHF rate	Effect on PBT
March 31, 2023	+/(-)1%	'(-)/+ 0.03

Particulars	Change in EUR rate	Effect on PBT
March 31, 2024	+/(-)1%	'(-)/+ 0.00

Particulars	Change in EUR rate	Effect on PBT
March 31, 2023	+/(-)1%	'(-)/+ 0.04

c) Equity price risk

The Company's listed equity securities and mutual funds are susceptible to market price risk arising from uncertainties about future values of the investment securities. The Company manages the equity price risk through diversification and by placing limits on individual and total equity instruments. Reports on the equity portfolio are submitted to the Company's senior management on a regular basis. The Company's Board of Directors reviews and approves all equity investment decisions.

At the reporting date, the exposure to unlisted equity securities at fair value was Nil as on March 31, 2024 (INR Nil as on March 31, 2023).

At the reporting date, the exposure to listed equity securities at fair value was INR 13.86 crore as on March 31, 2024 (INR 14.93 crores as on March 31, 2023). A decrease of 10% on the NSE/BSE market index could have an impact of approximately INR 1.39 crore on the OCI or equity attributable to the Company. An increase of 10% in the value of the listed securities would also impact OCI and equity. These changes would not have an effect on profit or loss.

Further, at reporting date, the Company has exposure to investments in mutual funds of INR 406.51 crores (INR 364.84 crores as on March 31, 2023). A decrease of 10% in the value of Mutual fund company.

d) Commodity risk

The Company is impacted by the price volatility of coal. Its operating activities require continuous manufacture of Soda Ash, and therefore require a regular supply of coal. Due to the significant volatility of the price of coal and cotton in international market, the Company has entered into purchase contract for coal with its designated vendor(s). The price in the purchase contract is linked to the certain indexes. The Company's commercial department has developed and enacted a risk management strategy regarding commodity price risk and its mitigation.

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e) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with Banks and financial institutions, foreign exchange transactions and other financial instruments.

Trade receivables

Customer credit risk is managed by business unit subject to the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on customer profiling, credit worthiness and market intelligence. Outstanding customer receivables are regularly monitored and any shipments to major customers are generally covered by letters of credit or other forms of credit insurance.

An impairment analysis is performed at each reporting date on an individual basis for major customers. In addition, a large number of minor receivables are categorized and assessed for impairment collectively. The calculation is based on exchange losses historical data. The Company does not hold collateral as security. The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets.

Financial instruments and cash deposits

Credit risk from balances with banks is managed by the Company's treasury department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. Counterparty credit limits are reviewed by the Company's Board of Directors on an annual basis, and may be updated throughout the year subject to approval of the Banking & Operations Committee. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

The Company's maximum exposure to credit risk for the components of the Balance sheet at March 31, 2024 and March 31, 2023 is the carrying amounts. The Company's maximum exposure relating to financial guarantees and financial derivative instruments is noted in note on commitments and contingencies and the liquidity table below.

Liquidity risk

Liquidity risk is the risk that the Company will encounter in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The approach of the Company to manage liquidity is to ensure, as far as possible, that it should have sufficient liquidity to meet its respective liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risk damage to their reputation. The Company also believes a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due. The Company assessed the concentration of risk with respect to refinancing its debt and concluded it to be low.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments excluding Discontinued operations :

As at March 31, 2024	On Demand	0 to 12 months	1 to 5 years	> 5 years	Total
Borrowings	-	81.74	114.97	-	196.71
Trade payables	-	220.43	-	-	220.43
Lease Liabilities	-	2.07	3.67	7.63	13.37
Other financial liabilities	-	35.92	0.91	-	36.83
	-	340.16	119.55	7.63	467.34

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

As at March 31, 2023	On Demand	0 to 12 months	1 to 5 years	> 5 years	Total
Borrowings	-	104.90	236.48	6.14	347.52
Trade payables	-	242.94	-	-	242.94
Lease Liabilities	-	2.67	9.13	16.27	28.07
Other financial liabilities	-	24.89	0.93	-	25.82
	-	**375.40**	**246.54**	**22.41**	**644.35**

41. Capital management

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company's policy is to keep the gearing ratio of less than 75%. The Company includes within net debt, interest bearing loans and borrowings, lease liabilities, trade and other payables, less cash and cash equivalents.

Particulars	As at March 31, 2024	As at March 31, 2023
Borrowings	196.71	347.52
Trade payables	220.43	242.94
Lease liabilities	13.37	28.07
Other financial liabilities	36.83	63.21
Less: Cash and bank balances	(48.62)	(123.38)
Net debt	**418.72**	**558.36**
Equity	2,970.04	3,933.88
Capital and net debt	**3,388.76**	**4,492.24**
Gearing ratio	12.36%	12.43%

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current year.

No changes were made in the objectives, policies or processes for managing capital during the year ended March 31, 2024 and March 31, 2023.

42. Cost of raw materials consumed and power, fuel and water costs include expenditure on captive production of salt, limestone, briquette and lignite as under:

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Cost of raw materials consumed	19.08	19.09
Power, fuel and water	2.26	2.74
Total	**21.34**	**21.83**

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

These expenses if reclassified based on nature will be as follows:

Particulars	For the year ended March 31, 2024			For the year ended March 31, 2023		
	As disclosed in these financial statements	Add : Expenditure included in raw material cost & Power and fuel	Total expenditure	As disclosed in these financial statements	Add :Expenditure included in raw material cost & Power and fuel	Total expenditure
Other Income	51.85	(0.99)	50.86	38.63	(2.15)	36.48
Employee benefit expenses	112.05	8.14	120.19	133.70	9.21	142.91
Finance cost	25.46	0.05	25.51	-	-	-
Depreciation and amortization expenses	102.10	-	102.10	94.22	0.23	94.45
Consumption of stores and spares	59.76	1.27	61.03	42.30	0.42	42.72
Other manufacturing expenses	38.84	0.40	39.24	37.06	0.57	37.63
Freight and forwarding charges	237.63	2.05	239.68	230.22	2.86	233.08
Travelling and conveyance	9.19	0.92	10.11	8.14	0.98	9.12
Rent	3.58	0.96	4.54	2.65	1.07	3.72
Repairs and maintenance :						
- Plant and machinery	24.35	1.06	25.41	18.67	0.52	19.19
- Buildings	1.50	0.22	1.72	1.31	0.32	1.63
- Others	9.17	0.29	9.46	6.86	0.45	7.31
Rates and taxes	0.70	0.11	0.81	0.64	0.18	0.82
Insurance	19.03	4.28	23.31	16.87	4.29	21.16
Loss on sale/discard of property, plant and equipment and assets held for sale (net)	1.96	(0.00)	1.96	16.22	0.02	16.24
Communication expenses	1.26	0.04	1.30	1.36	0.22	1.58
Legal and professional expenses	13.86	0.17	14.03	11.57	0.67	12.24
Miscellaneous expenses	17.52	2.36	19.88	14.43	1.96	16.39
Total	**729.81**	**21.34**	**751.15**	**674.85**	**21.83**	**696.68**

43. In prior years as per SEBI (ESOS & ESPS) Guidelines 1999 the Employees Stock Option Schemes of the Company was administered by the registered Trust named GHCL Employees Stock Option Trust. However, the SEBI circular dated November 29, 2013, required the closure of all Employee Stock Option Trusts by June 2014. Accordingly, GHCL closed its ESOS Scheme, disposed of GHCL shares but retained its ESOS Trust for a limited purpose of litigation. ESOS Trust owns 20,46,195 GHCL shares, out of which 15,79,922 shares were illegally sold by broker involved, against which ESOS Trust has initiated legal proceedings and 4,66,273 shares were blocked for transactions by Stock exchange under legal proceedings. During earlier year, 4,66,273 shares were transferred/released to ESOS Trust as per NSE order dated July 24, 2019 and are currently held by the Trust.

During the tenure of ESOS Trust, the Company had advanced INR 29.54 crores interest free loan to the Trust to buy the shares and at the end of March, 2014, the Company had written off an amount of INR 23.34 crores due from ESOS Trust on account of permanent diminution in the value of 20,46,195 shares as on March 31, 2014 held by the Trust.

Once the legal matter will settle ESOS Trust will get the possession of 15,79,922 shares also, the sale proceeds from the disposal of these 20,46,195 shares by ESOS Trust will first be used to repay the loan amounting to INR 29.54 crores due to the Company which includes restatement of earlier write-off of INR 23.34 crores taken in March, 2014 and the balance surplus (if any) will be used for the benefit of the employees of the Company as per the recommendation of GHCL's Compensation Committee.

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

44. Remittances during the year in Foreign currency on account of

Dividend for the financial year ended	For the year ended March 31, 2024	For the year ended March 31, 2023
Dividends to non-resident shareholders	8.08	8.80
Number of non-resident shareholders	525	537
Number of shares	58,60,759	58,68,559

45. Discontinued Operations :

(A) Home Textile Business

Pursuant to the Business Transfer Agreement dated December 06, 2021 and Amendment to Business Transfer Agreement dated March 30, 2022 with Indo Count Industries Limited (ICIL), the Company on April 02, 2022 transferred its Home Textile Business (comprising of weaving, processing, cutting and sewing of Home Textiles products, hereinafter referred as ""HT Business"") as a going concern on a slump sale basis during the previous year after satisfaction of conditions precedent as stipulated in those agreements at a consideration of INR 562.34 crores. In addition, Grace Home Fashions LLP ('GHF'), a wholly owned erstwhile subsidiary of the Company also transferred its identified assets (i.e., inventory and intellectual property) to Indo Count Global Inc., USA (US subsidiary of ICIL) on April 02, 2022 at a consideration of INR 31.77 crores pursuant to fulfilment of conditions precedent as per the Asset Transfer Agreement (ATA) dated December 06, 2021 and Amendment agreement ('AATA dated March 30, 2022 for transfer of its identified assets.

Consequent to the above, the resultant profit of INR 64.15 crores (net of current and deferred tax impact of INR 4.11 crores on such sale of the HT Business was recognised under Exceptional Items. The Company's current tax obligation for the previous year arising from such sale was booked in accordance with the provision of the Income Tax Act, 1961.

(B) Spinning Division

The Board of Directors of the Company at their meeting held on December 06, 2021 approved a Scheme of Arrangement under Section 230 – 232 of the Companies Act 2013 of demerger of Spinning Division of GHCL Limited (“Demerged Company”/”Company”) into GHCL Textiles Limited (“Resulting Company”) (“the Scheme”) and the said Scheme was sanctioned by the Hon’ble National Company Law Tribunal, Ahmedabad (NCLT) vide its order dated February 08, 2023.

As per the Scheme, the accounting has been carried out on the April 01, 2023 being the Appointed date and effective date i.e. the date on which the Company filed the Certified True Copy of the NCLT order along with the sanctioned Scheme with the Registrar of Companies ('ROC'). However, Appendix A of Ind AS 10 ‘Distribution of Non-cash Assets to Owners’ prescribed under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time required the Company to account for such Scheme in the previous year ended March 31, 2023 since the substantial conditions relating to transfer of the demerged undertaking were met during the previous year ended March 31, 2023. Since the Certified True Copy of the NCLT order along with the sanctioned Scheme with the ROC was filed on April 01, 2023, accounting effect in respect of the Scheme has been given in these standalone financial statements during the current year instead of previous year ended March 31, 2023, as the sanctioned Scheme prevail over the applicable Indian Accounting Standards.

The Company had accordingly, debited the fair value of Demerged undertaking i.e. fair value of net assets of Spinning Division distributed to the shareholders of the Company, amounting to Rs. 1,597.28 crores to the retained earnings in the Statement of Changes in Equity as dividend distribution. The difference between the fair value and the carrying amount of net assets of Rs. 1,359.28 crores of Spinning Division as at April 01, 2023 has been recognised as gain on demerger of Spinning Division in

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

the Statement of Profit and Loss as an Exceptional item amounting to Rs. 219.29 crores (net of estimated transaction cost and income tax on transaction cost) during the current year. Further, upon the Scheme becoming effective, the investment made by the Company in Resulting Company was cancelled.

The estimated transaction cost represents stamp duty payable (net of tax) by the Company for registration of freehold land & building in the name of the Resulting company. Such stamp duty has been adjudicated by the government authorities during the year, however the same has been disputed by the Company. Consequently, title deeds of freehold land and building transferred to pursuant to the Scheme of Arrangement continue in the name of the Company and the title will be transferred upon discharge of the stamp duty liability.

As a consideration for the Demerger, the resulting company has issued its equity shares to the shareholders of the Company as on the record date in a 1:1 swap ratio (i.e. one share of INR 2 each is issued by the Resulting company for every one share of INR 10 each held in the Company).

(C) The net results of Home Textiles Business and Spinning Division for the previous year are disclosed separately as discontinued operation as required by Indian Accounting Standard (Ind AS) 105 Asset Held for Sale and Discontinued Operations and Schedule III to the Companies Act, 2013.

The following information related to discontinued operations of Home Textiles Division and Spinning Division:

(i) Results of HT Business and Spinning Division are presented below :

Particulars	For the year ended March 31, 2023		
	HT Business	Spinning Division	Total
Income from continuing operations			
Revenue from operations	59.19	1,031.41	1,090.60
Other income	0.40	5.40	5.80
Total Income	**59.59**	**1,036.81**	**1,096.40**
Expenses from continuing operations			
Cost of raw materials consumed	(0.38)	789.60	789.22
Purchase of stock in trade	7.31	-	7.31
(Increase)/ decrease in inventories of finished goods, stock-in-trade and work-in-progress	40.78	(30.58)	10.20
Power, fuel and water	0.20	60.71	60.91
Employee benefit expenses	0.65	54.28	54.93
Depreciation and amortization expense	-	40.03	40.03
Finance costs	0.54	7.31	7.85
Other expenses	1.57	92.46	94.03
Total expenses	**50.67**	**1,013.81**	**1,064.48**
Profit before tax	**8.92**	**23.00**	**31.92**
Tax expense from continuing operations:			
Current tax	2.24	1.93	4.17
Deferred tax charge/(credit)	-	3.42	3.42
Total tax expense	**2.24**	**5.35**	**7.60**
Profit for the year	**6.68**	**17.65**	**24.32**
Earnings per share			
Basic	0.70	1.86	2.56
Diluted	0.70	1.86	2.56

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

(ii) Major class of assets and liabilities of HT Business and Spinning Division are presented below :

Particulars	As at March 31, 2023
Assets	
Non-current assets	
Property, plant and equipment	932.40
Capital work-in-progress	89.36
Other intangible assets	0.16
Investments	1.23
Other non-current financial assets	14.20
Other-non current assets	34.57
Total Non current assets (A)	**1,071.92**
Current assets	
Inventories	350.79
Financial assets	
Trade receivables	88.91
Cash and cash equivalents	37.23
Loans	0.33
Other current financial asset at amortised cost	5.84
Current tax assets (net)	-
Other current assets	62.60
Total current assets (B)	**545.70**
Assets held for sales (C)	0.23
Total assets (D) = (A+B+C)	**1,617.86**
Liabilities	
Non-current liabilities	
Borrowings	53.42
Deferred tax liabilities (net)	118.52
Total Non current liabilities (E)	**171.94**
Current liabilities	
Borrowings	25.17
Trade payables	44.56
Other financial liabilities	2.60
Provisions	9.70
Contract liabilities	3.80
Other liabilities	0.81
Total current liabilities (F)	**86.64**
Total liabilities (G) = (E+F)	**258.58**
Net Assets (D-G)	**1,359.27**

(iii) Net Cash flow attributable to Discontinued Operations are as follows :

Particulars	For the year ended March 31, 2023
Net cash generated from operating activities (A)	379.06
Net cash flow (used in) investing activities (B)	(187.09)
Net cash used in financing activities (C)	(156.53)
Net (Decrease) / Increase in cash and cash equivalents (A+B+C)	35.44
Cash and cash equivalents at the beginning of the year	1.79
Cash and cash equivalents at the end of the year	37.23

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024
(INR in crores)

46. Additional regulatory information

1 The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

2 The Company does not have any transactions with Companies struck off.

3 The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

4 The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

5 The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

6 The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,

7 The Company does not any such transaction which are not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961

8 Ratio Analysis and its elements of continuing Operations:

Particulars	Numerator	Denominator	March 31, 2024	March 31, 2023*	Variation	Reason for variance
(a) Current Ratio,	Current Assets	Current Liabilities	4.28	4.05	6%	
(b) Debt-Equity Ratio,	Total Debt	Shareholders Equity	0.07	0.11	-40%	Due to repayments of borrowings & refer * below
(c) Debt Service Coverage Ratio,	Earnings for debt service = Net profit after taxes + Non-cash operating expenses	Debt service = Interest & Lease Payments + Principal Repayments	4.01	3.33	20%	
(d) Return on Equity Ratio,	Net Profits after taxes – Preference Dividend (if any)	Average Shareholder's Equity	0.23	0.32	-28%	Due to lower net profit during the current year.

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024

(INR in crores)

Particulars	Numerator	Denominator	March 31, 2024	March 31, 2023*	Variation	Reason for variance
(e) Inventory turnover ratio,	Cost of goods sold	Average Inventory	2.78	4.08	-32%	Refer * below
(f) Trade Receivables turnover ratio,	Net credit sales = Gross credit sales - sales return	Average Trade Receivable	17.31	19.40	-11%	
(g) Trade payables turnover ratio,	Net credit purchases = Gross credit purchases - purchase return	Average Trade Payables	5.16	8.12	-36%	Refer * below
(h) Net capital turnover ratio,	Net sales = Total sales - sales return	Working capital = Current assets – Current liabilities	2.54	3.59	-29%	Refer * below
(i) Net profit ratio,	Net Profit	Net sales = Total sales - sales return	0.23	0.20	15%	
(j) Return on Capital employed,	Earning before interest and taxes	Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability	43%	42%	4%	
(k) Return on investment- Mutual fund	Fair value gain on investment at FVTPL and gain on sales of investments including fair value gain on FVOCI	Investment	3.60%	8.53%	-58%	Refer * below
L) Operating profit Margin (%)	Earning before interest and taxes	Revenue from operations	29.50%	27%	9%	
m) Return on Net Worth (%)	Total comprehensive income for the year, net of tax	Net worth	26.72%	28%	-6%	

* The ratios disclosed included Discontinued Operations

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

47. Assets held for Sale and discontinued operations

Particulars	As at March 31, 2024	As at March 31, 2023
(a) Assets classified as held for Sale and discontinued operations		
Discontinued operations - Spinning Division (footnote"i)	-	1,617.63
Assets held for Sale - Spinning Division (footnote"ii)	-	0.23
(b) Liabilities directly associated with discontinued operations		
Discontinued operations - Spinning division (footnote"i)	-	258.59

(i) For details of discontinued operation relates to spinning division - Refer Note 45B & C.

(ii) The management had balance excessive and surplus land of 4.84 acres outside the premises of factory at Madurai. During the previous year the Company sold/disposed 4.37 acres of land and balance land has been transferred to GHCL Textiles pursuant to scheme of arrangement.

Particulars	As at March 31, 2024		As at March 31, 2023	
	Acres	Amount	Acres	Amount
Opening balance	-	-	4.84	3.61
Add: Transferred from Property, plant and Equipment				
Less: Sold/Disposed	-	-	4.37	3.38
Less: Transferred to GHCL Textiles pursuant to scheme of arrangement	-	-	0.47	0.23
Closing balance	-	-	-	-

48. Reclassification in the statement of profit and Loss :

Based on review of commonly prevailing practices and to align with presentation used by the peer group companies, the management of the Company has reclassified Scrap Sales from head Other income to Other operating revenue under Revenue from Operations of Rs. 5.47 crores for the year ended March 31, 2023. Further, Company has reclassified Bank charges from head Finance cost to Other expenses of Rs. 1.42 crores for the year ended March 31, 2023.

The management believes that such reclassification does not have any material impact on information presented in the Statement of Profit and loss and in the balance sheet at the beginning of the preceding period. Accordingly, the Company has not presented third balance sheet in the financial statements/results.

49. The Company had entered into a Business Transfer Agreement ("BTA") with Ajmera Cements Private Limited ("Seller") on February 16, 2023 for the acquisition of assets located in the Junagarh district of Gujarat for a consideration of Rs. 27 crores. The said transaction has been completed during the current year and has been accounted in accordance with applicable accounting standard.

50. The Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software, except that audit trail feature is not enabled for (a) certain changes made using privileged/ administrative access rights to the SAP application and/or the underlying Hanna database, (b) For tables for depreciation keys, depreciation Area company codes in Assets accounting and (c) in respect of other software used by the Company to maintain payroll records. Wherever audit trail is enabled, no instance of audit trail feature being tampered with was noted in respect of above said software.

Notes to the Standalone Financial Statements

as at and for the year ended March 31, 2024 (INR in crores)

51. Exceptional Item

Exceptional item for the current year pertains to gain on the demerger of the Spinning Division (net of transaction cost and income tax on transaction cost) (refer Note 45B)

Exceptional item for the previous year pertains to the net profit realized on the Divestment of Home Textiles Business, after considering the Chargeback by Customers, Current Tax & Deferred Tax attributable to it (Refer note 45A).

52. Standards notified but not yet effective

There are no new standards that are notified, but not yet effective, upto the date of issuance of the Company's financial statements.

As per report of even date

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration No. 301003E/E300005

sd/-
per **Sanjay Vij**
Partner
Membership No. 095169

Place : New Delhi
Date: May 06, 2024

For and on behalf of Board of Directors of
GHCL Limited (CIN : L24100GJ1983PLC006513)

sd/-
Manoj Vaish
Director
DIN: 00157082

sd/-
R. S. Jalan
Managing Director
DIN: 00121260

sd/-
Raman Chopra
CFO & Executive
Director-Finance
DIN: 00954190

sd/-
Bhuwneshwar Mishra
Vice President- Sustainability
& Company Secretary
Membership No.: FCS 5330

Place : New Delhi
Date: May 06, 2024

Independent Auditor's Report

To the Members of GHCL Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of GHCL Limited including GHCL Employees Stock Option Trust (hereinafter referred to as "the Holding Company") and its subsidiary (the Holding Company and its subsidiary together referred to as "the Group") comprising of the consolidated Balance sheet as at March 31, 2024, the consolidated Statement of Profit and Loss, including other comprehensive income, the consolidated Cash Flow Statement and the consolidated Statement of Changes in Equity for the year then ended, and notes to the consolidated financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements and on the other financial information of the GHCL Employees Stock Option Trust , the aforesaid consolidated financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2024, their consolidated profit including other comprehensive loss, their consolidated cash flows and the consolidated statement of changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (SAs), as specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Consolidated Financial Statements' section of our report. We are independent of the Group in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Emphasis of Matter

We draw attention to note 45(b) to the consolidated financial statements, which indicates that the demerger has been accounted by the Holding Company in accordance with the sanctioned Scheme of Arrangement on the Appointed date i.e. April 01, 2023 being the date of filing of certified true copy of the National Company Law Tribunal order along with the sanctioned Scheme of Arrangement with the Registrar of Companies, instead of accounting for the demerger during the previous year ended March 31, 2023 since, as per applicable Indian Accounting Standards prescribed under Section 133 of the Act, the substantial conditions relating to transfer of demerged undertaking were met during the aforesaid previous year.

Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the financial year ended March 31, 2024. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matter described below to be the key audit matter to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the consolidated financial statements section of our report, including in relation to this matter. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying standalone financial statements.

Key audit matter	How our audit addressed the key audit matter
Accounting for demerger of Spinning Division <<Refer Note 45(B)>>	
During the current year, the Spinning division of the Company has been demerged into GHCL Textiles Limited pursuant to the Scheme of Arrangement ('Scheme'). The Company pursuant to the Scheme transferred net assets of Rs. 1,359.28 crores, recognized dividend payable of Rs. 1,597.28 crores and recorded exceptional item of Rs. 219.28 crores (net of transaction cost and income tax on transaction cost). The accounting of the demerger has a significant impact on assets, liabilities, income, expense and reserves. Considering the requirements of the accounting treatment prescribed in the Scheme and the applicable accounting standards, the Company has recorded accounting entries to give effect to the Scheme on the appointed date i.e. April 01, 2023 (date of filing of certified order of NCLT with ROC). Demerger is a significant non-routine transaction and determination of fair values of assets and liabilities for the purposes of accounting involves significant judgments and estimates which are sensitive to underlying assumptions especially those relating to forecast of future cash flows, growth rate, weighted average cost of capital and discount rates. These judgements/ estimates could have an impact on the recognition of the amount of dividend payable and the amount of gain recognised in the financial statements. Considering the magnitude of the transaction and the judgements/ estimates involved as stated above, the accounting and determination of fair value has been considered a key audit matter.	Our audit procedures included the following: - • Read and assessed the sanctioned Scheme of Arrangement. • Evaluated the accounting treatment followed by the management considering accounting principles prescribed in the Scheme and the requirements of the applicable accounting standards. • Obtained and tested the management's working for identification of the assets and liabilities transferred to the resulting company and the amounts therein. • Obtained the report of the management's expert for determination of fair value of assets transferred. Evaluated the competence and objectivity of the management's expert. • Obtained and assessed the projections and performed sensitivity analysis on the underlying fair valuation. • Involved valuation specialist to evaluate the methodology and key assumptions considered by management to determine the fair value. • Evaluated the adequacy of disclosures as per the applicable accounting standards.

Information other than the Financial Statements and Auditor's Report thereon

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report, but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the consolidated financial statements, or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive loss, consolidated cash flows and consolidated statement of changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of their respective companies and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of their respective companies to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of their respective companies.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial statements/information of the entities or business activities within the Group of which we are the independent auditors and whose financial information we have audited, to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entity included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements for the financial year ended March 31, 2024 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

(a) We did not audit the financial statements and other financial information of GHCL Employees Stock Option Trust included in the accompanying consolidated financial statements of the Group whose financial statements and other financial information reflect total assets of Rs. 7.06 crores as at March 31, 2024 and the total revenues of Rs.0.82 crores and net cash inflows of Rs. 0.00 crores for the year ended on that date. The financial statements/information of GHCL Employees Stock Option Trust has been audited by the other auditor whose financial statements, other financial information and auditors report have been furnished to us by the management and our opinion in so far as it relates to the amounts and disclosures included in respect of GHCL Employees Stock Option Trust, is based solely on the report of such auditor.

(b) The accompanying consolidated financial statements include unaudited financial statements and other unaudited financial information in respect of one subsidiary, whose financial statements and other financial information reflect total assets of Rs.8.45 crores as at March 31, 2024, and total revenues of Rs.0.54 crores and net cash inflows of Rs. 0.09 crores for the year ended on that date. These unaudited financial statements and other unaudited financial information have been furnished to us by the management. Our opinion, in so far as it relates to amounts and disclosures included in respect of this subsidiary, and our report in terms of Sub-Section (3) of Section 143 of the Act in so far as it relates to the aforesaid subsidiary, is based solely on such unaudited financial statements and other unaudited financial information. In our opinion and according to the information and explanations given to us by the Management, these financial statements and other financial information are not material to the Group.

Our opinion above on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements and other financial information certified by the Management.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of Sub-Section (11) of Section 143 of the Act, based on our audit of Holding Company, we give in the "**Annexure 1**" a statement on the matters specified in paragraph 3(xxi) of the Order. The Order is not applicable to GHCL Employees Stock Option Trust and subsidiary company.

2. Section 143(3) of the Act is not applicable to GHCL Employees Stock Option Trust and subsidiary company. As required by Section 143(3) of the Act, we report, to the extent applicable, that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements;

   (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidation of the financial statements have been kept so far as it appears from our examination of those books except for the matters stated in the paragraph (i)(vi) below on reporting under Rule 11(g);

   (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated financial statements;

   (d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

   (e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2024 taken on record by the Board of Directors of the Holding Company, none of the directors of the Holding Company, is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164 (2) of the Act;

(f) The modification relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph (b) above on reporting under Section 143(3)(b) and paragraph (i)(vi) below on reporting under Rule 11(g);

(g) With respect to the adequacy of the internal financial controls with reference to consolidated financial statements of the Holding Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure 2**" to this report;

(h) In our opinion, the managerial remuneration for the year ended March 31, 2024 has been paid / provided by the Holding Company to their directors in accordance with the provisions of Section 197 read with Schedule V to the Act;

(i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

i. The consolidated financial statements disclose the impact of pending litigations on its consolidated financial position of the Group, in its consolidated financial statements – Refer Note 35 to the consolidated financial statements;

ii. The Group, not have any material foreseeable losses in long-term contracts including derivative contracts during the year ended March 31, 2024;

iii. Following are the instances of delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company during the year ended March 31, 2024:

Date of Payment	Amount Involved (Rs. in crores)	Number of Days' Delay
December 05, 2023	0.66	106

iv. (a) The management of the Holding Company whose financial statements have been audited under the Act have represented to us that to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management of the Holding Company whose financial statements have been audited under the Act have represented to us that, to the best of its knowledge and belief, no funds have been received by the respective Holding Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us, nothing has come to our or other auditor's notice that has caused us or the other auditors to believe that the representations under sub-clause (a) and (b) contain any material mis-statement.

v. The final dividend paid by the Holding Company during the year in respect of the same declared for the previous year is in accordance with Section 123 of the Act to the extent it applies to payment of dividend.

As stated in note 15 to the consolidated financial statements, the Board of Directors of the Holding Company have proposed final dividend for the year which is subject to the approval of the members of the respective companies at the respective ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

vi. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software except that, audit trail feature is not enabled for (a) certain changes made using privileged/ administrative access rights; (b) certain other tables relating to property, plant and equipment and (c) in respect of other software used by the Company to maintain payroll records, as described in note 51 to the financial statements. Wherever audit trail is enabled, during the course of our audit, we did not come across any instance of audit trail feature being tampered with in respect of abovesaid software .

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

sd/-
per **Sanjay Vij**
Partner
Membership Number: 095169
UDIN: 24095169BKFNCM7708
Place of Signature: New Delhi
Date: May 06, 2024

Annexure 1

referred to in paragraph under the heading "Report on other legal and regulatory requirements" of our report of even date

Re: GHCL Limited ("the Holding Company")

In terms of the information and explanations sought by us and given by the Group and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

(xxi) Qualifications or adverse remarks by the auditors of the Holding company in the Companies (Auditors Report) Order (CARO) reports of the companies included in the consolidated financial statements are:

Sr. No.	Name of the entity	CIN	Holding/ Subsidiary	Clause number of the CARO report which is unfavourable or qualified or adverse	Remarks
1	GHCL Limited	L24100GJ1983PLC006513	Holding Company	Clause (vii)(a)	Clause (vii)(a) - Undisputed statutory dues have generally been regularly deposited with the appropriate authorities though there has been a slight delay in a few cases in respect of tax deducted at source.

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

sd/-
per **Sanjay Vij**
Partner
Membership Number: 095169
UDIN: 24095169BKFNCM7708
Place of Signature: New Delhi
Date: May 06, 2024

Annexure 2

the Independent Auditor's Report of even date on the Consolidated Financial Statements of GHCL LIMITED

Report on the Internal Financial Controls under Clause (i) of Sub-Section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the consolidated financial statements of GHCL Limited (hereinafter referred to as the "Holding Company") as of and for the year ended March 31, 2024, we have audited the internal financial controls with reference to consolidated financial statements of the Holding Company , as of that date.

Management's Responsibility for Internal Financial Controls

The Board of Directors of the Holding Company are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Holding Company's internal financial controls with reference to consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, specified under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both, issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls with reference to consolidated financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements.

Meaning of Internal Financial Controls With Reference to Consolidated Financial Statements

A company's internal financial control with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to consolidated financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls With Reference to Consolidated Financial Statements

Because of the inherent limitations of internal financial controls with reference to consolidated financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to consolidated financial statements to future periods are subject to the risk that the internal financial controls with reference to consolidated financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Group, which are companies incorporated in India, have, maintained in all material respects, adequate internal financial controls with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at March 31,2024, based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

sd/-
per **Sanjay Vij**
Partner
Membership Number: 095169
UDIN: 24095169BKFNCM7708
Place of Signature: New Delhi
Date: May 06, 2024

Consolidated Balance Sheet

as at March 31, 2024 (INR in crores)

Particulars	Note No.	As at March 31, 2024	As at March 31, 2023
I. Assets			
(1) Non-current assets			
(a) Property, plant and equipment	3	1,810.37	1,718.92
(b) Capital work-in-progress	3	54.82	108.55
(c) Intangible assets	4	21.56	1.84
(d) Right-of-use assets	34	9.72	10.68
(e) Financial assets			
(i) Investments	5	13.90	14.96
(ii) Loans	6A	0.86	8.99
(iii) Other non-current financial assets	6B	19.14	16.27
(f) Non current tax assets (net)	12	26.62	24.02
(g) Other-non current assets	7	33.15	71.88
Total non-current assets		**1,990.14**	**1,976.11**
(2) Current assets			
(a) Inventories	8	651.07	772.33
(b) Financial assets			
(i) Investments	5	406.51	364.84
(ii) Trade receivables	9	179.83	218.41
(iii) Cash and cash equivalents	10A	48.73	123.40
(iv) Bank balances other than cash and cash equivalents	10B	442.77	16.37
(v) Loans	11A	9.26	1.35
(vi) Derivative instruments	11B	0.25	-
(vii) Other current financial asset	11C	5.24	11.89
(c) Other current assets	13	35.76	30.85
Total current assets		**1,779.42**	**1,539.44**
Assets held for sale and discontinued operations	45	-	1,617.86
Total assets		**3,769.56**	**5,133.41**
II. Equity and liabilities			
Equity			
(a) Equity share capital	14	95.72	95.59
(b) Other equity	15	2,882.77	3,860.18
Total equity		**2,978.49**	**3,955.77**
Liabilities			
(1) Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	16A	114.97	242.62
(ii) Lease liabilities	34	11.30	12.49
(b) Provisions	17A	5.84	5.77
(c) Deferred tax liabilities (net)	12	245.11	243.50
Total non- current liabilities		**377.22**	**504.38**
(2) Current liabilities			
(a) Financial liabilities			
(i) Borrowings	16B	81.74	104.90
(ii) Lease liabilities	34	2.07	1.35
(iii) Trade payables		-	
(a) Total outstanding dues of micro enterprises and small enterprises	18	34.93	36.91
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	18	185.50	192.66
(iv) Derivative instruments	19A	-	3.58
(v) Other current financial liabilities	19B	36.83	25.82
(b) Other current liabilities			
(i) Contract liabilities	21.2	3.31	2.68
(ii) Other current liabilities	20	56.97	34.71
(c) Provisions	17B	12.50	12.06
Total current liabilities		**413.85**	**414.67**
Liabilities directly associated with the assets held for sale and discontinued operations		-	258.59
liabilities		**791.07**	**1,177.64**
Total equity and liabilities		**3,769.56**	**5,133.41**

The accompanying notes are Integral part of the consolidated financial statements.

As per report of even date

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration No. 301003E/E300005

sd/-
per **Sanjay Vij**
Partner
Membership No. 095169

Place : New Delhi
Date: May 06, 2024

For and on behalf of Board of Directors of

GHCL Limited (CIN : L24100GJ1983PLC006513)

sd/-
Manoj Vaish
Director
DIN: 00157082

sd/-
R. S. Jalan
Managing Director
DIN: 00121260

sd/-
Raman Chopra
CFO & Executive
Director-Finance
DIN: 00954190

sd/-
Bhuwneshwar Mishra
Vice President- Sustainability
& Company Secretary
Membership No.: FCS 5330

Place : New Delhi
Date: May 06, 2024

Consolidated Statement of Profit and Loss

for the year ended March 31, 2024 (INR in crores)

Particulars	Note No.	For the year ended March 31, 2024	For the year ended March 31, 2023
Income from continuing operations			
Revenue from operations	21	3,446.54	4,550.89
Other income	22	52.28	33.64
Total Income		**3,498.82**	**4,584.53**
Expenses from continuing operations			
Cost of raw materials consumed	23	1,101.19	1,281.91
Purchase of stock in trade		216.28	323.09
(Increase)/ decrease in inventories of finished goods, stock-in-trade and work-in-progress	24	(31.83)	(12.18)
Power, fuel and water		690.34	854.62
Employee benefit expenses	25	112.13	134.07
Finance costs	26	25.47	37.25
Depreciation and amortization expense	27	102.10	94.22
Other expenses	28	510.97	484.28
Total expenses		**2,726.65**	**3,197.26**
Profit before exceptional items and tax from continuing operations		**772.17**	**1,387.27**
Exceptional items gain	52	219.29	75.73
Profit before tax from continuing operations		**991.46**	**1,463.00**
Tax expense from continuing operations:	12		
Current tax		191.74	353.65
Tax adjustment of earlier years		(0.36)	(0.62)
Deferred tax charge/(credit)		6.18	(5.83)
Total tax expense		**197.56**	**347.20**
Profit for the year from continuing operations		**793.90**	**1,115.80**
Profit before tax for the year from discontinued operations	45	-	33.37
Tax Expense of discontinued operations		-	(7.60)
Profit for the year from discontinued operations		-	25.77
Profit for the year		**793.90**	**1,141.57**
Other comprehensive income			
Items that will not be reclassified to profit or loss in subsequent years			
Re-measurement Gain/(Loss) on defined benefit plans		1.24	(3.90)
Income tax effect		(0.31)	0.98
Re-measurement (loss) on investment in equity shares		(1.06)	(0.21)
Income tax effect		0.12	(0.48)
Items to be reclassified to profit or loss in subsequent periods:			
Exchange differences on translation of foreign operations		0.12	(0.56)
Net other comprehensive income not to be reclassified to profit or loss in subsequent years	29	**0.11**	**(4.17)**
Total comprehensive income for the year, net of tax		**794.01**	**1,137.40**
Profit from Continuing Operations attributable to:			
Owners of the Company		793.90	1,115.80
Non-controlling interest		-	-
Profit from Discontinued Operations attributable to:			
Owners of the Company		-	25.77
Non-controlling interest		-	-
Profit for the year attributable to :			
Owners of the Company		793.90	1,141.57
Non-controlling interest		-	-
Other comprehensive income/ loss for the year attributable to :			
Owners of the Company		0.11	(4.17)
Non-controlling interest		-	-
Total comprehensive income for the year attributable to:			
Owners of the Company		794.01	1,137.40
Non controlling interest		-	-
Earnings per share for continuing operations per equity share nominal value of shares INR 10 each (Previous year INR 10 each)	30		
Basic (INR)		83.43	117.35
Diluted (INR)		83.33	117.35
Earnings per share for discontinued operations per equity share nominal value of shares INR 10 each (Previous year INR 10 each)			
Basic (INR)		-	2.71
Diluted (INR)		-	2.71
Earnings per share for continuing and discontinued operations per equity share nominal value of shares INR 10 each (Previous year INR 10 each)			
Basic (INR)		83.43	120.06
Diluted (INR)		83.33	120.06

The accompanying notes are Integral part of the consolidated financial statements.

As per report of even date

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration No. 301003E/E300005

sd/-
per **Sanjay Vij**
Partner
Membership No. 095169

Place : New Delhi
Date: May 06, 2024

For and on behalf of Board of Directors of

GHCL Limited (CIN : L24100GJ1983PLC006513)

sd/-
Manoj Vaish
Director
DIN: 00157082

sd/-
R. S. Jalan
Managing Director
DIN: 00121260

sd/-
Raman Chopra
CFO & Executive Director-Finance
DIN: 00954190

sd/-
Bhuwneshwar Mishra
Vice President- Sustainability & Company Secretary
Membership No.: FCS 5330

Place : New Delhi
Date: May 06, 2024

Consolidated Statement of Cash Flows

for the year ended March 31, 2024 (INR in crores)

Particulars	For the year ended March 31, 2024 Audited	For the year ended March 31, 2023 Audited
Operating activities		
Profit before tax from continuing operations (after exceptional item and exchange fluctuations)	991.57	1,463.00
Profit before tax from discontinued operations	-	33.37
Adjustments to reconcile profit before tax to net cash flows:		
Depreciation and amortisation expense	102.10	134.56
(Gain) on fair valuation/sale of investments (net)	(32.02)	(16.76)
Exceptional (gain) on demerger of spinning division and tax on transaction costnd tax on transaction cost/sale of Home Textiles Business	(244.29)	-
Loss on sales/discard of property, plant and equipment and assets held for sales (net)	1.96	16.29
Exceptional (gain) on sale of Home Textiles Business	-	(79.78)
Provision for Doubtful Debts	-	(0.19)
Interest (income)	(14.62)	(1.97)
Finance costs	23.91	46.51
Dividend (income)	(0.18)	(0.13)
Employees share based payments	1.21	13.29
Unrealised exchange (gain)/loss	(3.66)	2.25
Operating profit before working capital changes	**825.98**	**1,610.44**
Changes in working capital		
Adjustments for (Increase)/decrease in Operating assets:		
Trade receivables	38.70	(65.63)
Inventories	121.26	(191.04)
Other current financial assets	10.09	(10.66)
Other current assets	(3.67)	36.43
Non-current financial assets	(0.13)	(7.39)
Other non-current assets	(2.86)	(4.73)
Adjustments for Increase/(decrease) in Operating liabilities:		
Contract liabilities	0.63	(0.59)
Trade payables	(22.79)	(68.02)
Other current financial liabilities	(0.51)	(0.04)
Other current liabilities	22.26	(7.26)
Provisions	0.51	7.89
Cash generated from operations	**989.47**	**1,299.40**
Income tax paid (net)	(192.44)	(443.24)
Net cash generated from operating activities (A)	**797.03**	**856.16**
Cash flow from investing activities		
Payment for purchase of Property, plant and equipment, capital work in progress and intangible assets	(106.50)	(357.56)
Proceeds from sale of Property, plant and equipment	0.04	7.58
Proceeds from sale of Home textile Business	-	293.27
Proceeds from sales of current investments	2,436.37	3347.27
Purchase of current investments	(2,446.02)	(3,695.21)
Bank deposit not considered as cash and cash equivalents matured	10.63	4.75
Bank deposit not considered as cash and cash equivalents placed	(439.47)	(10.96)
Interest received	10.73	1.97
Dividend received	0.18	0.13
Net cash flow (used in)/generated from investing activities (B)	**(534.04)**	**(408.76)**

Consolidated Statement of Cash Flows

for the year ended March 31, 2024 (INR in crores)

Particulars	For the year ended March 31, 2024 Audited	For the year ended March 31, 2023 Audited
Cash flow from financing activities		
Proceeds from issue of equity shares (including securities premium)	5.15	3.53
Dividend paid	(166.46)	(142.68)
Repayment of long-term borrowings	(151.16)	(135.68)
Repayment of short-term borrowings (net)	-	(206.72)
Payment of lease liabilities	(1.63)	(3.71)
Interest paid on lease liabilities	(1.40)	-
Interest paid	(22.17)	(44.69)
Net cash used in financing activities (C)	**(337.67)**	**(529.96)**
Net (decrease) in cash and cash equivalents (A+B+C)	**(74.67)**	**(82.54)**
Add: Cash and cash equivalents at the beginning of the year	160.63	243.75
Less: Cash and cash equivalents transferred pursuant to Scheme of Arrangement (refer note 45B)	(37.23)	-
Cash and cash equivalents at the end of the year/period	**48.73**	**161.21**
Components of cash and cash equivalents		
Cash on hand	0.08	0.10
Balances with banks:		
- On current accounts	48.65	50.86
- Deposits with original maturity of less than three months	-	110.25
Total cash and cash equivalents	**48.73**	**161.21**

Notes:

1. The cash flow statement has been prepared under the indirect method as set out in the Ind AS 7 "Statement of Cash Flows".

2. Refer Note 10 for Change in liabilities arising from financing activities and for non-cash financing and investing activities.

The accompanying notes are Integral part of the consolidated financial statements.

As per report of even date

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration No. 301003E/E300005

sd/-
per **Sanjay Vij**
Partner
Membership No. 095169

Place : New Delhi
Date: May 06, 2024

For and on behalf of Board of Directors of

GHCL Limited (CIN : L24100GJ1983PLC006513)

sd/-
Manoj Vaish
Director
DIN: 00157082

sd/-
R. S. Jalan
Managing Director
DIN: 00121260

sd/-
Raman Chopra
CFO & Executive
Director-Finance
DIN: 00954190

sd/-
Bhuwneshwar Mishra
Vice President- Sustainability
& Company Secretary
Membership No.: FCS 5330

Place : New Delhi
Date: May 06, 2024

Consolidated Statement of Changes in Equity

for the year ended March 31, 2024 (INR in crores except share related data)

A. Equity Share Capital

For the year ended Mar 31, 2024

Equity Shares of INR 10 each issued, subscribed and fully paid up

Particulars	Number of shares	Amount
As at April 01, 2023	9,55,85,786	95.59
Changes in share capital ESOS issued during the year (December 27, 2023)	1,38,200	0.13
Balance as at March 31, 2024	**9,57,23,986**	**95.72**

For the year ended March 31, 2023

Equity Shares of INR 10 each issued, subscribed and fully paid up

Particulars	Number of shares	Amount
As at April 01, 2022	9,53,50,786	95.35
Changes in share capital ESOS issued during the year (May 30,2022)	2,35,000	0.24
Balance as at March 31, 2023	**9,55,85,786**	**95.59**

B. Other Equity

Particulars	Reserves and Surplus (Refer note 15)									
	Capital reserve (Refer note 15A)	Capital redemption reserve (Refer note 15B)	Securities premium (Refer note 15C)	Retained earnings (Refer note 15D)	Share based payment reserve (Refer note 15E)	Treasury shares (Refer note 15F)	General reserve (Refer note 15G)	FVTOCI Reserve (Refer note 15H)	Foreign currency translation reserve (Refer note 15I)	Total
As at April 01, 2022	**7.57**	**16.36**	**10.69**	**2,795.38**	**5.48**	**-**	**5.45**	**13.61**	**(0.33)**	**2,854.20**
Profit for the year	-	-	-	1,141.57	-	-	-	-	-	1,141.57
Reserve created on account of ESOS issued during the year	-	-	7.58	-	(4.25)	-	-	-	-	3.33
Share based payments (Refer note 25)	-	-	-	-	13.29	-	-	-	-	13.29
Treasury shares acquired by GHCL Employees Stock Option Trust	-	-	-	-	-	(5.35)	-	-	-	(5.35)
Dividend paid	-	-	-	(142.68)	-	-	-	-	-	(142.68)
Other comprehensive loss for the year, net of tax (Refer note 29)	-	-	-	(2.92)	-	-	-	(0.69)	(0.56)	(4.17)

Consolidated Statement of Changes in Equity

for the year ended March 31, 2024

Particulars	Reserves and Surplus (Refer note 15)									Total
	Capital reserve (Refer note 15A)	Capital redemption reserve (Refer note 15B)	Securities premium (Refer note 15C)	Retained earnings (Refer note 15D)	Share based payment reserve (Refer note 15E)	Treasury shares (Refer note 15F)	General reserve (Refer note 15G)	FVTOCI Reserve (Refer note 15H)	Foreign currency translation reserve (Refer note 15I)	
Balance as at March 31, 2023	**7.57**	**16.36**	**18.27**	**3,791.35**	**14.52**	**(5.35)**	**5.45**	**12.92**	**(0.89)**	**3,860.18**
Profit for the year	-	-	-	793.90	-	-	-	-	-	793.90
Reserve created on account of ESOS issued during the year	-	-	7.79	-	(2.77)	-	-	-	-	5.02
Share based payments (Refer note 25)	-	-	-	-	1.21	-	-	-	-	1.21
Treasury shares acquired by GHCL Employees Stock Option Trust	-	-	-	-	-	-	-	-	-	-
Dividend on demerger (Refer Note 45)	-	-	-	(1,597.28)	-	-	-	-	-	(1,597.28)
Dividend paid	-	-	-	(166.46)	-	-	-	-	-	(166.46)
Other comprehensive income for the year, net of tax (Refer note 29)	-	-	-	0.93	-	-	-	(0.94)	0.12	0.11
Balance as at March 31, 2024	**7.57**	**16.36**	**26.06**	**2,808.55**	**12.96**	**(5.35)**	**5.45**	**11.98**	**(0.78)**	**2,882.77**

The accompanying notes are Integral part of the consolidated financial statements.

As per report of even date

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration No. 301003E/E300005

sd/-
per **Sanjay Vij**
Partner
Membership No. 095169

Place : New Delhi
Date: May 06, 2024

For and on behalf of Board of Directors of

GHCL Limited (CIN : L24100GJ1983PLC006513)

sd/-
Manoj Vaish
Director
DIN: 00157082

sd/-
R. S. Jalan
Managing Director
DIN: 00121260

sd/-
Raman Chopra
CFO & Executive
Director-Finance
DIN: 00954190

sd/-
Bhuwneshwar Mishra
Vice President- Sustainability
& Company Secretary
Membership No.: FCS 5330

Place : New Delhi
Date: May 06, 2024

Notes to the Consolidated Financial Statements

for the as at and year ended March 31, 2024
(INR in crores)

1. Corporate information

The consolidated financial statements comprise financial statements of GHCL Limited (GHCL) (CIN: L24100GJ1983PLC006513) and its subsidiaries (collectively, the Group) as at and for the year ended March 31, 2024. GHCL Limited ("GHCL" or the "Holding Company" or the "Parent") (CIN: L24100GJ1983PLC006513) is a public company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. Its shares are listed with the National Stock Exchange (NSE) and Bombay Stock Exchange (BSE). The registered office of the Holding Company is located at GHCL House, Opp. Punjabi Hall, Near Navrangpura Bus Stand, Navrangpura, Ahmedabad - 380 009, Gujarat.

The Group is engaged in the business of manufacturing and trading of Inorganic Chemicals (mainly the manufacture and sale of Soda Ash). Information on discontinued operations of the holding company is provided in Note 45.

Information on related party relationships of the Group is provided in Note 36.

The consolidated financial statements are approved for issue in accordance with a resolution of the Board of Directors on May 06, 2024

2 Material Accounting policies

2.1 Basis of preparation

The consolidated financial statements of the Group have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III)as applicable to the CFS.

The consolidated financial statements have been prepared on historical cost basis except for the following assets and liabilities that have been measured at fair value:

- Derivative financial instruments
- Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments),

The consolidated financial statements are presented in Indian Rupees (INR) and all values are recorded to the nearest crores (INR'00,00,000), except otherwise indicated.

The Group has prepared the financial statements on the basis that it will continue to operate as a going concern.

2.2 Basis of Consolidation

The consolidated financial statements comprise the financial statement of GHCL Limited and its subsidiaries as of March 31, 2024. Control is achieved when the Group is exposed or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

(i) Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)

(ii) Exposure, or rights, to variable returns from its involvement with the investee, and

(iii) The ability to use its power over the investee to affect its returns.

Generally, there is a presumption that majority voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

(i) The contractual arrangement with the other vote holders of the investee

(ii) Rights arising from other contractual arrangements

(iii) The Group's voting rights and potential voting rights

(iv) The size of the Group's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders.

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Notes to the Consolidated Financial Statements

for the as at and year ended March 31, 2024
(INR in crores)

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's financial statements in preparing the consolidated financial statements to ensure conformity with the Group's accounting policies.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent Group, i.e., year ended on 31 March. When the end of the reporting year of the parent is different from that of a subsidiary, the subsidiary prepares, for consolidation purposes, additional financial information as of the same date as the financial statements of the parent to enable the parent to consolidate the financial information of the subsidiary, unless it is impracticable to do so.

Consolidation Procedure:

a) Combine like items of assets, liabilities, equity, income, expenses, and cash flows of the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.

b) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary.

c) Eliminate in full intragroup assets and liabilities, equity, income, expenses, and cash flows relating to transactions between entities of the Group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full). Intra-group losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS - 12 "Income Taxes" applies to temporary differences that arise from the elimination of profits and losses resulting from intra Group transactions.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-Group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it

(i) Derecognises the assets (including goodwill) and liabilities of the subsidiary

(ii) Derecognises the carrying amount of any non-controlling interests

(iii) Derecognises the cumulative translation differences recorded in equity

(iv) Recognises the fair value of the consideration received

(v) Recognises the fair value of any investment retained

(vi) Recognises any surplus or deficit in profit or loss

(vii) Reclassifies the parent's share of components previously recognized in OCI to profit or loss or retained earnings, as appropriate, as would be required if the Group had directly disposed of the related assets or liabilities

(d) Change in ownership interest

The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with the equity owners of the Group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interest to reflect their relative interest in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognized within equity.

Notes to the Consolidated Financial Statements

for the as at and year ended March 31, 2024

(INR in crores)

2.3 Summary of material accounting policies

a) Current versus non-current classification

Based on the time involved between the acquisition of assets for processing and their realization in cash and cash equivalents, the Group has identified twelve months as its operating cycle for determining the current and non-current classification of assets and liabilities in the balance sheet.

b) Fair value measurement

The Group measures financial instruments, at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible to/by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their best economic interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting year.

External valuers are involved for valuation of significant assets and significant liabilities.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

- Disclosures for valuation methods, significant estimates and assumptions (Note 31)
- Financial instruments (including those carried at amortised cost) (Note 39)
- Quantitative disclosure of Fair Value hierarchy (Note 39A)

c) Revenue from Contracts with Customers

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods. The Group has generally concluded that it is the principal in its revenue arrangements, because it typically controls the goods or services before transferring them to the customer.

Notes to the Consolidated Financial Statements

for the as at and year ended March 31, 2024
(INR in crores)

The disclosures of significant accounting judgments, estimates and assumptions relating to revenue from contracts with customers are provided in Note 31.

Sale of goods

Revenue from the sale of goods is recognised when control of the goods is transferred at a point in time i.e. when the goods have been delivered to the specific location (delivery). Following delivery, the customer has full discretion over the responsibility, manner of distribution, price to sell the goods and bears the risks of obsolescence and loss in relation to the goods. A receivable is recognised by the Group when the goods are delivered to the customer as this represents the point in time at which the right to consideration becomes unconditional, as only the passage of time is required before payment is due. The average payment terms range between 15 – 60 days. In determining the transaction price for the sale of goods, the Group considers the effects of variable consideration, the existence of significant financing components.

Variable consideration

If the consideration in a contract includes a variable amount the Group estimates the amount of consideration to which it will be entitled in exchange for transferring the goods to the customer. The variable consideration is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved. The Group recognizes changes in the estimated amount of variable consideration in the year in which the change occurs. Some contracts for the sale of goods provide customers with a right of return the goods within a specified period, volume rebates and pricing incentives, which give rise to variable consideration. The Group provides retrospective volume rebates and pricing incentives to certain customers once the quantity of products purchased during the year exceeds a threshold specified in the contract. Rebates are offset against amounts payable by the customer. To estimate the variable consideration for the expected future rebates, the Group applies the most likely amount method for contracts with a single-volume threshold and the expected value method for contracts with more than one volume threshold. The selected method that best predicts the amount of variable consideration is primarily driven by the number of volume thresholds contained in the contract. The Group then applies the requirements on constraining estimates of variable consideration and recognises a liability for the expected future rebates.

The disclosures of significant estimates and assumptions relating to the estimation of variable consideration for volume rebates are provided in Note 31

Financing component

The Group applies the practical expedient for short-term advances received from customers. That is, the promised amount of consideration is not adjusted for the effects of a significant financing component if the period between the transfer of the promised good and the payment is one year or less.

Contract balances

Trade receivables

A receivable is recognised if an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section (p) Financial instruments – initial recognition and subsequent measurement.

Contract liabilities

A contract liability is recognised if a payment is received or a payment is due (whichever is earlier) from a customer before the Group transfers the related goods or services. Contract liabilities are recognised as revenue when the Group performs under the contract (i.e., transfers control of the related goods or services to the customer).

Cost to obtain a contract

The Group pays sales commission to its selling agents for each contract that they obtain for the Group. The Group applies the optional practical expedient to immediately expense costs to obtain a contract if amortisation year would have been recognised is one year or less. As such, sales commissions are immediately recognised as an expense and included as part of Other Expenses. Costs to fulfil a contract i.e. freight, insurance and other selling

Notes to the Consolidated Financial Statements

for the as at and year ended March 31, 2024

(INR in crores)

expenses are recognized as an expense in the year in which related revenue is recognised.

d) Other revenue streams

Export Benefits

Export entitlements in the form of Remissions of Duties and Taxes on Exported Products (RoDTEP), Duty Drawback Scheme, Merchandise Export Incentive Scheme and Rebate of State and Central Taxes and Levies (ROSCTL) are recognised in the statement of profit and loss when the right to receive credit as per the terms of the scheme is established in respect of exports made and when there is no significant uncertainty regarding the ultimate collection of the relevant export proceeds.

Dividend

Dividend on financial assets is recognised when the Group's right to receive the payment is established i.e. when it is probable that the economic benefit associated with the dividend will flow to the entity.

Interest income

For all debt instruments measured either at amortized cost or interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter year, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Group estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses. Interest income is included in finance income in the statement of profit and loss.

Scrap Sales

Income from Sale of Scrap is recognized at the point in time when control of assets is transferred to the customer.

Insurance Claims

Insurance claims are recognized when there exists no significant uncertainty with regards to the amount to be realised and ultimate collection thereof.

e) Taxes

Tax expense comprises current tax expense and deferred tax.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in accordance with the Income Tax Act, 1961.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in Other comprehensive income (OCI) or directly in equity.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment. The Group shall reflect the effect of uncertainty for each uncertain tax treatment by using either most likely method or expected value method, depending on which method predicts better resolution of the treatment.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

When the deferred tax liability arises on an asset or liability in a transaction that is not a business

Notes to the Consolidated Financial Statements

for the as at and year ended March 31, 2024
(INR in crores)

combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary difference, and the carry forward of unused tax credits and unused tax losses can be utilized, except:

When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

The Group offsets deferred tax assets and deferred tax liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future year in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

Goods and Service tax paid on acquisition of assets or on incurring expenses

Expenses and assets are recognised net of the amount of sales/ value added taxes paid, except:

- When the tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, the tax paid is recognised as part of the cost of acquisition of the asset or as part of the expense item, as applicable
- When receivables and payables are stated with the amount of tax included
- The net amount of tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet.

f) Property, plant and equipment

Capital work in progress is stated at cost, net of accumulated impairment loss, if any. Plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Items such as spare parts, stand-by equipment and servicing equipment are recognized as property, plant and equipment when they meet the definition of property, plant and equipment. Otherwise, such items are classified as inventory. When significant parts of plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. Such cost includes the cost of replacing part of the plant and equipment and borrowing cost for long term construction projects if the recognition criteria are met. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in Statement of profit or loss as incurred.

The present value of the expected cost for the decommissioning of an asset after its use is included

Notes to the Consolidated Financial Statements

for the as at and year ended March 31, 2024
(INR in crores)

in the cost of the respective asset if the recognition criteria for a provision are met.

Depreciation on tangible assets is provided on the straight-line method over the useful lives of assets estimated by the management. Depreciation for assets purchased/ sold during a year is proportionately charged. Leases relating to land are amortized equally over the year of lease. Leased mines are depreciated over the estimated useful life of the mine or lease year, whichever is lower. The Management estimates the useful lives for the fixed assets, except lease mines and leasehold land, as follows:

Particulars	Life considered
Buildings	30/60 years
Roads (Included under buildings)	10 years
Plant & Equipment (other than electrical installations)	5 to 25 years*
Electrical Installations and Equipment (included in plant & equipment)	10 years
End user devices, such as, desktops, laptops, etc. (included under office equipments)	3 years
Servers and networks (included under office equipments)	6 years
Office Equipments	5 years
Furniture & Fixture	10 years
Salt Works & Reservoirs	5 years
Vehicles	8 to 10 years
Wind Turbine	22 years
Solar Power	22 years

* For these class of assets, based on internal assessment, the management believes that the useful lives as given above best represent the year over which management expects to use these assets. Hence the useful lives for these assets is different from the useful lives as prescribed under Part C of Schedule II of the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the year over which the assets are likely to be used.

The residual values, useful lives and methods of depreciation of property, plant and equipments are reviewed at each financial year-end and adjusted prospectively if appropriate.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

g) Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation year and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting year. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation year or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Intangible assets comprising of computer software and trademark with finite useful life are amortised on straight line basis over estimated useful life of three years.

An intangible asset is derecognised upon disposal (i.e. at the date the recipient obtains control) or when no future economic benefits are expected from its use or disposal. Any gain or loss arising upon derecognition of an intangible asset are calculated as the difference between the net disposal proceeds and the carrying amount of the asset and is included in the statement of profit and loss when the asset is derecognised.

h) Non-current Asset held for sale and discontinued operations

The Group classifies non-current assets as held for sale if their carrying amounts will be recovered principally

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through a sale rather than through continuing use. Actions required to complete the sale should indicate that it is unlikely that significant changes to the sale will be made or that the decision to sell will be withdrawn. Management must be committed to the sale expected within one year from the date of classification.

For these purposes, sale transactions include exchanges of non-current assets for other non-current assets when the exchange has commercial substance. The criteria for held for sale classification is regarded met only when the assets is available for immediate sale in its present condition, subject only to terms that are usual and customary for sales of such assets, its sale is highly probable; and it will genuinely be sold, not abandoned. The Group treats sale of the asset to be highly probable when:

- The appropriate level of management is committed to a plan to sell the asset,
- An active programme to locate a buyer and complete the plan has been initiated (if applicable),
- The asset is being actively marketed for sale at a price that is reasonable in relation to its current fair value,
- The sale is expected to qualify for recognition as a completed sale within one year from the date of classification, and
- Actions required to complete the plan indicate that it is unlikely that significant changes to the plan will be made or that the plan will be withdrawn.

Non-current assets held for sale are measured at the lower of their carrying amount and the fair value less costs to sell. Costs to sell are the incremental costs directly attributable to the disposal of an asset, excluding finance costs and income tax expense. Assets and liabilities classified as held for sale are presented separately in the balance sheet.

Property, plant and equipment and intangible assets once classified as held for sale are not depreciated or amortised.

Discontinued operations are excluded from the results of continuing operations and are presented as a single amount as profit or loss after tax from discontinued operations in the Statement of Profit and Loss.

Basis of segregation into discontinued operations and additional disclosures in respect of discontinued operations are provided in note 45 to the financial statements.

l) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial year of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the year in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

j) Leases

The Group assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a year of time in exchange for consideration.

Group as a lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i) Right-of-use assets

- The Group recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made

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at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

- Buildings 1 to 9 years
- Salt Works 30 years

The right-of-use assets are also subject to impairment. Refer to the accounting policies in section (i) Impairment of non-financial assets.

ii) Lease Liabilities

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable and amounts expected to be paid under residual value guarantees. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the year in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments.

iii) Short-term leases and leases of low-value assets

The Group applies the short-term lease recognition exemption to its short-term leases of machinery and equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

k) Inventories

Inventories, except for Stores & Spares and Loose Tools, are stated at cost or net realizable value, whichever is lower

Costs incurred in bringing each product to its present location and condition are accounted for as follows:

- Raw materials: Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on a moving weighted average cost basis.
- Finished goods (Including goods in transit) & Work in progress: Cost includes material cost, cost of conversion, depreciation, other overheads to the extent applicable. Cost is determined on weighted average cost basis.
- Stock in trade: Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.
- Stores and spares: are stated at cost less provision, if any, for obsolescence. Cost is determined on moving weighted average cost basis and cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition.

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Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

l) Impairment of non-financial assets

The Group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Group's assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators

The Group bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Group's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of three years. For longer years, a long-term growth rate is calculated and applied to project future cash flows after the third year. To estimate cash flow projections beyond years covered by the most recent budgets/ forecasts, the Group extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country or countries in which the entity operates, or for the market in which the asset is used.

Impairment losses of continuing operations, including impairment on inventories, are recognised in profit and loss section of the statement of profit and loss, except for properties previously revalued with the revaluation taken to OCI.

An assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years Such reversal is recognised in the statement of profit and loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

m) Provisions

General

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Group expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Provision for mines restoration

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The Group has recognised a provision for mines restoration based on its best estimates. In determining the fair value of the provision, assumptions and estimates are made in relation to the expected future inflation rates, discount rate, expected cost of restoration of mines, expected balance of reserves available in mines and the expected life of mines.

Decommissioning liability

The present value of the expected cost for the decommissioning of an asset after its use and leasehold improvements on termination of lease is included in the cost of the respective asset if the recognition criteria for a provision are met. The Parent records a provision for decommissioning costs of its plant for manufacturing of Soda Ash and leasehold improvements at the leasehold land. Decommissioning costs are provided at the present value of expected costs to settle the obligation using estimated cash flows and are recognised as part of the cost of the particular asset. The cash flows are discounted at a current pre-tax rate that reflects the risks specific to the decommissioning liability. The unwinding of the discount is expensed as incurred and recognised in the statement of profit and loss as a finance cost. The estimated future costs of decommissioning are reviewed annually and adjusted as appropriate. Changes in the estimated future costs or in the discount rate applied are added to or deducted from the cost of the asset.

The impact of climate-related matters on remediation of environmental damage is considered with determining the decommissioning liability on the manufacturing facility.

Onerous Contracts

If the Group has a contract that is onerous, the present obligation under the contract is recognised and measured as a provision. However, before a separate provision for an onerous contract is established, the Group recognises any impairment loss that has occurred on assets dedicated to that contract. An onerous contract is a contract under which the unavoidable costs (i.e., the costs that the Group cannot avoid because it has the contract) of meeting the obligations under the contract exceed the economic benefits expected to be received under it. The unavoidable costs under a contract reflect the least net cost of exiting from the contract, which is the lower of the cost of fulfilling it and any compensation or penalties arising from failure to fulfil it. The cost of fulfilling a contract comprises the costs that relate directly to the contract (i.e., both incremental costs and an allocation of costs directly related to contract activities).

n) Gratuity and other post-employment benefits

Retirement benefit in the form of provident fund and superannuation fund is a defined contribution scheme. The Group has no obligation, other than the contribution payable to the provident fund and superannuation fund. The Group recognizes contribution payable to the provident fund and superannuation fund scheme as an expense, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

The Group operates a defined benefit gratuity plan, which requires contributions to be made to a separately administered fund. The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognised in profit or loss on the earlier of:

- The date of the plan amendment or curtailment, and

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- The date that the Group recognises related restructuring costs

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Group recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Group measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Group recognizes expected cost of short-term employee benefit as an expense, when an employee renders the related service.

The Group treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the reporting date. Actuarial gains/losses are immediately taken to the statement of profit and loss and are not deferred. The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer the settlement for at least twelve months after the reporting date.

o) Share-based payments

Employees (including senior executives) of the Group receive remuneration in the form of share-based payments, whereby employees render services as consideration for equity instruments (equity-settled transactions).

Equity-settled transactions

The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model.

That cost is recognised, together with a corresponding increase in share-based payment (SBP) reserves in equity, in the year in which the performance and/or service conditions are fulfilled in employee benefits expense. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Group's best estimate of the number of equity instruments that will ultimately vest. The expense or credit in the statement of profit and loss for a year represents the movement in cumulative expense recognised as at the beginning and end of that year and is recognised in employee benefits expense.

Service and non-market performance conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the Group's best estimate of the number of equity instruments that will ultimately vest. Market performance conditions are reflected within the grant date fair value. Any other conditions attached to an award, but without an associated service requirement, are considered to be non-vesting conditions. Non-vesting conditions are reflected in the fair value of an award and lead to an immediate expensing of an award unless there are also service and/or performance conditions.

No expense is recognised for awards that do not ultimately vest because non-market performance and/or service conditions have not been met. Where awards include a market or non-vesting condition, the transactions are treated as vested irrespective of whether the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied.

When the terms of an equity-settled award are modified, the minimum expense recognised is the grant date fair value of the unmodified award, provided the original vesting terms of the award are met. An additional expense, measured as at the date of modification, is recognised for any modification that increases the total fair value of the share-based payment transaction, or is otherwise beneficial to the employee. Where an award is cancelled by the entity or by the counterparty, any remaining element of the fair value of the award is expensed immediately through profit or loss.

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The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

p) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular day trades) are recognised on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Financial assets at amortised cost (debt instruments)
- Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- Financial assets at fair value through profit or loss

Financial assets at amortised cost (debt instruments)

A 'financial asset' is measured at the amortised cost if both the following conditions are met:

a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is the most relevant to the Group. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss. The Group financial assets at amortised cost includes trade receivables and loans included under other financial assets.

Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss are carried in the balance sheet at fair value with net changes in fair value recognised in the statement of profit and loss.

This category includes derivative instruments and, mutual/liquid funds investments which the Group had not irrevocably elected to classify at fair value through OCI. Dividends on listed equity investments are recognised in the statement of profit and loss when the right of payment has been established.

Financial assets designated at fair value through OCI (equity instruments)

Upon initial recognition, the Group can elect to classify irrevocably its equity investments as equity instruments designated at fair value through OCI when they meet the definition of equity under Ind AS 32 Financial Instruments: Presentation and are not held for trading. The classification is determined on an instrument-by-instrument basis. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS103 applies are classified as at FVTPL.

Gains and losses on these financial assets are never recycled to profit or loss. Dividends are recognised as other income in the statement of profit and loss when the right of payment has been established, except when the Group benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in OCI. Equity instruments designated at fair value through OCI are not subject to impairment assessment.

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Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Group of similar financial assets) is primarily derecognized (i.e. removed from the Group's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Companies continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

Impairment of financial assets

The Group recognises an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

For trade receivables, the group applies a simplified approach in calculating ECLs. Therefore, the group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group's financial liabilities include trade and other payables, loans and borrowings and derivative financial instruments.

Subsequent measurement

For purposes of subsequent measurement, financial liabilities are classified in two categories:

- Financial liabilities at fair value through profit or loss

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- Financial liabilities at amortised cost (loans and borrowings)

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by Ind-AS 109.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in Ind-AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gain /loss are not subsequently transferred to P&L. However, the Group may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss. The Group has not designated any financial liability as at fair value through profit and loss.

Financial liabilities at amortised cost (Loans and Borrowings)

This is the category most relevant to the Group. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

This category generally applies to borrowings. For more information refer Note 16.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Reclassification of financial assets

The Group determines classification and measurement of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Group's senior management determines change in the business model as a result of external or internal changes which are significant to the Group's operations. Such changes are evident to external parties. A change in the business model occurs when the Group either begins or ceases to perform an activity that is significant to its operations. If the Group reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting year following the change in business model. The Group does not restate any previously recognised gains, losses (including impairment gains or losses) or interest. The following table shows various reclassification and how they are accounted for as per below:

i) Amortised cost to FVTPL - Fair value is measured at reclassification date. Difference between previous amortized cost and fair value is recognised in P&L.

ii) FVTPL to Amortised Cost - Fair value at reclassification date becomes its new gross carrying amount. EIR is calculated based on the new gross carrying amount.

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iii) Amortised cost to FVTOCI - Fair value is measured at reclassification date. Difference between previous amortised cost and fair value is recognised in OCI. No change in EIR due to reclassification.

iv) FVTOCI to Amortised cost - Fair value at reclassification date becomes its new amortised cost carrying amount. However, cumulative gain or loss in OCI is adjusted against fair value. Consequently, the asset is measured as if it had always been measured at amortised cost.

v) FVTPL to FVTOCI - Fair value at reclassification date becomes its new carrying amount. No other adjustment is required.

vi) FVTOCI to FVTPL - Assets continue to be measured at fair value. Cumulative gain or loss previously recognized in OCI is reclassified to Statement of Profit and Loss at the reclassification date.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

q) Derivative financial instruments

Initial recognition and subsequent measurement

The Group uses derivative financial instruments, such as forward currency contracts, to hedge its foreign currency risks. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to profit or loss.

r) Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, that are readily convertible to a known amount of cash and subject to an insignificant risk of changes in value. Bank balances other than the balance included in cash and cash equivalents represents balance on account of unpaid dividend and margin money deposit with banks.

s) Dividend

The Group recognises a liability to pay dividend to equity holders when the distribution is authorised and the distribution is no longer at the discretion of the Group. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

t) Government Grants:

Government grants are recognised when there is reasonable assurance that the grant will be received and all attached conditions complied in. When the grant relates to an expense item, it is recognised as Income on a systematic basis over the years that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognised as an income in equal amounts over the expected useful life of the related asset.

u) Foreign currencies

The Group's consolidated financial statements are presented in INR, which is also the parent Group's functional currency. For each entity the Group determines the functional currency and items included in the financial statements of each entity are measured using that functional currency. The Group uses the direct method of consolidation and on disposal of a foreign operation the gain or loss that is reclassified to profit or loss reflects the amount that arises from using this method.

Notes to the Consolidated Financial Statements

for the as at and year ended March 31, 2024
(INR in crores)

Transactions and balances

Transactions in foreign currencies are initially recorded in the functional currency, using the spot exchange rates at the date of the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences that arise on settlement of monetary items are recognised in Statement of Profit and Loss. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

Group companies

On consolidation, the assets and liabilities of foreign operations are translated into INR at the rate of exchange prevailing at the reporting date and their statements of profit or loss are translated at exchange rates prevailing at the dates of the transactions. For practical reasons, the group uses an average rate to translate income and expense items, if the average rate approximates the exchange rates at the dates of the transactions. The exchange differences arising on translation for consolidation are recognized in OCI.

v) Contingent Liabilities

A Contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because cannot be measured reliably. Therefore the Group does not recognize a contingent liability but discloses its existence in the financial statements. Contingent assets are only disclosed when it is probable that the economic benefits will flow to the entity

w) Earnings per share

Basic earnings per share is calculated by dividing the net profit attributable to equity holders of the Holding Company by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit for the year attributable to equity shareholders of the Holding Company and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares. . Treasury shares are reduced while computing basic and diluted earnings per share.

x) Treasury shares

The Holding Company has created a GHCL Employees Stock Option Trust for providing share-based payment to its employees. The Holding Company uses GHCL Employees Stock Option Trust as a vehicle for distributing shares to employees under the employee remuneration schemes. The GHCL Employees Stock Option Trust buys shares of the Holding Company from the market, for giving shares to employees. The Holding Company treats GHCL Employees Stock Option Trust as its extension and shares held by GHCL Employees Stock Option Trust are treated as treasury shares.

Own equity instruments that are reacquired (treasury shares) are recognised at cost and deducted from equity. No gain or loss is recognised in profit or loss on the purchase,

Notes to the Consolidated Financial Statements

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(INR in crores)

sale, issue or cancellation of the Holding Company's own equity instruments. Any difference between the carrying amount and the consideration, if reissued, is recognised in Securities premium. Share options exercised during the reporting period are satisfied with treasury shares.

(y) New and amended standards

The Ministry of Corporate Affairs has notified Companies (Indian Accounting Standard) Amendment Rules 2023 dated March 31, 2023, to amend the following Ind AS which are effective for annual beginning on or after April 01, 2023. The Group applied for the first time these amendments.

(i) Definition of Accounting Estimates - Amendments to Ind AS 8

The amendments clarify the distinction between changes in accounting estimates, changes in accounting policies, and the correction of errors. It has also been clarified how entities use measurement techniques and inputs to develop accounting estimates.

The amendments had no impact on the Group's financial statements.

(ii) Disclosure of Accounting Policies - Amendments to Ind AS 1

The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures.

The amendments have had an impact on the Company's disclosures of accounting policies, but not on the measurement, recognition or presentation of any items in the Company's financial statements.

(iii) Deferred Tax related to Assets and Liabilities arising from a Single Transaction - Amendments to Ind AS 12

The amendments narrow the scope of the initial recognition exception under Ind AS 12, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences such as leases.

The Company previously recognized for deferred tax on leases on a net basis. As a result of these amendments, the Company has recognized a separate deferred tax asset in relation to its lease liabilities and a deferred tax liability in relation to its right-of-use assets. Since, these balances qualify for offset as per the requirements of paragraph 74 of Ind AS 12, there is no impact in the balance sheet. There was also no impact on the opening retained earnings as at 1 April 2022.

Notes to the Consolidated Financial Statements

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(INR in crores)

3. Property, plant and equipment

Gross block at cost	Freehold Land	Leasehold Land *	Buildings	Plant and Equipments	Office Equipments	Furniture and Fixtures	Salt works reservoir	Vehicles	Leased Mines #	Wind Turbine Generator	Solar Power	Total	Capital work in progress	Asset held for sale	Total
As at April 01, 2022	**321.96**	**352.40**	**221.21**	**1,876.97**	**3.52**	**1.87**	**5.06**	**3.55**	**15.86**	**128.47**	**78.02**	**3,008.89**	**212.98**	**576.26**	**3,798.12**
Additions-continuing operations	3.75	-	17.30	96.16	1.37	0.16	13.34	0.93				133.01	138.56	-	271.57
Additions-discontinued operations	2.38	-	37.92	173.43	0.67	1.02	-	0.19	-	-	0.43	216.04	195.41	-	411.45
Disposals-continuing operations	(0.05)	(16.40)	(5.13)	(4.89)	(0.89)	(0.01)	(4.73)	(0.06)	-	-	-	(32.15)	(133.00)	-	(165.16)
Disposals-discontinued operations	(0.50)	-	(0.20)	(9.28)	(0.03)	(0.00)	-	-	-	-	-	(10.02)	(216.04)	(576.03)	(802.08)
Adjustments due to discontinued operations##	(211.43)	(0.01)	(109.39)	(510.34)	(2.53)	(1.47)	-	(0.98)	-	(128.47)	(78.45)	(1,043.07)	(89.36)	(0.23)	(1,132.66)
Adjustments **	-	-	-	(16.23)	7.52	2.18	4.87	1.66	-	-	-	0.00	-	-	0.00
As at March 31, 2023	**116.11**	**335.99**	**161.71**	**1,605.82**	**9.63**	**3.75**	**18.54**	**5.29**	**15.86**	**-**	**-**	**2,272.70**	**108.55**	**-**	**2,381.24**
Additions ###	33.13	-	2.78	105.80	1.66	0.45	9.00	1.10	-	20.10	17.55	191.57	137.84	-	329.41
Disposals	-	-	(2.22)	(10.19)	(0.58)	(0.00)	-	(0.22)	-	-	-	(13.21)	(191.57)	-	(204.78)
As at March 31, 2024	**149.24**	**335.99**	**162.26**	**1,701.44**	**10.71**	**4.20**	**27.54**	**6.17**	**15.86**	**20.10**	**17.55**	**2,451.06**	**54.82**	**-**	**2,505.87**
Accumulated depreciation															
As at April 01, 2022	**-**	**33.98**	**45.17**	**414.61**	**1.88**	**0.29**	**2.95**	**1.03**	**9.29**	**43.31**	**1.84**	**554.35**	**-**	**-**	**554.35**
Depreciation charge for the year continuing operations	-	4.84	8.25	73.49	1.22	0.31	0.58	0.48	1.77	-	-	90.93	-	-	90.93
Depreciation charge for the year discontinued operations	-	-	5.46	23.54	0.41	0.05	-	0.09	-	6.94	3.50	39.99			39.99
Disposals-continuing operations	-	(1.80)	(5.06)	(3.27)	(0.87)	(0.02)	(4.74)	(0.03)	-	-	-	(15.79)	-	-	(15.79)
Disposals-discontinued operations	-	-	(0.08)	(4.96)	(0.03)	(0.00)	-	-	-	-	-	(5.06)	-	-	(5.06)
Adjustments due to discontinued operations##	-	-	(16.02)	(35.79)	(1.79)	(0.34)	-	(0.48)	-	(50.89)	(5.34)	(110.64)	-	-	(110.64)
Adjustments **	-	-	0.19	(15.33)	5.93	2.03	4.86	1.68	-	0.64	-	0.01	-	-	0.01

Notes to the Consolidated Financial Statements

for the as at and year ended March 31, 2024
(INR in crores)

Accumulated Depreciation	Freehold Land	Leasehold Land *	Buildings	Plant and Equipments	Office Equipments	Furniture and Fixtures	Salt works reservoir	Vehicles	Leased Mines #	Wind Turbine Generator	Solar Power	Total	Capital work in progress	Asset held for sale	Total
As at March 31, 2023	-	37.02	37.91	452.29	6.75	2.32	3.65	2.77	11.06	-	-	553.78	-	-	553.78
Depreciation charge for the year	-	4.63	6.58	79.34	1.36	0.30	3.23	0.52	1.60	0.55	0.01	98.12	-	-	98.12
Disposals	-	-	(2.20)	(8.23)	(0.58)	-	-	(0.19)	-	-	-	(11.20)	-	-	(11.20)
As at March 31, 2024	-	41.65	42.29	523.40	7.53	2.62	6.88	3.10	12.66	0.55	0.01	640.71	-	-	640.71
Net book value															
As at March 31, 2024	149.24	294.34	119.97	1,178.04	3.18	1.58	20.66	3.07	3.20	19.55	17.54	1,810.37	54.82	-	1,865.19
As at March 31, 2023	116.11	298.97	123.79	1,153.53	2.88	1.43	14.89	2.53	4.80	-	-	1,718.92	108.55	-	1,827.47

* Leasehold Land - Land for Soda Ash plant and for corporate office are taken on lease from the Government of India for a period of 90 to 99 years. Leasehold land are capitalised and amortised over the period of lease.

** Adjustments represented interblock reclassification of assets.

Leased mines represents expenditure incurred on development of mines.

Discontinued Operations - Assets pertaining to Discontinued Operations represented the assets of Spinning Division unit transferred by the Company pursuant to the Scheme of Arrangement (Refer Note no 45).

Additions to freehold land includes an amount of Rs. 22.10 crores (paid as capital advance during earlier years) for which invoices are pending.

Notes:

(a) Property plant and equipment are subject to charge to secure the Group's borrowings (Refer note 16)

(b) On transition to Ind AS (i.e. 1 April 2015), the Company elected to continue with the carrying value of all Property, plant and equipment measured as per the previous GAAP and use that carrying value as the deemed cost of Property, plant and equipment.

(c) All title deeds of Immovable properties are held in the name of the Group.

Notes to the Consolidated Financial Statements

for the as at and year ended March 31, 2024

(INR in crores)

(d) Ageing schedule for Capital Work in progress

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress as at March 31, 2024	44.78	6.01	2.47	1.56	54.82
Projects temporarily suspended as at March 31, 2024	-	-	-	-	-
Projects in progress as at March 31, 2023	96.86	10.12	0.20	1.37	108.55
Projects temporarily suspended as at March 31, 2023	-	-	-	-	-

For capital-work-in progress, there is no completion overdue and cost is with in its original plan except as disclosed below in note (e):

(e) Completion schedule for capital-work-in progress, whose completion is overdue or has exceeded its cost compared to its original plan :

CWIP	To be completed in			
	Less than 1 year	1-2 years	2-3 years	More than 3 years
Debottlenecking project at Soda Ash plant				
As at March 31, 2024	2.40	-	-	-
As at March 31, 2023	2.30	-	-	-

4. Intangible assets

Gross block at cost	Computer Software	Mining Rights	Total
As at April 01, 2022	**10.94**	**-**	**10.94**
Additions-continuing operations	0.65	-	0.65
Additions-discontinued operations	0.15	-	0.15
Disposals-continuing operations	(0.03)	-	(0.03)
Disposals-discontinued operations	(0.13)	-	(0.13)
Adjustments due to discontinued operations ##	(0.61)	-	(0.61)
As at March 31, 2023	**10.97**	**-**	**10.97**
Additions ###	0.72	20.87	21.59
Disposals	(0.01)	-	(0.01)
As at March 31, 2024	**11.68**	**20.87**	**32.55**
Amortisation			
As at April 01, 2022	**8.33**	**-**	**8.33**
Amortization-continued operations	1.38	-	1.38
Amortization-discontinued operations	0.04	-	0.04
Disposals- continuing operations	(0.03)	-	(0.03)
Disposals- discontinued operations	(0.13)	-	(0.13)
Adjustments due to discontinued operations ##	(0.46)	-	(0.46)
As at March 31, 2023	**9.13**	**-**	**9.13**

Notes to the Consolidated Financial Statements

for the as at and year ended March 31, 2024
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Amortisation	Computer Software	Mining Rights	Total
Amortization	1.40	0.47	1.87
Disposals	(0.01)	-	(0.01)
As at March 31, 2024	**10.52**	**0.47**	**10.99**
Net book value			
As at March 31, 2024	**1.16**	**20.40**	**21.56**
As at March 31, 2023	**1.84**	**-**	**1.84**

Assets pertaining to Discontinued Operations represented the assets of Spinning Division unit transferred by the Company pursuant to the Scheme of Arrangement (Refer Note no 45).

Note:

On transition to Ind AS (i.e. 1 April 2015), the Company elected to continue with the carrying value of all Intangible assets measured as per the previous GAAP and use that carrying value as the deemed cost of Intangible assets.

5. Investments

Particulars	As at March 31, 2024	As at March 31, 2023
Investments		
A) Non-current investments in Government securities		
Unquoted at amortised cost		
7 years National Savings Certificates	0.04	0.04
(Pledged with government authorities)		
	0.04	**0.04**
B) Non-current investments in Equity shares		
Quoted equity shares (through FVTOCI)		
83,000 equity shares (March 31, 2023: 83,000 equity shares) of HDFC Bank Limited of INR 1/- each fully paid up	12.01	13.36
68,598 equity shares (March 31, 2023: 68,598 equity shares) of IDBI Bank Limited of INR 10/- each fully paid up	0.56	0.31
285 equity shares (March 31, 2023: 285 equity shares) of Bank of Baroda of INR 10/- each fully paid up	0.01	0.00
272,146 equity shares (March 31, 2023: 272,146 equity shares) of GTC Industries Limited of INR 10/- each fully paid up	1.02	1.13
4,500 equity shares (March 31, 2023: 4,500 equity shares) of Canara Bank of INR 10/- each fully paid up	0.26	0.13
Total	**13.86**	**14.93**
C) Current Investments in Mutual funds		
Unquoted through (FVTPL)		
2,17,538.60 units (March 31, 2023: 257,658.69 units) of Axis Liquid Fund - Direct Growth - CFDGG	58.38	64.44
80,441.84 units (March 31, 2023: 43,013.68 units) of HDFC Liquid Fund-Direct Plan Growth	38.16	19.03
2,17,748.87 units (March 31, 2023: 1,50,262.99 units) of SBI Liquid Fund Direct Growth	82.29	52.94

Notes to the Consolidated Financial Statements

for the as at and year ended March 31, 2024
(INR in crores)

Particulars	As at March 31, 2024	As at March 31, 2023
1,84,433.18 units (March 31, 2023: Nil) of Baroda BNP Paribas Liquid Fund -Direct-Growth (LQ-D2-G)	51.36	-
98,774.13 units (March 31, 2023: Nil) of DSP Liquidity Fund –Direct Plan - Growth	34.09	-
1,15,105.13 units (March 31, 2023: 2,38,731.86 units) of Bandhan Liquid Fund-Growth-Direct Plan	33.58	64.90
1,71,858.18 units (March 31, 2023: Nil) of Invesco India Liquid Fund - Direct Plan Growth (LF-D1)	56.97	-
1,17,850.65 units (March 31, 2023: Nil) of LIC MF Liquid Fund - Direct Plan-Growth	51.68	-
Nil (March 31, 2023: 2,44,27,154.64 units) of Aditya Birla Sun Life CRISIL IBX AAA - Jun 2023 - Index Fund Direct Growth	-	25.73
Nil (March 31, 2023: 5,46,592.33 units) of Aditya Birla Sun Life Savings Fund - Growth - Direct Plan	-	25.70
Nil (March 31, 2023: 98,67,278.49 units) of Axis CRISIL IBX SDL May 2017 Index Fund - Direct Growth (CRDGG)	-	10.21
Nil (March 31, 2023: 1,69,913.48 units) of Baroda BNP Paribas Overnight Fund - Direct Plan Growth (On-D2-G)	-	20.00
Nil (March 31, 2023: 1,56,428.58 units) of HSBC Liquid Fund - Direct Growth	-	35.07
Nil (March 31, 2023: 98,47,746.25 units) of ICICI Prudential Nifty SDL Sep 2027 Index Fund - Direct Plan - Growth	-	10.21
Nil (March 31, 2023: 48,311.82 units) of Nippon India Liquid Fund - Direct Plan Growth Plan - Growth Option (LFAGG)	-	26.61
Nil (March 31, 2023 : 84,737.01 units) of Union Overnight Fund Growth - Direct Plan	-	10.00
	406.51	**364.84**
Total Non-current Investments (A+B+C)	**13.90**	**14.96**
Total Current Investments (D)	**406.51**	**364.84**
Total	**420.41**	**379.80**
Aggregate book value of quoted investments	420.37	379.77
Aggregate market value of quoted investments	420.37	379.77
Aggregate value of unquoted investments	0.04	0.04
Total	**420.41**	**379.80**

Investments at fair value through OCI (fully paid) reflect investments in quoted equity securities. These equity shares are designated as FVTOCI as they are not held for trading purpose and are not in similar line of business as the Company. Thus disclosing their fair value fluctuation in profit or loss will not reflect the purpose of holding. The holding company has not transferred any gain or loss within equity . Refer Note 39 for determination of their fair values.

6A. Loans

Particulars	As at March 31, 2024	As at March 31, 2023
(Unsecured, considered good, unless stated otherwise) (at amortised cost)		
Loan to employees (including loan to KMPs, refer note 36)	0.86	0.76
- Others	-	8.23
Total	**0.86**	**8.99**

No loans are due from directors or other officer's of the Group either severally or jointly with any other person except otherwise stated above.

Notes to the Consolidated Financial Statements

for the as at and year ended March 31, 2024
(INR in crores)

6B. Other non-current financial assets

Particulars	As at March 31, 2024	As at March 31, 2023
Security Deposits, Unsecured Considered good	2.17	1.93
Bank deposits having a maturity of more than 12 months		
- On escrow account#	16.97	14.34
Total non-current other financial assets	**19.14**	**16.27**

As per the guidelines of the Ministry of Coal, Government of India all Coal Mine owners who are operating Coal Mines are required to prepare a Mine Closure Plan and need to open an escrow for depositing money towards mine closure activity on approval of such plan. Annual amount to be deposited shall be as per mine closure plan. Total amount deposited along with interest accrued shall be refunded as per conditions of approved mine plan.

7. Other-non current assets

Particulars	As at March 31, 2024	As at March 31, 2023
(Unsecured considered good)		
Capital advances	20.32	61.91
Deposits with statutory authorities under protest	12.83	9.97
Total other non current assets	**33.15**	**71.88**

No advances are due from directors or other officer's of the Group either severally or jointly with any other person. Nor any advances are due from firm or any private companies respectively in which any director is a partner, a director or a member.

8. Inventories

Particulars	As at March 31, 2024	As at March 31, 2023
Inventories valued at lower of cost and net realizable value		
Raw materials	336.05	457.02
[includes in transit INR 32.92 crores (March 31, 2023: INR 3.79 crores)]	-	-
Work-in-progress	6.14	7.21
Finished goods	145.49	97.28
[includes in transit INR 11.47 crores (March 31, 2023: INR 15.92 crores)]	-	-
Stock-in-trade #	18.26	33.57
Stores and spares #	145.13	177.25
Total inventories	**651.07**	**772.33**

As at year end, the above inventories are net of provision on account of net realisable value of INR 5.88 crores (March 31, 2023 : INR 1.54 crores).

All inventories of the Group have been hypothecated to secure borrowings of the Company (refer note 16).

Notes to the Consolidated Financial Statements

for the as at and year ended March 31, 2024

(INR in crores)

9. Trade Receivables

Particulars	As at March 31, 2024	As at March 31, 2023
Trade Receivables	179.83	218.41
	179.83	**218.41**

Break-up for security details

Particulars	As at March 31, 2024	As at March 31, 2023
Trade Receivables		
- Secured, considered good	24.96	20.82
- Unsecured, considered good	154.87	197.59
	179.83	**218.41**

Trade Receivables Ageing Schedule

As at 31 March 2024

Particulars	Current but Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - considered good	81.88	97.88	0.07	-	-	-	179.83
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade receivable - credit impaired	-	-	-	-	-	-	-
Disputed Trade receivables - considered good	-	-	-	-	-	-	-
Disputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade receivables - credit impaired	-	-	-	-	-	-	-
	81.88	**97.88**	**0.07**	**-**	**-**	**-**	**179.83**

As at 31 March 2023

Particulars	Current but Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - considered good	117.35	101.06	-	-	-	-	218.41
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade receivable - credit impaired	-	-	-	-	-	-	-

Notes to the Consolidated Financial Statements

for the as at and year ended March 31, 2024

(INR in crores)

Particulars	Current but Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Disputed Trade receivables - considered good	-	-	-	-	-	-	-
Disputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade receivables - credit impaired	-	-	-	-	-	-	-
	117.35	**101.06**	**-**	**-**	**-**	**-**	**218.41**

No trade or other receivable are due from directors or other officer's of the Group either severally or jointly with any other person. Nor any trade or other receivable are due from firm or private companies respectively in which any director is a partner, a director or a member.

Trade receivables are non-interest bearing and are generally on terms of 15 to 60 days.

There are no unbilled receivables, hence the same is not disclosed in the ageing schedule.

10A. Cash and cash equivalents

Particulars	As at March 31, 2024	As at March 31, 2023
Balances with bank		
- On current accounts	48.65	48.32
- Deposits with original maturity of less than three months	-	75.00
Cash on hand	0.08	0.08
Total cash and cash equivalents	**48.73**	**123.40**

For the purpose of the statement of cash flows, cash and cash equivalents comprise the following:

Particulars	As at March 31, 2024	As at March 31, 2023
Balances with bank		
- On current accounts	48.65	48.32
- Deposits with original maturity of less than three months	-	75.00
Cash on hand	0.08	0.08
Cash at bank and cash on hand attributable to discontinued operations (Note 45)	-	37.23
	48.73	**160.63**

Cash at banks earns interest at floating rates based on daily bank deposit rates. Short-term deposits are made for varying periods of between one day and three months, depending on the immediate cash requirements of the Company, and earn interest at the respective short-term deposit rates.

Notes to the Consolidated Financial Statements

for the as at and year ended March 31, 2024

(INR in crores)

10B. Bank balances other than cash and cash equivalents

Particulars	As at March 31, 2024	As at March 31, 2023
- On unpaid dividend accounts	5.33	5.14
- Deposits with original maturity more than 3 months but less than 12 months	436.84	-
- On account of margin money deposited*	0.60	11.23
Total bank balances other than cash and cash equivalents	**442.77**	**16.37**

Deposits are made for varying period of three months to twelve month depending upon the immediate cash requirement of the Company and earn interest at the respective deposit rate.

* Margin money held with banks against letter of credit.

Changes in liabilities arising from financing activities and for non-cash financing and investing activities:

Particulars	Current	
	As at March 31, 2024	As at March 31, 2023
Opening balance of borrowings	-	206.03
Cash flows	-	(206.72)
Changes in fair values	-	0.69
Closing Balance of borrowings	**-**	**-**

Changes in liabilities arising from financing activities and for non-cash financing and investing activities:

Particulars	Non - Current	
	As at March 31, 2024	As at March 31, 2023
Opening balance of borrowings	347.52	561.43
Cash flows	(151.16)	(135.68)
Foreign exchange management	-	1.06
Changes in fair values	0.13	(0.70)
Closing balance of borrowings pertaining to Discontinued Operations (Refer Note 45)	-	(78.59)
Closing Balance of borrowings	**196.49**	**347.52**

11A. Loans

Particulars	As at March 31, 2024	As at March 31, 2023
(Unsecured, considered good, unless stated otherwise)		
Loan to employees	0.92	0.92
Others	8.34	0.43
Total Loans	**9.26**	**1.35**

No loans are due from directors or other officer's of the Group either severally or jointly with any other person. Nor any loans are due from firm or any private companies respectively in which any director is a partner, a director or a member.

Notes to the Consolidated Financial Statements

for the as at and year ended March 31, 2024
(INR in crores)

Breakup of financial assets carried at amortised cost

Particulars	As at March 31, 2024	As at March 31, 2023
Loans (Refer Note 6A & 11A)	10.12	10.34
Security Deposits (Refer Note 6)	2.17	1.93
Trade receivables (Refer Note 9)	179.83	218.41
Cash and cash equivalents (Refer Note 10A)	48.73	123.40
Investments (Refer Note 5)	0.04	379.80
Other current financial asset (Refer Note 11C)	5.24	11.89
Total financial assets carried at amortised cost	**246.13**	**745.77**

11B. Derivate instruments

Particulars	As at March 31, 2024	As at March 31, 2023
Derivative instruments at fair value through profit or loss		
Derivatives not designated as hedges		
Foreign exchange forward contracts (net)	0.25	-
Total derivative instruments at fair value through profit or loss	**0.25**	**-**

Derivative instruments at fair value through profit or loss reflect the positive change in fair value of those foreign exchange forward contracts that are not designated in hedge relationships, but are, nevertheless, intended to reduce the level of foreign currency risk for expected sales and purchases.

11C. Other current financial asset at amortised cost

Particulars	As at March 31, 2024	As at March 31, 2023
(Unsecured, considered good, unless stated otherwise)		
Interest receivable	3.89	
Others	1.35	11.89
(Includes insurance claim receivable and other recoverable)	-	
Total Other current financial asset at amortised cost	**5.24**	**11.89**

12. Income Tax and deferred tax

Non Current tax assets (Net)	As at March 31, 2024	As at March 31, 2023
Advance income tax including TDS (net of provisions)	26.62	24.02
Total	**26.62**	**24.02**

Notes to the Consolidated Financial Statements

for the as at and year ended March 31, 2024

(INR in crores)

Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2024 and March 31, 2023:

Particulars	As at March 31, 2024	As at March 31, 2023
Accounting profit before tax from continuing operations	991.46	1,463.00
Accounting profit before tax from a discontinued operation	-	33.37
Accounting profit before income tax	**991.46**	**1,496.37**
At India's statutory income tax rate of 25.168%	249.53	376.61
Adjustments of tax on following items to arrive at tax as per statement of profit and loss:		
- Depreciation on capital assets not allowable as per Income Tax Act, 1961	1.17	1.24
- Charity, donation and CSR expenses	5.82	4.50
- Deduction under Chapter VI-A of Income Tax Act, 1961	(0.12)	(0.12)
- Gain on sale of demerger and tax on transaction cost	(61.48)	
- items disallowed under Income Tax Act, 1961	-	0.24
- Impact on change in indexed cost of acquisition on fair valuation gain of land	(2.44)	(18.33)
- items of capital nature	-	0.44
- Consolidation adjustments	(0.09)	-
- Others	(0.75)	1.29
At the effective income tax rate of 24.38% (March 31, 2022: 26.62%)	**191.64**	**359.83**
Income tax expense reported in the statement of profit and loss from continuing operations	191.74	353.65
Income tax and deferred tax recognised under exceptional items	(6.28)	4.41
Deferred tax expense reported in the statement of profit and loss from continuing operations	6.18	(5.83)
Income tax expense reported in the statement of profit and loss from discontinued operations	-	7.60
	191.64	**359.83**
Tax adjustments for earlier years:		(0.62)
- Current tax	(0.64)	
- Deferred tax	0.28	
Total tax expenses	**191.28**	**359.21**

Particulars	As at March 31, 2024	As at March 31, 2023
Deferred tax expense/(income) relates to the following:		
Property, plant and equipment	6.22	(43.68)
Unamortised borrowing costs	(0.08)	(0.23)
Right to use assets	(0.24)	(0.10)
Unrealised gain on investments at FVTPL	0.17	1.22
Unrealised gain on investments at FVTOCI	(0.12)	0.48
Mark to Market loss on Forward Contract	0.06	-
Expenditure allowable on payment basis under Section 43B of Income Tax Act, 1961 & on other items	0.75	(0.53)
Lease liabilities	0.12	(0.08)
Other comprehensive income	(0.46)	-
Items under Section 35 DDA of Income Tax Act, 1961	0.23	(0.94)
Provision for Onerous contract	0.00	(1.97)
Items under section 35D of Income tax Act, 1961	(5.03)	-
Deferred tax (credit)/expenses	**1.62**	**(45.82)**

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for the as at and year ended March 31, 2024

(INR in crores)

Particulars	As at March 31, 2024	As at March 31, 2023
Disclosed as follows:		
Deferred tax expenses recognised in Other Comprehensive Income	0.19	0.48
Deferred tax expenses recognised in discontinued operations	-	3.43
Deferred tax (credit) recognised under exceptional items	(5.03)	(43.89)
Deferred tax (credit) recognised statement profit and loss under tax expense	6.18	(5.83)
Deferred tax expense for earlier years	0.28	
Total Deferred tax expense/(income)	**1.62**	**(45.81)**

Deferred tax relates to the following:

Particulars	As at March 31, 2024	As at March 31, 2023
Deferred tax liabilities on:		
Property, plant and equipment	(253.72)	(368.45)
Unamortised borrowing costs	(0.14)	(0.26)
Right to use assets	(2.45)	(2.69)
Unrealised gain on investments at FVTPL	(1.39)	(1.22)
Unrealised gain on investments at FVTOCI	(0.36)	(0.48)
Mark to Market loss on Forward Contract	(0.06)	-
Deferred tax assets on:		
Expenditure allowable on payment basis under Section 43B of Income Tax Act, 1961 & on other items	3.15	4.39
Lease liabilities	3.37	3.48
Other Comprehensive income	0.76	0.30
items under Section 35 DDA of Income Tax Act, 1961	0.70	0.94
Provision for onerous contract	-	1.97
Items under section 35D of Income tax Act, 1961	5.03	
Net deferred tax liabilities	**(245.11)**	**(362.02)**
Less: Liabilities directly associated with Discontinued operations disclosed under Note No 45	-	118.52
	(245.11)	**(243.50)**

Reflected in the balance sheet as follows:

Particulars	As at March 31, 2024	As at March 31, 2023
Deferred tax assets	13.01	11.08
Deferred tax liabilities	(258.12)	(373.10)
Deferred tax liabilities, net	**(245.11)**	**(362.02)**
Less: Liabilities directly associated with Discontinued Operations disclosed under Note No 45	-	118.52
	(245.11)	**(243.50)**

The Holding Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Notes to the Consolidated Financial Statements

for the as at and year ended March 31, 2024
(INR in crores)

13. Other current assets

Particulars	As at March 31, 2024	As at March 31, 2023
(Unsecured, considered good unless stated otherwise)		
Balances with statutory authorities	9.04	7.25
Advances to vendors	14.25	14.92
Prepaid expenses	2.76	2.39
Gratuity plan asset (net of defined benefit obligation) (Refer Note 32)	4.91	1.92
Others	4.80	4.37
Total other current assets	**35.76**	**30.85**

No advances are due from directors or other officer's of the Group either severally or jointly with any other person. Nor any advances are due from firm or any private companies respectively in which any director is a partner, a director or a member other than stated above.

14. Share capital

Authorised share capital

Particulars	Number of Shares (of INR 10 each)	Amount
As at April 01, 2022	**17,50,00,000**	**175.00**
Increase/(Decrease) during the year	-	-
As at March 31, 2023	**17,50,00,000**	**175.00**
Increase/(Decrease) during the year	(3,50,00,000)	(35.00)
As at March 31, 2024	**14,00,00,000**	**140.00**

As a part of the Scheme of Arrangement (Refer Note 45B), the authorized share capital of the holding Company got reduced to INR 140 crores made up of 14,00,00,000 Equity Shares of Re. 10/- each with effect from April 01, 2023.

Terms/ rights attached to equity shares

The Holding Company has one class of equity shares having a par value of INR 10 per share. Each shareholder is entitled to one vote per equity share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuring Annual General Meeting, except in case of interim dividend. In the event of liquidation on the Company, the equity shareholders are eligible to receive remaining assets of the Company, after distribution of all preferential amounts, in proportion to their shareholding. The Company declares and pay dividend in Indian Rupee.

Issued, Subscribed and fully paid up equity shares

Particulars	Number of Shares	Amount
Equity shares of INR 10 each issued, subscribed and fully paid		
As at April 01, 2022	**9,53,50,786**	**95.35**
Changes in share capital - ESOS issued during the year (May 30, 2022)	2,35,000	0.24
As at March 31, 2023	**9,55,85,786**	**95.59**
Changes in share capital - ESOS issued during the year (December 27, 2023)	1,38,200	0.13
As at March 31, 2024	**9,57,23,986**	**95.72**

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(INR in crores)

Details of shareholders holding more than 5% shares in the company

Particulars	As at March 31, 2024	As at March 31, 2023
Promoter & Promoter Group	19.04%	19.05%
DSP Small Cap Fund	3.95%	6.16%

As per records of the parent, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

No shares have been issued by the Company for consideration other than cash, during the year of five years immediately preceding the reporting date.

Shares reserved for issue under options

For details of shares reserved for issue under the Share based payment plan of the company, please Refer Note 33

Details of shares held by promoters as at 31st March 24

S No.	Promoter name	No. of Shares at beginning of the year	Change during the year	No. of Shares at the year end	%of total shares	% Change during the year*
1	Hindustan Commercial Company Limited	29,44,737	-	29,44,737	3.08%	0.00%
2	Gems Commercial Company Limited	29,40,207	-	29,40,207	3.07%	0.00%
3	Banjax Limited	27,89,700	-	27,89,700	2.91%	0.00%
4	Hexabond Limited	27,18,200	-	27,18,200	2.84%	0.00%
5	Oval Investment Private Limited	25,88,848	-	25,88,848	2.70%	0.00%
6	Lhonak Enternational Private Limited	13,65,599	-	13,65,599	1.43%	0.00%
7	Anurag Dalmia (HUF)	5,85,124	-	5,85,124	0.61%	0.00%
8	Carissa Investment Private Limited	4,81,752	-	4,81,752	0.50%	0.00%
9	Harvatex Engineering and Processing Company Limited	4,15,723	-	4,15,723	0.43%	0.00%
10	WGF Financial Services Limited	3,78,807	-	3,78,807	0.40%	0.00%
11	Anurag Trading Leasing and Investment Company Private Limited	2,87,200	-	2,87,200	0.30%	0.00%
12	Dalmia Finance Limited	2,00,244	-	2,00,244	0.21%	0.00%
13	Archana Trading And Investment Company Private Limited	1,32,848	-	1,32,848	0.14%	0.00%
14	Anurag Dalmia	1,20,225	5,000	1,25,225	0.13%	0.01%
15	Neelabh Dalmia	1,09,650	10,950	1,20,600	0.13%	0.01%
16	Bharatpur Investment Limited	38,842	-	38,842	0.04%	0.00%
17	Sanjay Trading Investment Company Private Limited	29,100	-	29,100	0.03%	0.00%
18	General Exports And Credits Limited	17,000	-	17,000	0.02%	0.00%
19	Golden Tobacco Limited	16,578	-	16,578	0.02%	0.00%
20	Pashupatinath Commercial Private Limited	15,000	-	15,000	0.02%	0.00%
21	Sovereign Commercial Private Limited	6,000	-	6,000	0.01%	0.00%
22	Dalmia Housing Finance Limited	5,707	-	5,707	0.01%	0.00%
23	Trishul Commercial Private Limited	5,100	-	5,100	0.01%	0.00%
24	Swastik Commercial Private Limited	3,700	-	3,700	0.00%	0.00%
25	Alankar Commercial Private Limited	2,600	-	2,600	0.00%	0.00%
26	Ricklunsford Trade And Industrial Investment Limited	1,960	-	1,960	0.00%	0.00%
27	Chirawa Investment Limited	1,860	-	1,860	0.00%	0.00%
28	Mourya Finance Limited	1,860	-	1,860	0.00%	0.00%
29	Lakshmi Vishnu Investment Limited	1,860	-	1,860	0.00%	0.00%

Notes to the Consolidated Financial Statements

for the as at and year ended March 31, 2024

(INR in crores)

S No.	Promoter name	No. of Shares at beginning of the year	Change during the year	No. of Shares at the year end	%of total shares	% Change during the year*
30	Sikar Investment Company Limited	1,800	-	1,800	0.00%	0.00%
31	Antarctica Investment Private Limited	768	-	768	0.00%	0.00%
32	Comosum Investment Private Limited	701	-	701	0.00%	0.00%
33	Lovely Investment Private Limited	645	-	645	0.00%	0.00%
34	Altar Investment Private Limited	318	-	318	0.00%	0.00%
35	Ilac Investment Private Limited	217	-	217	0.00%	0.00%
36	Dear Investment Private Limited	55	-	55	0.00%	0.00%
	Total	**1,82,10,535**	**15,950**	**1,82,26,485**	**19.04%**	**0.02%**

* Change during the year on account of shares issued pursuant to exercise of employee stock option.

Details of shares held by promoters as at 31st March 23

S No.	Promoter name	No. of Shares at beginning of the year	Change during the year	No. of Shares at the year end	%of total shares	% Change during the year*
1	Hindustan Commercial Company Limited	29,44,737	-	29,44,737	3.08%	0.01%
2	Gems Commercial Company Limited	29,40,207	-	29,40,207	3.08%	0.01%
3	Banjax Limited	27,89,700	-	27,89,700	2.92%	0.01%
4	Hexabond Limited	27,18,200	-	27,18,200	2.84%	0.01%
5	Oval Investment Private Limited	25,88,848	-	25,88,848	2.71%	0.01%
6	Lhonak International Private Limited	13,65,599	-	13,65,599	1.43%	0.01%
7	Anurag Dalmia HUF	5,72,774	12,350	5,85,124	0.61%	0.00%
8	Carissa Investment Private Limited	4,81,752	-	4,81,752	0.50%	0.00%
9	Harvatex Engineering and Processing Company Limited	4,15,723	-	4,15,723	0.43%	0.00%
10	WGF Financial Services Limited	3,78,807	-	3,78,807	0.40%	0.00%
11	Anurag Trading Leasing And Investment Company private Limited	2,87,200	-	2,87,200	0.30%	0.00%
12	Dalmia Finance Limited	2,00,244	-	2,00,244	0.21%	0.00%
13	Archana Trading and Investment Company Private Limited	1,32,848	-	1,32,848	0.14%	0.00%
14	Anurag Dalmia	1,10,000	10,225	1,20,225	0.13%	-0.01%
15	Neelabh Dalmia	1,04,500	5,150	1,09,650	0.11%	-0.04%
16	Bharatpur Investment Limited	38,842	-	38,842	0.04%	0.00%
17	Sanjay Trading Investment Company Private Limited	29,100	-	29,100	0.03%	0.00%
18	General Exports And Credits Limited	17,000	-	17,000	0.02%	0.00%
19	Golden Tobacco Limited	16,578	-	16,578	0.02%	0.00%
20	Pashupatinath Commercial Private Limited	15,000	-	15,000	0.02%	0.00%
21	Sovereign Commercial Private Limited	6,000	-	6,000	0.01%	0.00%
22	Dalmia Housing Finance Limited	5,707	-	5,707	0.01%	0.00%
23	Trishul Commercial Private Limited	5,100	-	5,100	0.01%	0.00%
24	Swastik Commercial Private Limited	3,700	-	3,700	0.00%	0.00%
25	Alankar Commercial Private Limited	2,600	-	2,600	0.00%	0.00%
26	Ricklunsford Trade And Industrial Investment Limited	1,960	-	1,960	0.00%	0.00%
27	Chirawa Investment Limited	1,860	-	1,860	0.00%	0.00%
28	Mourya Finance Limited	1,860	-	1,860	0.00%	0.00%
29	Lakshmi Vishnu Investment Limited	1,860	-	1,860	0.00%	0.00%
30	Sikar Investment Company Limited	1,800	-	1,800	0.00%	0.00%

Notes to the Consolidated Financial Statements

for the as at and year ended March 31, 2024
(INR in crores)

S No.	Promoter name	No. of Shares at beginning of the year	Change during the year	No. of Shares at the year end	%of total shares	% Change during the year*
31	Antarctica Investment Private Limited	768	-	768	0.00%	0.00%
32	Comosum Investment Private Limited	701	-	701	0.00%	0.00%
33	Lovely Investment Private Limited	645	-	645	0.00%	0.00%
34	Altar Investment Private Limited	318	-	318	0.00%	0.00%
35	Ilac Investment Private Limited	217	-	217	0.00%	0.00%
36	Dear Investment Private Limited	55	-	55	0.00%	0.00%
	Total	**1,81,82,810**	**27,725**	**1,82,10,535**	**19.05%**	**0.02%**

* Change during the year is on account of shares issued pursuant to exercise of employee stock option.

15. Other equity

Particulars	As at March 31, 2024	As at March 31, 2023
Capital reserve (Note 15A)	7.57	7.57
Capital redemption reserve (Note 15B)	16.36	16.36
Securities premium (Note 15C)	26.06	18.27
Retained earnings (Note 15D)	2,808.55	3,791.35
Share based payment reserve (Note 15E)	12.96	14.52
Treasury shares (Refer note 15F)	(5.35)	(5.35)
General reserve (Note 15G)	5.45	5.45
FVTOCI reserve (Note 15H)	11.98	12.92
Foreign currency translation reserve (Note 15I)	(0.77)	(0.89)
Total	**2,882.77**	**3,860.18**

Notes:

15A. Capital reserve

Particulars	Amount
As at April 01, 2022	**7.57**
Changes during the year	-
As at March 31, 2023	**7.57**
Changes during the year	-
As at March 31, 2024	**7.57**

The parent had recognised cash subsidy received from government on account of its operations, surplus on re-issue of forfeited shares and forfeiture of preferential warrants under capital reserve in earlier years.

Notes to the Consolidated Financial Statements

for the as at and year ended March 31, 2024

(INR in crores)

15B. Capital redemption reserve

Particulars	Amount
As at April 01, 2022	**16.36**
Changes during the year	-
As at March 31, 2023	**16.36**
Changes during the year	-
As at March 31, 2024	**16.36**

In earlier years, an amount of INR 16.36 crores (equivalent to the nominal value of the equity shares bought back and cancelled by the parent company) was transferred to Capital Redemption Reserve from General Reserves pursuant to the provisions of Section 69 of the Companies Act, 2013 and the Article 7 of the Article of Association of the Company.

15C. Securities premium

Particulars	Amount
As at April 01, 2022	**10.69**
Changes during the year - on account of shares issued pursuant to exercise of employee stock option by the employees	7.58
As at March 31, 2023	**18.27**
Changes during the year - on account of shares issued pursuant to exercise of employee stock option by the employees	7.79
As at March 31, 2024	**26.06**

The Holding Company had issued 1,38,200 (March 31, 2023 : 2,35,000) equity shares of INR 10 each under ESOS Scheme. The excess of aggregate consideration received over the face value of shares amounting to INR 7.78 crores (March 31, 2023 : INR 7.58 crores) is credited to Securities premium.

15D. Retained earnings

Particulars	Amount
As at April 01, 2022	**2,795.38**
Profit for the year	1,141.57
Dividend paid during the year*	(142.68)
Other comprehensive income	(2.92)
As at March 31, 2023	**3,791.35**
Profit for the year	793.90
Dividend paid during the year*	(166.46)
Other comprehensive income	0.93
Dividend on Demerger	(1,597.28)
As at March 31, 2024	**2,808.55**

Retained earnings are the profit/(loss) that the Group has earned/incurred till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained earnings include re-measurement gain / (loss) on defined benefit plans, net of taxes that will not be reclassified to Statement of Profit and Loss.

* Net of dividend paid on Treasury shares acquired by GHCL Employees Stock Option Trust.

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for the as at and year ended March 31, 2024

(INR in crores)

15E. Share based payment reserve

Particulars	Amount
As at April 01, 2022	**5.48**
Reserve created during the year	9.04
As at March 31, 2023	**14.52**
Reserve created during the year	(1.56)
As at March 31, 2024	**12.96**

The parent company has share option scheme under which options to subscribe for the Company's shares have been granted to certain executives and senior employees.

The share-based payment reserve is used to recognise the value of equity-settled share-based payments provided to employees, including key management personnel, as part of their remuneration. Refer Note 33 for further details of these plans.

15F. Treasury shares

Particulars	Amount
As at April 01, 2022	**-**
Changes during the year	(5.35)
As at March 31, 2023	**(5.35)**
Changes during the year	-
As at March 31, 2024	**(5.35)**

This reserve represents own equity shares held by GHCL Employees Stock Option Trust.

15G. General reserve

Particulars	Amount
As at April 01, 2022	**5.45**
Changes during the year	-
As at March 31, 2023	**5.45**
Changes during the year	-
As at March 31, 2024	**5.45**

Under the erstwhile Companies Act 1956, general reserve was created through an annual transfer of net income at a specified percentage in accordance with applicable regulations. The purpose of these transfers was to ensure that if a dividend distribution in a given year is more than 10% of the paid-up capital of the Company for that year, then the total dividend distribution is less than the total distributable results for that year. Consequent to introduction of Companies Act 2013, the requirement to mandatorily transfer a specified percentage of the net profit to general reserve has been withdrawn. However, the amount previously transferred to the general reserve can be utilised only in accordance with the specific requirements of Companies Act, 2013.

Notes to the Consolidated Financial Statements

for the as at and year ended March 31, 2024
(INR in crores)

15H.FVTOCI reserve

Particulars	Amount
As at April 01, 2022	**13.61**
Changes during the year	(0.69)
As at March 31, 2023	**12.92**
Changes during the year	(0.94)
As at March 31, 2024	**11.98**

The Parent Company recognises the profit or loss on fair value of investments under fair value through other comprehensive income (FVTOCI) reserve.

15I. Foreign currency translation reserve

Particulars	Amount
As at April 01, 2022	**(0.33)**
Changes during the year	(0.56)
As at March 31, 2023	**(0.89)**
Changes during the year	0.12
As at March 31, 2024	**(0.77)**

The company recognises the profit or loss on fair value of investments under fair value through other comprehensive income (FVTOCI) reserve.

Particulars	Amount
Grand Total (15) as on March 2023	**3,860.18**
Grand Total (15) as on March 2024	**2,882.77**

Distributions made and proposed

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Cash dividends on equity shares declared and paid:		
Final dividend for the year ended on March 31, 2023: INR 17.50 per equity share (March 31, 2022: INR 15.00 per equity share (including INR 5.00 per equity share as a special dividend)*	166.46	142.68
	166.46	**142.68**

* Net of dividend paid on Treasury shares of INR 0.82 crores (March 31, 2023 : INR 0.70 crores) acquired by GHCL Employees Stock Option Trust

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Proposed dividends on Equity shares:		
Proposed dividend for the year ended on March 31,2023:INR 12.00/- per equity share (March 31, 2022: Rs 15.00 per equity share (including Rs 5.00 per equity share as a special dividend)**	114.31	166.46
	114.31	**166.46**

** Net of dividend proposed on Treasury shares of INR 0.56 crores (March 31, 2023 : INR 0.82 crores) acquired by GHCL Employees Stock Option Trust .

Proposed dividends on equity shares are subject to approval at the annual general meeting and are not recognized as a liability as at year end.

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16. Borrowings

16A. Non-current borrowings

Particulars	As at March 31, 2024	As at March 31, 2023
Term loans		
From banks		
Rupee term loans (secured)	114.97	242.62
Total non-current borrowings	**114.97**	**242.62**
Current borrowings		
Interest Accrued but not due on borrowings	1.07	1.48
Current maturities of long term loan		
- Rupee term loans (secured)	80.67	103.42
Total current borrowings	**81.74**	**104.90**
Total	**196.71**	**347.52**

16.1 Term loans from Banks / institutions have been secured against: -

a) Loan aggregating to Nil (March 31, 2023 INR. 3.81 crores) was secured by exclusive charge on the specific fixed assets created out of the proceeds of the loan for Holding Company's Soda Ash Division situated at village Sutrapada, Veraval in Gujarat. The term loan is repaid during current year.

b) Loan aggregating to INR 195.64 crores (March 31, 2023 INR 342.23 crores) is secured by way of first pari passu charge on movable fixed assets of Soda Ash Division situated at village Sutrapada, Veraval, Gujarat both present and future. The said loans carry interest rates ranging from 8.56% to 8.75%. The remaining tenure of the loans is 1 to 5 years.

c) Out of all the aforesaid secured Loans appearing in Note 16 (1) (a) to 16 (1) (b) totalling INR 195.64 crores (March 31, 2023 INR 346.04 crores), an amount of INR 80.67 crores (March 31, 2023 INR 103.42 crores) is due for payment in next 12 months and accordingly reported under Note 16(b) under the head "Short term borrowings" as "current maturities of long term borrowings".

16B. Current borrowings

Particulars	As at March 31, 2024	As at March 31, 2023
Short term loans from banks (secured)		
Current maturities of long term borrowings	80.67	103.42
Interest accrue but not due on borrowings	1.07	1.48
Total secured short term borrowing	**81.74**	**104.90**

16.2 Short term borrowings:

(a) The Holding Company has a total sanctioned working capital limit of INR 300 crores (March 31, 2023 : INR 300 crores) which is undrawn. Such facility is secured by way of hypothecation on inventory and trade receivables and borrowed as under:

(b) Quarterly returns or statements of current assets filed by the Company with banks or financial institutions are in agreement with the books of accounts.

16.3 The Holding Company has satisfied all the loan covenants.

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17. Provisions

17A. Long term provisions

Particulars	As at March 31, 2024	As at March 31, 2023
Provision for Mines restoration *	5.84	5.77
Total	**5.84**	**5.77**

* The Holding Company has made a provision for estimated expenditure required to restore quarries and mines. The total estimate of restoration expenses is apportioned over the years of estimated mineral reserves and a provision is made based on minerals extracted during the year. The total estimate of restoration expenses is reviewed yearly, on the basis of technical estimates.

Movement of provisions

Particulars	As at March 31, 2024	As at March 31, 2023
At the beginning of the year	5.77	7.62
Arising during the year	0.48	0.60
Utilised	(0.41)	(2.45)
At the end of the year	**5.84**	**5.77**

17B. Short term provisions

Particulars	As at March 31, 2024	As at March 31, 2023
Provision for compensated absences	12.50	12.06
Total	**12.50**	**12.06**

18. Trade payables

Particulars	As at March 31, 2024	As at March 31, 2023
Trade payables		
- Total outstanding dues of micro enterprises and small enterprises (refer note 18B for details of dues to micro and small enterprises)	34.93	36.91
- Total outstanding dues of creditors other than micro enterprises and small enterprises	185.50	192.66
	220.43	**229.57**
Trade payables related parties (refer note 36)	2.80	4.00
Trade payables other than related parties	217.63	225.57
	220.43	**229.57**

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18A. Trade Payables Ageing Schedule :

As at 31 March 2024

Particulars	Outstanding for following periods from due date of payment						
	Unbilled	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Total outstanding dues of micro enterprises and small enterprises	3.40	27.24	4.23	0.07	-	-	34.94
Total outstanding dues of creditors other than micro enterprises and small enterprises	84.31	67.14	32.83	0.04	1.15	0.02	185.49
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-	-
Total	**87.71**	**94.38**	**37.06**	**0.11**	**1.15**	**0.02**	**220.43**

As at 31 March 2023

Particulars	Outstanding for following periods from due date of payment						
	Unbilled	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Total outstanding dues of micro enterprises and small enterprises	-	36.91	-	-	-	-	36.91
Total outstanding dues of creditors other than micro enterprises and small enterprises	94.16	70.93	24.78	2.69	0.04	0.07	192.66
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-	-
Total	**94.16**	**107.83**	**24.78**	**2.69**	**0.04**	**0.07**	**229.57**

* Terms and conditions of the above trade payables :

Trade payables are non-interest bearing and normally settled on 30-90 days.

For terms and conditions with related parties (refer note 36).

18B. Details of dues to micro and small enterprises as defined under the MSMED Act, 2006 :

Particulars	As at March 31, 2024	As at March 31, 2023
i) The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
- Principal amount due to micro and small enterprises (including capital creditor of INR 3.45 crores)	38.38	36.91
- Interest due on above	-	-
ii) The amount of interest paid by the buyer in terms of section 16 of the MSMED Act 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	
- Principal	0.11	0.00
- Interest	0.00	0.00

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Particulars	As at March 31, 2024	As at March 31, 2023
iii) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act 2006.	-	-
iv) The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
v) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act 2006	-	-

19. Financial Liabilities

19A. Derivative instruments

Particulars	As at March 31, 2024	As at March 31, 2023
Derivative instruments at fair value through profit or loss		
Derivatives not designated as hedges		
Foreign exchange forward contracts	-	3.58
Total derivative instruments	**-**	**3.58**

While the Group entered into foreign exchange forward contracts with the intention of reducing the foreign exchange risk of expected sales and purchases, these other contracts are not designated in hedge relationships and are measured at fair value through profit or loss.

19B. Other financial liabilities

Particulars	As at March 31, 2024	As at March 31, 2023
Dealer deposits *	4.82	5.20
Security deposits	0.91	0.93
Capital creditors	25.38	14.05
Unpaid dividend	5.33	5.14
Others	0.39	0.50
	36.83	**25.82**

* Dealer deposits for Soda Ash division are interest bearing. Interest payable is normally settled annually.

20. Other liabilities

Particulars	As at March 31, 2024	As at March 31, 2023
Statutory dues	55.68	34.71
Liability towards Corporate Social Responsibility (Refer Note 28B)	1.29	-
Others*	0.00	-
Total other liabilities	**56.97**	**34.71**

*0.00 represents amount below INR 50,000/-.

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21. Revenue from operations

1) Disaggregated revenue information

Set out below is the disaggregation of the Company's revenue :

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Revenue from contracts with customers		
- Sale of manufactured goods	3,204.56	4,194.00
- Sale of traded goods	231.62	345.46
Total Sale of products	**3,436.18**	**4,539.46**
Other Operating Revenue		
- Sale of scrap	4.66	5.47
- Export Benefits	5.70	5.96
Total other operating revenue	**10.36**	**11.43**
Total	**3,446.54**	**4,550.89**
Type of goods or service		
Sale of manufactured products		
- Soda Ash	3,180.18	4,165.45
- Consumer Products	24.38	28.55
Sale of traded products		
- Soda Ash	197.88	315.89
- Consumer Products	33.74	29.57
Total revenue from contracts with customers	**3,436.18**	**4,539.46**
India	3,255.13	4,362.55
Outside India	181.05	176.91
Total revenue from contracts with customers	**3,436.18**	**4,539.46**
Timing of revenue recognition		
Goods transferred at a point in time	3,436.18	4,539.46
Total revenue from contracts with customers	**3,436.18**	**4,539.46**

2) Contract balances

The following table provides information about receivables, contract assets and contract liabilities from contracts with customers

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Trade receivables *	179.83	218.41
Contract liabilities	-	-
- Advances from customers**	3.31	2.68

Set out below is the amount of revenue recognised from:

Particulars	March 31, 2024	March 31, 2023
Amounts included in contract liabilities at the beginning of the year	2.68	7.08
Performance obligations satisfied in previous years	-	-

* Trade receivables are non-interest bearing and are generally on terms of 15 to 60 days.

** Advances from customers relate to payments received in advance of performance under the contract. Advances from customers are recognized as revenue as (or when) the Group performs under the contract.

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(INR in crores)

3) Reconciling the amount of revenue recognised in the statement of profit and loss with the contracted price

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Revenue as per contracted price	3,709.99	4,679.98
Adjustments :		-
Sales return	(6.11)	(4.99)
Rebates	0.92	0.62
Discounts	(268.62)	(136.14)
Revenue from contract with customers	**3,436.18**	**4,539.46**

4) The transaction price allocated to the remaining performance obligations (unsatisfied or partially unsatisfied) as at 31 March 2024 are, as follows:

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Advances from customers (Within One year)	3.31	2.68
	3.31	**2.68**

Management expects that the entire transaction price allotted to the unsatisfied contract as at the end of the reporting year will be recognised as revenue during the next financial year.

22. Other income

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
(a) Interest income on bank deposits measured at amortised cost	14.62	1.89
- Interest from Others	0.43	
(b) Dividend income	0.18	0.13
(c) Other non-operating Income		
Gain on foreign exchange (net)	0.64	0.86
Profit on sale of current investments	26.49	11.89
Fair value gain on investments at FVTPL	5.53	4.86
Insurance claims received	1.75	10.90
Miscellaneous income	2.64	3.11
	52.28	**33.64**

23. Cost of raw materials consumed (Refer Note 42)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Inventory at the beginning of the year	457.04	333.74
Add: Purchases	980.20	1,405.21
	1,437.24	**1,738.95**
Less: Inventory at the end of the year	(336.05)	(457.04)
Cost of raw material consumed	**1,101.19**	**1,281.91**

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24. (Increase)/decrease in inventories of finished goods, stock-in-trade and work-in-progress

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Opening stock		
Finished Goods	97.28	96.81
Adjustment on account of discontinued operations - Finished goods	-	(30.96)
Work-in-progress	7.21	27.92
Adjustment on account of discontinued operations - work in progress	-	(22.21)
Stock-in-trade	33.57	54.33
	138.06	**125.89**
Closing stock		
Finished goods	145.49	97.28
Work-in-progress	6.14	7.21
Stock-in-trade	18.26	33.57
	169.89	**138.06**
(Increase)/decrease in inventories		
Finished goods	(48.21)	(31.43)
Work in progress	1.07	(1.50)
Stock-in-trade	15.31	20.76
	(31.83)	**(12.18)**

25. Employee benefit expenses

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Salaries, wages and bonus	99.00	109.76
Contribution to provident and other funds	6.26	6.19
Share based payment expenses (Refer Note 33)	1.21	12.34
Gratuity expenses (Refer Note 32)	2.98	2.66
Staff welfare expenses	2.68	3.12
	112.13	**134.07**

26. Finance costs

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
a) Interest expenses :		
Interest on borrowings	22.05	31.02
Interest on others	0.44	1.59
Interest on income tax	0.02	0.45
Interest on lease liabilities (Refer Note 34)	1.40	1.37
b) Other borrowing costs	1.56	2.82
	25.47	**37.25**

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27. Depreciation and amortization expense

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Depreciation of property, plant and equipment (Refer Note 3)	98.12	90.94
Amortization of intangible assets (Refer Note 4)	1.87	1.38
Depreciation of Right-of-use assets (Refer Note 34)	2.11	1.90
	102.10	**94.22**

28. Other expenses

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Consumption of stores and spares	59.76	42.30
Other manufacturing expenses	38.84	37.06
Packing expenses	42.20	49.61
Bank Charges	1.16	1.42
Bad debts - written off	0.00	0.01
Freight and forwarding charges	237.63	230.22
Commission on sales	3.03	2.63
Travelling and conveyance	9.19	8.14
Rent	3.58	2.65
Repairs and maintenance :		
- Plant and machinery	24.35	18.67
- Buildings	1.50	1.31
- Others	9.17	6.86
Rates and taxes	0.70	0.64
Insurance	19.03	16.87
Loss on sales/discard of property, plant and equipment and assets held for sales (net)	1.96	16.22
Commission to non whole time directors	3.12	4.44
Communication expenses	1.26	1.36
Legal and professional expenses (refer note 28A below)	13.86	11.57
Donation	0.02	0.06
Donation to Political Parties*	5.00	5.50
CSR expenditure (refer details below) (note 28B)	18.09	12.31
Miscellaneous expenses	17.52	14.43
	510.97	**484.28**

*During the current year, donation of INR 5.00 crores is paid to Bharatiya Janata Party (Ahmedabad) and during the previous year, donation of INR 5.00 crores & INR 0.50 crores was paid to Bharatiya Janata Party and Indian National Congress respectively.

28A. Payment to Auditors included in legal & professional expenses :

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
To Statutory auditor:		
Audit fee	0.69	0.57
Limited reviews	0.75	0.75

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Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
In other capacity		
Other services (certification fees)	0.06	0.18
Reimbursements of expenses	0.09	0.05
	1.59	**1.55**

28B. Details of CSR expenditure

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
a. Gross amount required to be spent by the Group during the year	18.09	11.76
b. Amount approved by the Board to be spent during the year	18.09	12.01

	In cash	Yet to be paid in cash	Total
c. Amount spent during the year ending on March 31, 2024:			
i) Construction / acquisition of any asset	-	-	-
ii) On purpose other than (i) above	16.80	1.29	18.09

	In cash	Yet to be paid in cash	Total
d. Amount spent during the year ending on March 31, 2023:			
i) Construction / acquisition of any asset	-		-
ii) On purpose other than (i) above	12.31	-	12.31

e. Details related to spent / unspent obligations:		
i) Contribution to Public Trust		-
ii) Contribution to Charitable Trust	16.80	12.31
iii) Unspent amount in relation to:	-	
- Ongoing project	1.29	-
- Other than ongoing project*		

*The unspent amount has been deposited to special account in compliance of with provisions of sub section (6) of section 135 of the Companies Act, 2013 subsequent to the year end. Further there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act, 2013 in compliance with second proviso to sub Section 5 of Section 135 of the Act.

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29. Components of Other Comprehensive Income (OCI)

Particulars	FVTOCI reserve	Retained earnings	Total
The disaggregation of changes to OCI by each type of reserve in equity is shown below:			
Year ended March 31, 2024			
Re-measurement gain/(loss) on defined benefit plan (net of tax)	-	0.93	0.93
Re-measurement gain/(loss) on investment in equity (net of tax)	(0.94)	-	(0.94)
Exchange differences on translation of foreign operations	0.12	-	0.12
Total	**(0.82)**	**0.93**	**0.11**
Year ended March 31, 2023			
Re-measurement gain/(loss) on defined benefit plan (net of tax)	-	(3.40)	(3.40)
Re-measurement gain/(loss) on investment in equity (net of tax)	(0.21)	-	(0.21)
Exchange differences on translation of foreign operations	(0.56)	-	(0.56)
Total	**(0.77)**	**(3.40)**	**(4.17)**

30. Earnings per share

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the Parent by weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the parent by the weighted average number of Equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

The following reflects the income and share data used in computation of Basic EPS:	For the year ended March 31, 2024	For the year ended March 31, 2023
Profit attributable to the equity holders of the Company from :		
- Continuing operations (A)	793.90	1,115.80
- Discontinued operation (B)	-	25.77
Profit attributable to equity holders of the parent for basic earnings	**793.89**	**1,141.57**
Weighted average number of equity shares for basic EPS	9,51,55,762	9,50,81,527
Basic earnings per share (Face value of INR 10/- per equity share)		
- Continuing operations	83.43	117.35
- Discontinued operation	-	2.71
The following reflects the income and share data used in computation of Diluted EPS :		
Profit attributable to the equity holders of the Company from :		
- Continuing operations (A)	793.90	1,115.80
- Discontinued operation (B)	-	25.77
Profit attributable to equity holders of the parent adjusted for the effect of dilution (C=(A)+(B))	**793.90**	**1,141.57**
Weighted average number of equity shares and common equivalent shares outstanding for computing Diluted EPS*	9,52,73,279	9,50,81,527
Diluted earnings per equity share - (face value of INR 10/- per equity share)		
- Continuing operations	83.33	117.35
- Discontinued operation	-	2.71
*** Computation of weighted average number of Equity shares adjusted for the effect of dilution**		
Weighted average number of equity shares for Basic EPS	9,51,55,762	9,50,81,527

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The following reflects the income and share data used in computation of Basic EPS:	For the year ended March 31, 2024	For the year ended March 31, 2023
Effect of dilution:		
Employee Share Option Scheme	1,17,517	(62,410)
Weighted average number of equity shares and considered**	9,52,73,279	9,50,19,117

**For the year ended March 31, 2023, the effect of dilution on weighted average number of equity shares is anti dilutive. Therefore, weighted average number of equity shares considered for Basic EPS and Diluted EPS are same.

31. Significant accounting judgements, estimates and assumptions

The preparation of Group's financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities, income and expenses and the accompanying disclosures and disclosure of contingent liabilities. Uncertainty about the assumptions and estimates could result in outcomes that require a material adjustment to the carrying value of assets or liabilities affected in future periods.

Other disclosures relating to the Group's exposure to risks and uncertainties includes:

- Financial risk management objectives and policies in Note 40
- Sensitivity analyses disclosures in Note 32 and Note 40
- Capital Management Note 41

(i) Judgements

In the process of applying the accounting policies, management of the Holding company has made the following judgements, which have significant effect on the amounts recognised in the Consolidated financial statements:

Determining the lease term of contracts with renewal and termination options – Group as lessee

The Group determines the lease term as the non-cancellable year of a lease, together with any periods covered by an option to extend the lease if the Group is reasonably certain to exercise that option; or periods covered by an option to terminate the lease if the Group is reasonably certain not to exercise that option. In assessing whether the Group is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Group to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Group revises the lease term if there is a change in the non-cancellable year of a lease.

Revenue from contracts with customers

The Group applied the following judgements that significantly affect the determination of the amount and timing of revenue from contracts with customers:

Revenues from customer contracts are considered for recognition and measurement when the contract has been approved, in writing, by the parties to the contract, the parties to contract are committed to perform the irrespective obligations under the contract, and the contract is legally enforceable.

Judgement is required to determine the transaction price for the contract and to ascertain the transaction price to each distinct performance obligation. The transaction price could be either a fixed amount of customer consideration or variable consideration with elements such as a right of return the goods within a specified period, volume discounts, cash discount and price incentives. Any consideration payable to the customer is adjusted to the transaction price, unless it is a payment for a distinct product from the customer. The Group allocates the elements of variable considerations to all the performance obligations of the contract unless there is observable evidence that they pertain to one or more distinct performance obligations.

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Provisions and contingencies

The assessments undertaken in recognising provisions and contingencies have been made in accordance with Ind AS 37, 'Provisions, contingent liabilities and contingent assets'. The evaluation of the likelihood of the contingent events has required best judgment by management regarding the probability of exposure to potential loss.

Assessment of equity instruments

The Group has designated investments in equity instruments as FVTOCI investments since the Company expects to hold these investment with no intention to sale. The difference between the instrument's fair value and carrying amount has been recognized in retained earnings.

(ii) Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Group based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

(iii) Provision for expected credit losses of trade receivables and contract assets

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL). For trade receivables, the Group applies a simplified approach in calculating ECLs. Therefore, the Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

(iv) Impairment of non-financial assets

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Group is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes. These estimates are most relevant to impairment assessment of Property plant and equipment and intangible assets.

(v) Share-based payments

For the measurement of the fair value of equity-settled transactions with employees at the grant date, the Group uses a Black-Scholes model for Employee Share Option Plan (ESOP). The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in Note 33.

(vi) Useful lives of Property, plant and equipment

The estimated useful lives of property, plant and equipment are based on a number of factors including the effects of obsolescence, demand, competition, internal assessment of user experience and other economic factors (such as the stability of the industry, and known technological advances) and the level of maintenance expenditure required to obtain the expected future cash flows from the asset. The Group reviews the useful life of Property, plant and equipment at the end of each reporting date.

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(INR in crores)

(vii) Post-retirement benefit plans

Employee benefit obligations (gratuity obligation) are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds where remaining maturity of such bond correspond to expected term of defined benefit obligation. The mortality rate is based on publicly available mortality tables. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates. Further details about gratuity obligations are given in Note 32.

(viii) Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the Balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. Refer Note 41 for further disclosures.

(ix) Leases - Estimating the incremental borrowing rate

The Group cannot readily determine the interest rate implicit in the lease, therefore, it uses its incremental borrowing rate (IBR) to measure lease liabilities. The IBR is the rate of interest that the Group would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The IBR therefore reflects what the Group 'would have to pay', which requires estimation when no observable rates are available or when they need to be adjusted to reflect the terms and conditions of the lease. The Group estimates the IBR using observable inputs (such as market interest rates) when available and is required to make certain entity-specific estimates.

32. Defined benefit and contribution plan

Defined contribution plan

The Group makes contributions towards provident fund and superannuation fund to a defined contribution retirement benefit plan for qualifying employees. Under the plan, the Group is required to contribute a specified percentage of payroll cost to the retirement benefit plan to fund the benefits. Contribution paid for provident fund and superannuation fund are recognised as expense for the year :

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Employer's contribution to provident fund/pension scheme excluding administration charges	4.65	4.55
Employer's contribution to superannuation fund	1.09	1.16

(The amount for the year ended March 31, 2023 is excluding of INR 3.23 Crores pertaining to discontinued operations)

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Defined benefit plan

Gratuity (funded)

The employees' gratuity fund scheme managed by a Trust is a defined benefit plan. The present value of the obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognises each year of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

Employees who are in continuous service for a year of 5 years are eligible for gratuity. The amount of gratuity payable to an employee upon leaving the Group is the 50% of Fixed cost to Group per month computed proportionately for 15/26 days salary multiplied for the number of years of service. The gratuity plan is a funded plan and the Group makes contributions to Gratuity Trust registered under Income Tax Act, 1961.

The most recent actuarial valuation of plan assets and the present value of the defined benefit obligation for gratuity were carried out as at March 31, 2024. The present value of the defined benefit obligations and the related current service cost and past service cost, were measured using the Projected Unit Credit Method.

The plan assets are managed by the Gratuity Trust formed by the parent company . The management of 100% of the funds is entrusted according to norms of Gratuity Trust, whose pattern of investment is available with the Group.

Changes in the defined benefit obligation and fair value of plan assets (in respect of gratuity fund) as at March 31, 2024:

Particulars	Gratuity cost charged to profit or loss					Benefits paid	Defined Benefit obligation liabilities Transferred	Re-measurement (gains) / losses in other comprehensive income					As at March 31, 2024
	As at April 01, 2023	Service cost	Net interest expense/ (Income)	Amount included in profit or loss -discontinued operations	included in profit or loss -Continued operations *			Return on plan assets (excluding amounts included in net interest expense)	Actuarial changes arising from changes in financial assumptions/ Demographic Assumptions	Experience adjustments	Subtotal included in OCI	Contributions by employer	
Defined benefit obligation	47.93	3.22	3.54	-	6.76	(4.84)	(10.52)		(0.12)	(1.44)	(1.56)	-	37.78
Fair value of plan assets	49.84		(3.68)		(3.68)	-	(10.52)	0.32			0.32	-	42.68
Benefit assets	**(1.92)**			**-**	**3.08**						**(1.24)**		**(4.91)**

* The Gratuity cost charged to profit or loss amounting INR 0.20 crore (March 31, 2023 INR 0.09 crore) pertains to employees of captive production units and has been included in raw material and power & fuel costs as explained in Note No. 42. Further, gratuity amounting to Rs. 0.10 crores has directly been charged to statement of profit & loss for left employees.

Changes in the defined benefit obligation and fair value of plan assets (in respect of gratuity fund) as at 31st March 2023:

Particulars	Gratuity cost charged to profit or loss					Benefits paid	Defined Benefit obligation liabilities Transferred	Re-measurement (gains) / losses in other comprehensive income					As at March 31, 2023
	As at April 01, 2022	Service cost	Net interest expense/ (Income)	Amount included in profit or loss -discontinued operations	Sub-total included in profit or loss -Continued operations *			Return on plan assets (excluding amounts included in net interest expense)	Actuarial changes arising from changes in financial assumptions	Experience adjustments	Subtotal included in OCI	Contributions by employer	
Defined benefit obligation	49.81	3.55	3.41	0.77	6.19	(13.00)	-		2.28	1.88	4.16	-	47.93
Fair value of plan assets	50.31		(3.44)		(3.44)	(8.17)	-	(0.26)			(0.26)	4.00	49.84
Benefit liability/(assets)	**(0.50)**			**0.77**	**2.75**						**3.90**		**(1.92)**

* The Gratuity Cost charged to profit or loss amounting INR 0.09 crore (March 31, 2023 INR 0.14 crore) pertains to employees of captive production units and has been included in raw material and power & fuel costs as explained in Note No. 42

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The major categories of plan assets of the fair value of the total plan assets are as follows:

Particulars	As at March 31, 2024	As at March 31, 2023
Insurance fund	42.68	49.84

Particulars	As at March 31, 2024	As at March 31, 2023
The principal assumptions used in determining gratuity are:		
Mortality table - LIC	Indian Assured Lives Mortality 2012-14 (Urban)	Indian Assured Lives Mortality 2012-14 (Urban)
Discount rate	7.19%	7.39%
Estimated rate of return on plan assets	7.19%	7.39%
Estimated future salary growth	9.00%	10.00%
Rate of employee turnover	6.20%	11.50%

A quantitative sensitivity analysis for significant assumption as at March 31, 2024 is as shown below:

Assumptions	Employee turnover		Salary		Discount rate	
Sensitivity level	1% increase	1% decrease	1% increase	1% decrease	1% increase	1% decrease
Impact on defined benefit obligation	(0.18)	0.20	1.65	(1.50)	(1.51)	1.69

A quantitative sensitivity analysis for significant assumption as at March 31, 2023 is as shown below:

Assumptions	Employee turnover		Salary		Discount rate	
Sensitivity level	1% increase	1% decrease	1% increase	1% decrease	1% increase	1% decrease
Impact on defined benefit obligation	(0.28)	0.31	1.80	(1.66)	(1.68)	1.86

The following payments are projected benefits payable in future years from the date of reporting from the fund:

Particulars	As at March 31, 2024	As at March 31, 2023
Within the next 12 months (next annual reporting year)	8.82	12.27
2nd Following Year	3.96	5.79
3rd Following Year	5.23	6.53
4th Following Year	7.49	6.21
5th Following Year	3.07	7.35
Sum of Years 6 to 10	10.80	13.95
Sum of Years 11 and above	17.52	16.39
Total expected payments	**56.89**	**68.49**

The average duration of the defined benefit plan obligation at the end of the reporting year is 6 years (March, 31 2023: 5 years). The expected contribution to fund in next year is nil.

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Risks associated with defined benefit plan

Gratuity is a defined benefit plan and company is exposed to the Following Risks:

Interest rate Risk:	A fall in the discount rate which is linked to the G.Sec. Rate will increase the present value of the liability requiring higher provision. A fall in the discount rate generally increases the mark to market value of the assets depending on the duration of asset.
Salary Risk:	The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.
Investment Risk:	The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. If the return on plan asset is below this rate, it will create a plan deficit. Currently, for the plan in India, it has a relatively balanced mix of investments in government securities, and other debt instruments.
Asset Liability Matching Risk:	The plan faces the ALM risk as to the matching cash flow. Since the plan is invested in lines of Rule 101 of Income Tax Rules, 1962, this generally reduces ALM risk.
Mortality Risk:	Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.
Concentration Risk:	Plan is having a concentration risk as all the assets are invested with the insurance company and a default will wipe out all the assets. Although probability of this is very low as insurance companies have to follow stringent regulatory guidelines which mitigate risk.

33. Share based compensation

In accordance with the Securities and Exchange Board of India (share based employee benefits) Regulations, 2014 and the Guidance Note on accounting for 'Employees share-based payments, the Scheme detailed below is managed and administered, compensation benefits in respect of the scheme is assessed and accounted by the parent company. To have an understanding of the Scheme, relevant disclosures are given below.

a) The shareholders at their Annual General Meeting held on 23rd July 2015, approved in maximum limit of 50,00,000 number of stock options under the Employee Stock Option Scheme "GHCL ESOS 2015". The following details show the actual status of ESOS granted during the financial year ended on March 31, 2024.

b) During the year 4,000 equity share options lapsed upon cessation of employment.

The relevant details of the Scheme are as under:

Particulars	Grant 3	Grant 9
Date of Grant	24-Oct-2017	30-Apr-2022
Date of Board approval	24-Oct-2017	30-Apr-2022
Date of shareholder's approval	23-Jul-2015	23-Jul-2015
Number of options granted	25,000	8,11,000
Method of settlement	Equity	Equity
Vesting year (see table below)		
Fair value on the date of grant (In Rs)	110.59	201.67
Exercise year	5 Years	5 Years
Vesting conditions	As per policy approved by Shareholders	As per policy approved by Shareholders

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Details of the vesting year are:

Vesting year from the Grant date	Grant 3	Grant 9
On completion of 12 months	25,000	8,11,000

Set out below is a summary of options granted under the plan:

Particulars	As at March 31, 2024		As at March 31, 2023	
	Total No. of Stock options	Weighted average exercise price	Total No. of Stock options	Weighted average exercise price
Options outstanding at beginning of year	7,86,000	571	3,05,000	150
Options granted during the year	-	-	8,11,000	574
Options forfeited/lapsed during the year	4,000	376	95,000	284
Options exercised during the year	1,38,200	373	2,35,000	150
Options expired during the year	-	-	-	-
Options outstanding at end of year	6,43,800	375	7,86,000	571
Options vested but not exercised during the year	6,43,800	375	5,000	170

The details of activity of the Scheme have been summarized below:

Particulars	As at March 31, 2024		Grand Total of ESOS
	Grant 3	Grant 9	
	Number of options	Number of options	Number of options
Outstanding at the beginning of the year	5,000	7,81,000	7,86,000
Granted during the year	-	-	-
Forfeited during the year	-	4,000	4,000
Exercised during the year	2,200	1,36,000	1,38,200
Expired during the year	-		-
Outstanding at the end of the year	2,800	6,41,000	6,43,800
Exercisable at the end of the year	2,800	6,41,000	6,43,800
Weighted average remaining contractual life (in years)	-	-	
Weighted average fair value of options granted during the year	110.59	201.67	

Assumption of the model :

Particulars	Grant 3	Grant 9
Date of Grant	24-Oct-2017	30-Apr-2022
Stock price at the date of Grant	251.05	619.25
Exercise price	170	574
Expected volatility	36.77%	43.56%
Expected life of the option	2	2
Risk free interest rate %	6.762	6.68
Weighted average fair value as on grant date	110.59	201.67
Model Used	Black Scholes	Black Scholes

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34. Leases

Group as a lessee

The holding company has lease contracts for various items of Building and Salt works (fields taken on lease for salt production) in its operations. Leases of Building generally have lease terms between 1 and 9 years, while salt works generally have lease term of 30 years Generally, the Group is restricted from assigning and subleasing the leased assets and some contracts require the Group to maintain certain financial ratios. There are no major lease contracts that include extension and termination options and variable lease payments.

Set out below are the carrying amounts of right-of-use assets recognised and the movements during the year:

Particulars	Leasehold building	Saltworks	Total
As at April 01, 2022	**10.54**	**6.55**	**17.09**
Additions	1.05	-	1.05
Depreciation expense	(1.50)	(0.40)	(1.90)
Termination	(5.56)		(5.56)
As at March 31, 2023	**4.53**	**6.15**	**10.68**
Additions	0.93	0.33	1.27
Depreciation expense	(1.67)	(0.44)	(2.11)
Termination	-	-	-
Termination	(0.10)	-	(0.10)
As at March 31, 2024	**3.69**	**6.04**	**9.72**

Set out below are the carrying amounts of lease liabilities and the movements during the year:

Particulars	As at March 31, 2024	As at March 31, 2023
Balance at the beginning of the year	**13.84**	**20.11**
Additions	1.27	1.05
Accretion of interest	1.40	1.37
Payments	(3.03)	(8.69)
Termination	(0.11)	-
Balance at the end of the year	**13.37**	**13.84**
Current	2.07	1.35
Non-current	11.30	12.49

The maturity analysis of lease liabilities are disclosed in Note 40.

The effective interest rate for lease liabilities is 10%.

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The following are the amounts recognised in statement of profit or loss:

Particulars	As at March 31, 2024	As at March 31, 2023
Depreciation expense of right-of-use assets	2.11	1.90
Interest expense on lease liabilities	1.40	1.37
Expense relating to short-term leases *	3.58	2.65
Total amount recognised in profit or loss	**7.09**	**5.92**

*Expenses relating to short - term leases does not include figures from discontinued operations amounting INR Nil (Previous Year INR 6.01 Crore).

The Group had total cash outflows including discontinued operations for leases of INR 6.61 crores in March 31, 2024 (INR 11.34 crores in March 31, 2023). There are no non cash additions to right-of-use assets and lease liabilities. There are no future cash outflows relating to leases that have not yet commenced.

35. Commitments and contingencies

Particulars	As at March 31, 2024	As at March 31, 2023
a) Estimated value of contracts remaining to be executed on Capital Account and not provided for (net off advances) (The amount as at March 31, 2023 is excluding an amount of INR 188.25 crores pertaining to discontinued operations)	275.33	89.06
b) Contingent liabilities :		
- Claims against the Company not acknowledged as debts		
- Income tax*	47.65	12.31
- Sales tax / VAT	0.04	0.04
- Excise, Custom & Service Tax **	130.39	131.87
- Unpaid labour dues *** (amount as at March 31, 2023 is excluding Rs. 1.57 crores pertaining to Discontinued operations)	3.00	3.00
Other claims **** (amount as at March 31, 2023 is excluding Rs. 4.12 crores pertaining to Discontinued operations)	6.20	11.76

* Represents (a) demands for penalty for the assessment years 2009 - 2010 to 2011 - 2012, (b) possible liabilities of income tax mainly on account of transfer pricing adjustments for the assessment years 2016 - 2017 to 2020 - 2021 and (c) possible liabilities of income tax on account of certain disallowances for assessment years 2021 - 2022 & 2022 - 2023. The Company has filed appeals and rectification applications against the abovesaid income tax matters.

Further, the Income tax department has not allowed credits of TDS, advance & self assessment tax already paid by the Company in its demand order of Rs. 87.76 crores for assessment year 2016 - 2017 which is a mistake apparent from record and the Company has filed a rectification application under Section 154 of the Income Tax Act, 1961.

'Upon adoption of the Appendix C to Ind AS 12, the Company considered whether it has any uncertain tax positions. The Company's tax filings includes deduction relatied to 80IA, deduction allowances on subsidiary losses, 14A disallowances, transfer pricing matters and others. The taxation authorities may challenge those tax treatments. The Company determined, based on its tax compliance and transfer pricing study , that it is probable that its tax treatments will be accepted by the taxation authorities.

The aforesaid Appendix did not have an impact on the financial statements of the Company.

** Represents disputed possible liabilities on account of (a) denial of CENVAT credits (b) differential customs duties on account of classifications under different chapters of CETA and (c) other indirect tax matters.

*** Government of India vide its notification dated March 29, 2020, issued under the National Disaster Management Act 2005, directed that all employers shall make full payment of wages, of their workers at their workplaces, for the period of closure under the lockdown. Subsequently on the petition filed by some of the employers against the aforementioned notification , the Hon'ble Supreme Court of India, passed an interim order dated June 12, 2020 and directed employers to enter into a negotiation and settlement with workers for wages payment during the lockdown period. The aforesaid notification also stands withdrawn w.e.f May 18, 2020. In

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the meanwhile, the Company had made payments to its workers and will do the final settlement if any as per the final order of the Hon'ble Supreme Court of India. The estimated amount of possible liability is Rs. 3.00 crores which is dependent upon the outcome of the final order of the Hon'ble Supreme Court of India. The management has assessed that the chances of this liability getting materialized is low.

**** Claims under this heading relate to legal cases pending in different courts under the jurisdiction of Gujarat High Court and the courts subordinate to it. The matters are relating to (a) Execution of ex-parte foreign decrees which are not enforceable in India, (b) certain claims relating to contractor's workmen, whose services were terminated by the concerned contractor and the matter is between the contractor and their workmen and GHCL is made a party to the dispute only, (c) water charges in dispute with a DAM and (d) certain civil disputes.

On the basis of current status of individual case for respective years and as per legal advice obtained by the Company, wherever applicable, the Company is confident of winning the above cases and is of the view that no provision is required in respect of above cases.

(c) Guarantees:

Particulars	As at March 31, 2024	As at March 31, 2023
Corporate guarantee to Bank on behalf of erstwhile subsidiaries of the Company	3.17	3.06

36. Related party transactions

a) The following table provides the list of related parties and total amount of transactions that have been entered into with related parties for the relevant financial year

A) Key Managerial Personnel

Mr. R. S. Jalan, Managing Director

Mr. Raman Chopra, CFO & Executive Director - Finance

Mr. Neelabh Dalmia - Executive Director- Growth & Diversified Projects

Mr. Bhuwneshwar Mishra, Vice President - Sustainability & Company Secretary

B) Non-whole-time directors

Mr. Sanjay Dalmia - Non-Executive Chairman (Promoter) (upto June 30, 2023)

Mr. Anurag Dalmia - Non-Executive Chairman (Promoter)

Mrs. Vijaylaxmi Joshi - Non-Executive Independent Director

Dr. Lavanya Rastogi - Non-Executive Independent Director (upto March 31, 2024)

Dr. Manoj Vaish - Non-Executive Independent Director

Mr. Arun Kumar Jain - Non-Executive Independent Director

Justice (Retd.) Ravindra Singh - Non-Executive Independent Director

C) Relative of key managerial personnel

Mrs. Sarita Jalan, w/o Mr. R. S. Jalan

Mrs. Bharti Chopra, w/o Mr. Raman Chopra

Mrs. Vandana Mishra, w/o Mr. Bhuwneshwar Mishra

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D) **Enterprises over which key managerial personnel are able to exercise significant influence**

GHCL Foundation Trust

GHCL Employees Group Gratuity Scheme

GHCL Textiles Limited

Gujarat Heavy Chemical Limited Superannuation Scheme

Sachin Tradex Pvt Ltd

b) Transactions with relative of key management personnel

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Leasing & hire purchase transactions		
Mrs. Sarita Jalan, w/o Mr. R. S. Jalan	0.12	0.21
Mrs. Bharti Chopra, w/o Mr. Raman Chopra	0.24	0.15
Mrs. Vandana Mishra, w/o Mr. Bhuwneshwar Mishra	0.02	0.02

c) Transactions with enterprises over which significant influence exercised by directors

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
CSR Expenditure		
GHCL Foundation Trust	18.09	12.31
Contribution of Supperannuation		
Gujarat Heavy Chemical Limited Superannuation Scheme	1.09	1.24
Leasing & Hire purchase transactions		
Sachin Tradex Pvt Ltd - Car Lease	0.18	-
Purchase of Traded Goods		
GHCL Textiles Limited	18.48	-
Purchase of REC Certificate		
GHCL Textiles Limited	0.30	-
Business Support Services		
GHCL Textiles Limited	0.60	-
Reimbursement in respect of group insurance policy		
GHCL Textiles Limited	0.80	-

The sales/purchase to or from related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables. For the year ended March 31, 2024, the Holding Company has not recorded any impairment of receivables relating to amounts owed by related parties. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

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d) Compensation of key management personnel of the Group

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Mr. R. S. Jalan#	12.89	14.88
Mr. Raman Chopra#	7.89	8.87
Mr. Neelabh Dalmia	3.14	2.57
Mr. Bhuwneshwar Mishra#	0.83	0.84
Total compensation paid to key management personnel	**24.75**	**27.16**

includes leasing and hire purchase transaction entered with their respective relatives as mentioned in (c) above.

e)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Short-term employee benefits	23.51	23.17
Post-employment gratuity and medical benefits	1.24	0.51
Share-based payment transactions (Taxable component of ESOS)	-	3.48
Total compensation paid to Key Management Personnel	**24.75**	**27.16**

f) Loans recoverable from Key Management Personnel of the Company

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Net payment/(receipt) of loans & advances		
Mr. Bhuwneshwar Mishra	(0.06)	0.02
Loans recoverable at the year end		
Mr. Bhuwneshwar Mishra	**0.05**	**0.11**

g) Transactions with non-whole-time directors

Particulars	For the year ended March 31, 2024		For the year ended March 31, 2023	
Name	Sitting Fees	Commission	Sitting Fees	Commission
Mr. Sanjay Dalmia	0.00	0.225	0.02	1.13
Mr. Anurag Dalmia	0.03	1.000	0.03	0.94
Dr. Manoj Vaish	0.04	0.390	0.05	0.49
Justice Ravindra Singh	0.04	0.375	0.04	0.47
MINR Vijaylaxmi Joshi	0.05	0.375	0.06	0.47
Mr. Arun Kumar Jain	0.04	0.375	0.04	0.47
Mr. Lavanya Rastogi	0.02	0.375	0.02	0.47
	0.23	**3.115**	**0.26**	**4.44**

h)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Trade payable		
Commission payable to Non-whole time directors	2.80	4.00

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i) Disclosure required under Sec 186(4) of the Companies Act 2013 (refer note 11A)

Name of the Loanee	For the year ended March 31, 2024	For the year ended March 31, 2023
GHCL Employee Stock Option Trust	-	-
GHCL Textiles Limited (Rs. NIL (Previous year Rs. 11800/-))	-	(0.00)

37. Segment information

The Group operated two segments i.e. Inorganic Chemicals and Textiles till March 31, 2023. Pursuant to the Scheme of Demerger (refer note 45), Group's Textiles segment which included Spinning Division was disclosed as Discontinued Operations. Accordingly, the Group's continuing operations pertain to one segment i.e. Inorganic Chemicals and the Chief Operating Decision Maker (CODM) reviews the operations of the Group as a whole, hence there is no reportable segments as per Ind AS 108 "Operating Segments". The management considers that the various goods provided by the Group constitutes single business segment, since the risk and rewards from these products are not different from one another. However the Group has disclosed the following geographical information as follows:

Geographic information

Revenue from external customers

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Revenue from contract with customers		
- India	3,255.13	4,362.55
- Outside India	181.05	176.91
Total revenue per statement of profit and loss	**3,436.18**	**4,539.46**

Non-Current Operating Assets

Particulars	As at March 31, 2024	As at March 31, 2023
- India	1,831.93	1,720.76
- Outside India	-	-
Total	**1,831.93**	**1,720.76**

Notes:

(i) The revenue information above is based on the locations of the customers.

(ii) Non-current assets for this purpose consist of Property, plant and equipment and Intangible assets.

(iii) There are no customers having revenue exceeding 10% of total revenue of the Group.

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38. Hedging activities and derivatives

The Group is exposed to certain risks relating to its ongoing business operations. The primary risks managed using derivative instruments are foreign currency risk.

The Group's risk management strategy and how it is applied to manage risk are explained in Note 40.

Derivatives not designated as hedging instruments

The Holding Company uses foreign exchange forward contracts to manage some of its transaction exposures. The foreign exchange forward contracts are not designated as cash flow hedges and are entered into for periods consistent with foreign currency exposure of the underlying transactions, generally upto 4 months. These contracts are not designated in hedge relationships and are measured at fair value through profit or loss.

Particulars	Currency	Unhedged Exposure			
		As at March 31, 2024		As at March 31, 2023	
		Amount in Foreign Currency	Amount in INR	Amount in Foreign Currency	Amount in INR
Trade Receivables					
	USD	0.11	9.15	0.38	31.46
	EUR			0.01	1.09
Current Liabilities					
	USD			0.04	3.37
	EUR			0.04	3.18
	CHF			0.03	3.13
	JPY			0.11	0.07
	GBP			-	-
Non-Current Liabilities					
	USD			0.07	5.61

39. Fair values

Set out below, is a comparison by class of the carrying amounts and fair value of the Holding Company's financial instruments, other than those with carrying amounts that are reasonable approximations of fair values:

Particulars	Carrying value March 31, 2024	Fair value March 31, 2024	Carrying value March 31, 2023	Fair value March 31, 2023
Financial assets measured at fair value				
Investments* (Refer Note 5)	826.89	826.89	744.61	744.61
Derivative instruments (refer note 11B)	0.25	0.25	-	-
Financial assets measured at amortised cost				
Investments (Refer Note 5)	0.04	0.04	0.04	0.04
Security deposits (refer note 6)	2.17	2.17	1.93	1.93
Loan to employees (refer note 6A & 11A)	1.78	1.78	1.68	1.68
Others (refer note 11C)	5.24	5.24	11.89	11.89
Financial liabilities at fair value				
Derivative instruments (refer note 19A)	-	-	3.58	3.58
Financial liabilities not measured at amortised cost				
Term loans (refer note 16)	195.64	195.64	346.04	346.04

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The management assessed that cash and cash equivalents, bank balances other than cash and cash equivalents, trade receivables, export incentives receivable, GST refund receivable, subvention receivable, others (Insurance Claim receivable) trade payables and other current financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments. The other current financial liabilities represents Dealer deposits, Security deposits, Capital creditors, Unpaid dividend and Interest accrued on Bank deposits, the carrying value of which approximates the fair values as on the reporting date.

The following methods and assumptions were used to estimate the fair values:

i The fair value of the financial assets and liabilities is included at the amount at which the instrument is exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

ii The fair values of the FVTOCI financial assets are derived from quoted market prices in active markets.

39A. The following table provides the fair value measurement hierarchy of the Holding Company's assets and liabilities.

Quantitative disclosures fair value measurement hierarchy for assets as at March 31, 2024:

Particulars	Date of valuation	Carrying amount	Fair value measurement using		
			Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
FVTOCI financial investments					
Quoted equity shares (refer note 5)	March 31, 2024	420.37	420.37		
	March 31, 2023	379.77	14.93		
Unquoted debt securities (Refer Note 5)	March 31, 2024	0.04	-		0.04
	March 31, 2023	0.04	-		0.04
Financial assets measured at fair value through profit and loss					
Quoted mutual fund (refer note 5)	March 31, 2024	406.51	406.51		
	March 31, 2023	364.84	364.84		
Derivative instruments (refer note 11B)	March 31, 2024	0.25	-	0.25	-
	March 31, 2023	-	-	-	-
Financial assets measured at amortised cost					
Security deposits (refer note 6)	March 31, 2024	2.17	-	-	2.17
	March 31, 2023	1.93	-	-	1.93
Loan to employees (refer note 6A & 11A)	March 31, 2024	1.78	-	-	1.78
	March 31, 2023	1.68	-	-	1.68
Others (refer note 11C)	March 31, 2024	5.24	-	-	5.24
	March 31, 2023	11.89	-	-	11.89
Financial liability measured at fair value through profit and loss					
Derivative instruments (refer note 19A)	March 31, 2024	-	-	-	-
	March 31, 2023	3.58	-	-	3.58
Financial liabilities not measured at fair value					
Floating rate borrowings (India)	March 31, 2024	195.64	-	-	195.64
	March 31, 2023	346.04	-	-	346.04

There have been no transfers between Level 1 and Level 2 during the year.

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Particulars	Fair value hierarchy	Valuation technique	Inputs used
FVTOCI financial investments			
Quoted equity shares	Level 1	Market valuation techniques	Prevailing rates in the active markets
Quoted mutual fund	Level 1	Market valuation techniques	Prevailing rates in the active markets
Unquoted debt securities	Level 3	Discounted cash flow	Long-term growth rate for cash flows for subsequent years, weighted average cost of capital, long-term operating margin, discount for lack of marketability
Financial assets measured at fair value through profit and loss			
Derivative instruments	Level 2	Market valuation techniques	Forward foreign currency exchange rates
Financial assets measured at amortised cost			
Security deposits			
Loan to subsidiary			
Loan to ESOS trust	Level 3	Amortised Cost	Prevailing interest rates in the market, Future payouts
Loan to employees			
Financial liabilities measured at fair value			
Derivative instruments	Level 2	Market valuation techniques	Forward foreign currency exchange rates
Financial liabilities not measured at fair value			
Floating rate borrowings (India)	Level 3	Amortised Cost	Prevailing interest rates in the market, future payouts

40. Financial risk management objectives and policies

The Group's principal financial liabilities, other than derivatives, comprise loans and borrowings, lease liabilities trade and other payables. The main purpose of these financial liabilities is to finance the Group's operations and to provide guarantees to support its operations. The Holding Company's principal financial assets include loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations. The Group also holds FVTOCI & FVTPL investments and enters into derivative transactions. The Group is exposed to market risk, credit risk and liquidity risk. The Group's senior management oversees the management of these risks. The Holding Company's senior management is supported by a Banking and Operations committee that advises on financial risks and the appropriate financial risk governance framework for the Group. The financial risk committee provides assurance to the Group's senior management that the Group's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Group's policies and risk objectives. All derivative activities for risk management purposes are carried out by expert list teams that have the appropriate skills, experience and supervision. It is the Group's policy, that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below.

Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk. Financial instruments affected by market risk include investments, loans and borrowings, deposits and derivative financial instruments.

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The sensitivity analyses in the following sections relate to the position as at March 31, 2024 and March 31, 2023. The sensitivity analysis have been prepared on the basis that the amount of net debt, the ratio of fixed to floating interest rates of the debt are all constant.

a) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's long-term debt obligations with floating interest rates.

In order to optimize the Group's position with regards to interest income and interest expenses and to manage the interest rate risk, treasury performs a comprehensive corporate interest rate management by balancing the proportion of fixed rate and floating rate financial instruments in its total portfolio.

The Group is not exposed the significant interest rate as at a respective reporting date.

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings. With all other variables held constant, the Group's profit before tax is effected through the impact on floating rate borrowings, as follows:

Particulars	Increase/decrease in basis points	Effect on PBT
March 31, 2024	+/(-).50%	'(-)/+ 0.98

Particulars	Increase/decrease in basis points	Effect on PBT
March 31, 2023	+/(-).50%	'(-)/+ 1.74*

*Excludes INR 2.29 Crores pertaining to Discontinued Operations

The assumed movement in basis points for the interest rate sensitivity analysis is based on the currently observable market environment, showing a significantly higher volatility than in prior year.

b) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to its operating activities. The Group manages its foreign currency risk by hedging transactions that are expected to occur within a maximum 12 month for hedges of forecasted sales and purchases in foreign currency. The hedging is done through foreign currency forward contracts.

Foreign currency sensitivity

Particulars	Change in USD rate	Effect on PBT
March 31, 2024	+/(-)1%	'(-)/+ 0.09

Particulars	Change in USD rate	Effect on PBT in Rs
March 31, 2023	+/(-)1%	'(-)/+ 0.4

Particulars	Change in GBP rate	Effect on PBT
March 31, 2024	+/(-)1%	'+/(-) 0.00

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Particulars	Change in GBP rate	Effect on PBT
March 31, 2023	+/(-)1%	'+/(-) 0.00

Particulars	Change in CHF rate	Effect on PBT
March 31, 2024	+/(-)1%	'+/(-) 0.00

Particulars	Change in CHF rate	Effect on PBT
March 31, 2023	+/(-)1%	'(-)/+ 0.03

Particulars	Change in EUR rate	Effect on PBT
March 31, 2024	+/(-)1%	'+/(-) 0.00

Particulars	Change in EUR rate	Effect on PBT
March 31, 2023	+/(-)1%	'(-)/+ 0.04

c) Equity price risk

The Holding Company's listed equity securities and mutual funds are susceptible to market price risk arising from uncertainties about future values of the investment securities. The Group manages the equity price risk through diversification and by placing limits on individual and total equity instruments. Reports on the equity portfolio are submitted to the Group's senior management on a regular basis. The Group's Board of Directors reviews and approves all equity investment decisions.

At the reporting date, the exposure to unlisted equity securities at fair value was Nil as on March 31, 2024 (INR Nil as on March 31, 2023).

At the reporting date, the exposure to listed equity securities at fair value was INR 13.86 crore as on March 31, 2023 (INR 14.93 crores as on March 31, 2023). A decrease of 10% on the NSE/BSE market index could have an impact of approximately INR 1.49 crore on the OCI or equity attributable to the Holding Company. An increase of 10% in the value of the listed securities would also impact OCI and equity. These changes would not have an effect on profit or loss.

Further, at the reporting date, the Holding Company has exposure to investments in mutual funds of INR 406.51 crores (INR 364.84 crores as on March 31, 2023). A decrease of 10% in the value of Mutual fund Holding Company.

d) Commodity risk

The Holding Company is impacted by the price volatility of coal. Its operating activities require continuous manufacture of Soda Ash, and therefore require a regular supply of coal. Due to the significant volatility of the price of coal and cotton in international market, the holding company has entered into purchase contract for coal with its designated vendor(s). The price in the purchase contract is linked to the certain indexes. The Holding Company's commercial department has developed and enacted a risk management strategy regarding commodity price risk and its mitigation.

e) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with Banks and financial institutions, foreign exchange transactions and other financial instruments.

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Trade receivables

Customer credit risk is managed by business unit subject to the Holding Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on customer profiling, credit worthiness and market intelligence. Outstanding customer receivables are regularly monitored and any shipments to major customers are generally covered by letters of credit or other forms of credit insurance.

An impairment analysis is performed at each reporting date on an individual basis for major customer In addition, a large number of minor receivables are categorized and assessed for impairment collectively. The calculation is based on exchange losses historical data. The Group does not hold collateral as security. The Group evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets.

Financial instruments and cash deposits

Credit risk from balances with banks is managed by the Group's treasury department in accordance with the Group's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. Counterparty credit limits are reviewed by the Group's Board of Directors on an annual basis, and may be updated throughout the year subject to approval of the Banking & Operations Committee. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

The Group's maximum exposure to credit risk for the components of the Balance sheet at March 31, 2024 and March 31, 2023 is the carrying amounts. The Holding Company's maximum exposure relating to financial guarantees and financial derivative instruments is noted in note on commitments and contingencies and the liquidity table below.

Liquidity risk

Liquidity risk is the risk that the Group will encounter in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The approach of the Group to manage liquidity is to ensure, as far as possible, that it should have sufficient liquidity to meet its respective liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risk damage to their reputation. The Group also believes a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due. The Group assessed the concentration of risk with respect to refinancing its debt and concluded it to be low.

The table below summarises the maturity profile of the Group's financial liabilities based on contractual undiscounted payments excluding Discontinued operations :

As at March 31, 2024	On Demand	0 to 12 months	1 to 5 years	> 5 years	Total
Borrowings	-	81.74	114.97	-	196.71
Trade payables	-	220.43	-	-	220.43
Lease Liabilities	-	2.07	3.67	7.63	13.37
Other financial liabilities	-	35.92	0.91	-	36.83
	-	**340.16**	**119.55**	**7.63**	**467.34**

As at March 31, 2023	On Demand	0 to 12 months	1 to 5 years	> 5 years	Total
Borrowings		104.90	236.48	6.14	347.52
Trade payables	-	229.57	-	-	229.57
Lease Liabilities	-	2.67	9.13	16.27	28.07
Other financial liabilities	-	24.88	0.93	-	25.81
	-	**362.02**	**246.54**	**22.41**	**630.97**

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41. Capital management

For the purpose of the Group's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the Group. The primary objective of the Holding Company's capital management is to maximise the shareholder value.

The Group manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Holding Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Group monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Holding Company's policy is to keep the gearing ratio of less than 75%. The Group includes within net debt, interest bearing loans and borrowings, lease liabilities, trade and other payables, less cash and cash equivalents.

Particulars	As at March 31, 2024	As at March 31, 2023
Borrowings	196.71	347.52
Trade payables	220.43	229.57
Lease liabilities	13.37	28.07
Other financial liabilities	36.83	63.21
Less: Cash and bank balances	(48.73)	(123.40)
Net debt	**418.61**	**544.97**
Equity	2,978.49	3,955.77
Capital and net debt	**3,397.10**	**4,500.74**
Gearing ratio	12.32%	12.11%

In order to achieve this overall objective, the Group's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current year.

No changes were made in the objectives, policies or processes for managing capital during the year ended March 31, 2024 and March 31, 2023.

42. Cost of raw materials consumed and power, fuel and water costs include expenditure on captive production of salt, limestone, briquette and lignite as under:

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Cost of raw materials consumed	19.08	19.09
Power, fuel and water	2.26	2.74
Total	**21.34**	**21.83**

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These expenses if reclassified based on nature will be as follows:

Particulars	For the year ended March 31, 2024			For the year ended March 31, 2023		
	As disclosed in these financial statements	Add : Expenditure included in raw material cost & Power and fuel	Total expenditure	As disclosed in these financial statements	Add :Expenditure included in raw material cost & Power and fuel	Total expenditure
Other Income	51.85	(0.99)	50.86	38.63	(2.15)	36.48
Employee benefit expenses	112.05	8.14	120.19	133.70	9.21	142.91
Finance cost	25.46	0.05	25.51	-	-	-
Depreciation and amortization expenses	102.10	-	102.10	94.22	0.23	94.45
Consumption of stores and spares	59.76	1.27	61.03	42.30	0.42	42.72
Other manufacturing expenses	38.84	0.40	39.24	37.06	0.57	37.63
Freight and forwarding charges	237.63	2.05	239.68	230.22	2.86	233.08
Travelling and conveyance	9.19	0.92	10.11	8.14	0.98	9.12
Rent	3.58	0.96	4.54	2.65	1.07	3.72
Repairs and maintenance :						
- Plant and machinery	24.35	1.06	25.41	18.67	0.52	19.19
- Buildings	1.50	0.22	1.72	1.31	0.32	1.63
- Others	9.17	0.29	9.46	6.86	0.45	7.31
Rates and taxes	0.70	0.11	0.81	0.64	0.18	0.82
Insurance	19.03	4.28	23.31	16.87	4.29	21.16
Loss on sales/discard of property, plant and equipment and assets held for sales (net)	1.96	(0.00)	1.96	16.22	0.02	16.24
Communication expenses	1.26	0.04	1.30	1.36	0.22	1.58
Legal and professional expenses	13.86	0.17	14.03	11.57	0.67	12.24
Miscellaneous expenses	17.52	2.36	19.88	14.43	1.96	16.39
Total	**729.81**	**21.34**	**751.15**	**674.85**	**21.83**	**696.68**

43. In prior years as per SEBI (ESOS & ESPS) guidelines 1999 the Employees Stock Option Schemes of Holding Company was administered by the registered Trust named GHCL Employees Stock Option Trust. However, the SEBI circular dated November 29, 2013, required the closure of all Employee Stock Option Trusts by June 2014. Accordingly, GHCL closed its ESOS Scheme, disposed of GHCL shares but retained its ESOS Trust for a limited purpose of litigation. ESOS Trust owns 20,46,195 GHCL shares, out of which 15,79,922 shares were illegally sold by broker involved, against which ESOS Trust has initiated legal proceedings and 4,66,273 shares were blocked for transactions by Stock exchange under legal proceedings. During the earlier year, 4,66,273 shares were transferred/released to ESOS Trust as per NSE order dated July 24, 2019 and are currently held by the Trust.

During the tenure of ESOS Trust, the Group had advanced INR 29.54 crores interest free loan to the Trust to buy the shares and at the end of March, 2014, the Group had written off an amount of INR 23.34 crores due from ESOS Trust on account of permanent diminution in the value of 20,46,195 shares as on March 31, 2014 held by the Trust.

Once the legal matter will settle ESOS Trust will get the possession of 15,79,922 shares also, the sale proceeds from the disposal of these 20,46,195 shares by ESOS Trust will first be used to repay the loan amounting to INR 29.54 crores due to the Group which includes restatement of earlier write-off of INR 23.34 crores taken in March, 2014 and the balance surplus (if any) will be used for the benefit of the employees of the Company as per the recommendation of GHCL's Compensation Committee.

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44. Remittances during the year in Foreign currency on account of

Dividend for the financial year ended	For the year ended March 31, 2024	For the year ended March 31, 2023
Dividends to non-resident shareholders	8.08	8.80
Number of non-resident shareholders	525	537
Number of shares	58,60,759	58,68,559

45. Discontinued Operations

(A) Home Textile Business

Pursuant to the Business Transfer Agreement dated December 06, 2021 and Amendment to Business Transfer Agreement dated March 30, 2022 with Indo Count Industries Limited (ICIL), the Holding Company on April 02, 2022 transferred its Home Textile Business (comprising of weaving, processing, cutting and sewing of home textiles products, hereinafter referred as “HT Business”) as a going concern on a slump sale basis during the previous year after satisfaction of conditions precedent as stipulated in these agreements at a consideration of INR 562.34 crores. In addition, Grace Home Fashions LLP (‘GHF’), a wholly owned erstwhile subsidiary of the Holding Company also transferred its identified assets (i.e., inventory and intellectual property) to Indo Count Global Inc., USA (US subsidiary of ICIL) on April 02, 2022 at a consideration of INR 31.77 crores pursuant to fulfilment of conditions precedent as per the Asset Transfer Agreement (ATA) dated December 06, 2021 and Amendment agreement (‘AATA’) dated March 30, 2022 for transfer of its identified assets. Grace Home Fashion LLC has been dissolved on March 02, 2023.

Consequent to the above, the resultant profit of INR 75.73 crores (net of current and deferred tax impact of INR 4.11 crores on such sale of the HT Business recognised under Exceptional Items. The Holding Company's current tax obligation for the previous year arising from such sale was booked in accordance with the provision of the Income Tax Act, 1961.

(B) Spinning Division

The Board of Directors of the Company at their meeting held on December 06, 2021 approved a Scheme of Arrangement under Section 230 – 232 of the Companies Act 2013 of demerger of Spinning Division of GHCL Limited (“Demerged Company”/”Company”) into GHCL Textiles Limited (“Resulting Company”) (“the Scheme”) and the said Scheme was sanctioned by the Hon’ble National Company Law Tribunal, Ahmedabad (NCLT) vide its order dated February 08, 2023.

As per the Scheme, the accounting has been carried out on the April 01, 2023 being the Appointed date and effective date i.e. the date on which the Company filed the Certified True Copy of the NCLT order along with the sanctioned Scheme with the ROC. However, Appendix A of Ind AS 10 ‘Distribution of Non-cash Assets to Owners’ prescribed under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time required the Company to account for such Scheme in the previous year ended March 31, 2023 since the substantial conditions relating to transfer of the demerged undertaking were met during the previous year ended March 31, 2023. Since the Certified True Copy of the NCLT order along with the sanctioned Scheme with the ROC was filed on April 01, 2023, accounting effect in respect of the Scheme has been given in these standalone financial statements during the current year instead of previous year ended March 31, 2023, as the sanctioned scheme prevails over the applicable Indian Accounting Standards.

The Company had accordingly, debited the fair value of Demerged undertaking i.e. fair value of net assets of Spinning Division distributed to the shareholders of the Company, amounting to Rs. 1,597.28 crores to the retained earnings in the Statement of Changes in Equity as dividend distribution. The difference between the fair value and the carrying amount of net assets of Rs. 1,359.28 crores of Spinning Division as at April 01, 2023 has been recognised as gain on demerger of Spinning Division in the Statement of Profit and Loss as an Exceptional item amounting to Rs. 219.29 crores (net of estimated transaction cost and income tax on transaction cost) during the current year. Further, upon the Scheme becoming effective, the investment made by the Company in Resulting Company was cancelled.

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The estimated transaction cost represents stamp duty payable (net of tax) by the Company for registration of freehold land & building in the name of the Resulting company. Such stamp duty has been adjudicated by the government authorities during the year, however the same has been disputed by the Company. Consequently, title deeds of freehold land and building transferred to pursuant to the Scheme of Arrangement continue in the name of the Company and the title will be transferred upon discharge of the stamp duty liability.

As a consideration for the Demerger, the resulting company has issued its equity shares to the shareholders of the Company as on the record date in a 1:1 swap ratio (i.e. one share of INR 2 each is issued by the Resulting company for every one share of INR 10 each held in the Company).

(C) The net results of Home Textiles Business and Spinning Division has been disclosed separately as discontinued operation as required by Indian Accounting Standard (Ind AS) 105 Asset Held for Sale and Discontinued Operations and Schedule III to the Companies Act, 2013.

The following information relates to discontinued operations of Home Textiles Division and Spinning Division:

(i) Results of HT Business and Spinning Division are presented below:

Particulars	For the year ended March 31, 2023		
	HT Business	Spinning Division	Total
Revenue from continuing operations			
Revenue from operations	60.64	1,031.41	1,092.05
Other income	0.40	5.40	5.80
Total Income	**61.04**	**1,036.81**	**1,097.85**
Expenses			
Cost of raw materials consumed	(0.38)	789.60	789.22
Purchase of stock in trade	7.31	-	7.31
(Increase)/ Decrease in inventories of finished goods, stock-in-trade and work-in-progress	40.78	(30.58)	10.20
Power, fuel and water	0.20	60.71	60.91
Employee benefit expenses	0.65	54.28	54.93
Depreciation and amortization expense	-	40.03	40.03
Finance costs	0.54	7.31	7.85
Other expenses	1.57	92.46	94.03
Total expenses	**50.67**	**1,013.81**	**1,064.48**
Profit before tax	**10.37**	**23.00**	**33.37**
Tax expense:			
Current tax	2.61	1.56	4.17
Deferred tax	-	3.42	3.42
Total tax expense	**2.61**	**4.99**	**7.60**
Profit for the year	**7.76**	**18.01**	**25.77**
Earnings per share			
Basic	0.77	1.79	2.56
Diluted	0.77	1.79	2.56

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(ii) Major class of assets and liabilities of HT Business and Spinning Division are presented below:

Particulars	As at March 31, 2023 Spinning Business
Assets	
Non-current assets	
Property, plant and equipment	932.41
Capital work-in-progress	89.36
Other intangible assets	0.16
Investments	1.23
Other non-current financial assets	14.20
Other-non current assets	34.57
Total Non current assets (A)	**1,071.93**
Current assets	
Inventories	350.79
Trade receivables	88.91
Cash and cash equivalents	37.23
Loans current	0.33
Other current financial asset at amortised cost	5.84
Other current assets	62.60
Total current assets (B)	**545.70**
Assets held for sales (C)	0.23
Total assets (D) = (A+B+C)	**1,617.85**
Liabilities	
Non-current liabilities	
Financial liabilities	
Borrowings	53.42
Deferred tax liabilities (net)	118.52
Total Non current liabilities (D)	**171.94**
Current liabilities	
Borrowings	25.17
Trade payables	44.56
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	
Other financial liabilities current	2.60
Provisions	9.70
Contract liabilities	3.80
Other liabilities	0.81
Total current liabilities (E)	**86.64**
Total liabilities (F) = (D+E)	**258.58**
Net Assets (C-F)	**1,359.28**

(iii) Net Cash flow attributable to Discontinued Operations are as follows:

Particulars	For the year ended March 31, 2023
Net cash generated from operating activities (A)	379.06
Net cash flow (used in) investing activities (B)	(187.09)
Net cash (used in) financing activities (C)	(156.53)
Net increase in cash and cash equivalents (A+B+C)	**35.44**
Cash and cash equivalents at the beginning of the year	1.79
Cash and cash equivalents at the end of the year	37.23

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for the as at and year ended March 31, 2024
(INR in crores)

46. Group information

(i) The Consolidated financial statement of the Group includes subsidiaries are mentioned below :-

S. No	Name of the entity	Country of incorporation	Nature	Ownership interest held by the Group	Year Ended	Net Assets, i.e., total assets minus total liabilities		Share in profit or loss (continuing and discontinue operations)		Share in other Comprehensive Income		Share in Total Comprehensive income	
						As % of consolidated Net Assets	Amount (INR In crores)	As % of consolidated profit or loss	Amount (INR In crores)	As % of consolidated other comprehensive Income	Amount (INR In crores)	As % of consolidated comprehensive Income	Amount (INR In crores)
1	2	3	4	5	6	7	8	9	10	11	12	13	14
(I)	**Parent**												
	GHCL Limited	India	Parent Company		March 31, 2024	99.72%	2,970.04	99.96%	793.55	-9.49%	(0.01)	99.94%	793.54
					March 31, 2023	99.51%	3,933.88	97.82%	1,116.71	86.53%	(3.61)	97.86%	1,113.10
(II)	**Indian Subsidiaries having no minority interests**												
	1 GHCL Textiles Limited*	India	WOS	100%	March 31, 2024	0.00%	-	0.00%	-	0.00%	-	0.00%	-
					March 31, 2023	0.00%	0.00	0.01%	(0.01)	0.00%	-	0.00%	(0.01)
(III)	**Foreign Subsidiaries having no minority interests**												
	1 Grace Home Fashions LLC **	USA	WOS	100%	March 31, 2024	0.00%	-	0.00%	-	0.00%	-	0.00%	-
				100%	March 31, 2023	0.00%	-	1.15%	13.04	35.68%	(1.49)	1.02%	11.55

Notes to the Consolidated Financial Statements

for the as at and year ended March 31, 2024

(INR in crores)

S. No	Name of the entity	Country of incorporation	Nature	Ownership interest held by the Group	Year Ended	Net Assets, i.e., total assets minus total liabilities		Share in profit or loss (continuing and discontinue operations)		Share in other Comprehensive Income		Share in Total Comprehensive income	
						As % of consolidated Net Assets	Amount (INR In crores)	As % of consolidated profit or loss	Amount (INR In crores)	As % of consolidated other comprehensive Income	Amount (INR In crores)	As % of consolidated comprehensive Income	Amount (INR In crores)
2	Dan River Properties LLC	USA	WOS	100%	March 31, 2024	0.27%	7.96	0.04%	0.34	109.49%	0.12	0.06%	0.46
				100%	March 31, 2023	0.19%	7.50	0.01%	0.10	-13.82%	0.58	0.06%	0.68
	Other consolidation adjustment				March 31, 2024	0.02%	0.49	0.00%	-	0.00%	-		-
					March 31, 2023	0.30%	11.73	1.03%	11.73	19.55%	0.35		12.08
	Total - March 31, 2024					**100%**	**2,978.49**	**100%**	**793.89**	**100%**	**0.11**		**794.01**
	Total - March 31, 2023					**100%**	**3,953.11**	**100%**	**1141.57**	**128%**	**(4.17)**		**1,137.40**

Note

(i) WOS refers to 'Wholly Owned Subsidiary'

(ii) During the current year, in the consolidated financial statements, the figures of subsidiary Company Dan River Properties LLC have been incorporated based on the management-approved unaudited financial statements (During previous year ,In the consolidated financial statements, the figures of subsidiary Company GHCL Textiles Limited have been incorporated based on the audited financial statements and other subsidiary companies have been consolidated based on management approved unaudited financial statements).

* Ceased to be subsidiary w.e.f. April 01, 2023 due to scheme of demerger

** Dissolved w.e.f March 02, 2023

47. Additional regulatory information

1 The Group do not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.

2 The Group do not have any transactions with Companies struck off.

3 The Group do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

4 The Group has not traded or invested in Crypto currency or Virtual Currency during the financial year.

Notes to the Consolidated Financial Statements

for the as at and year ended March 31, 2024
(INR in crores)

5 The Group have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

6 The Group have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(B) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,

7 The Group does not any such transaction which are not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961

8 Ratio Analysis and its elements of continuing Operations:

Particulars	Numerator	Denominator	March 31, 2024	March 31, 2023*	Variation	Reason for variance
(a) Current Ratio,	Current Assets	Current Liabilities	4.30	4.16	3%	
(b) Debt-Equity Ratio,	Total Debt	Shareholders Equity	0.07	0.11	-40%	Due to repayments of borrowings & refer * below
(c) Debt Service Coverage Ratio,	Earnings for debt service = Net profit after taxes + Non-cash operating expenses	Debt service = Interest & Lease Payments + Principal Repayments	4.01	3.40	18%	
(d) Return on Equity Ratio,	Net Profits after taxes – Preference Dividend (if any)	Average Shareholder's Equity	0.23	0.33	-31%	Due to lower net profit during the current year.
(e) Inventory turnover ratio,	Cost of goods sold	Average Inventory	2.78	3.75	-26%	Refer * below

Notes to the Consolidated Financial Statements

for the as at and year ended March 31, 2024

(INR in crores)

Particulars	Numerator	Denominator	March 31, 2024	March 31, 2023*	Variation	Reason for variance
(f) Trade Receivables turnover ratio,	Net credit sales = Gross credit sales - sales return	Avg. Accounts Receivable	17.31	5.45	218%	
(g) Trade payables turnover ratio,	Net credit purchases = Gross credit purchases - purchase return	Average Trade Payables	5.32	8.28	-36%	Refer * below
(h) Net capital turnover ratio,	Net sales = Total sales - sales return	Working capital = Current assets – Current liabilities	2.52	3.56	-29%	Refer * below
(i) Net profit ratio,	Net Profit	Net sales = Total sales - sales return	0.23	0.20	15%	
(j) Return on Capital employed,	Earning before interest and taxes	Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability	43%	42%	4%	
(k) Return on investment-Mutual fund	Fair value gain on investment at FVTPL and gain on sales of investments including fair value gain on FVOCI	Investment	1.36%	8.40%	-84%	Refer * below
L) Operating profit Margin (%)	Earning before interest and taxes	Revenue from operations	29.51%	27.00%	9%	
m) Return on Net Worth (%)	Total comprehensive income for the year, net of tax	Net worth	0.27	0.29	-8%	

Notes to the Consolidated Financial Statements

for the as at and year ended March 31, 2024
(INR in crores)

48. Assets held for Sale and discontinued operations

Particulars	As at March 31, 2024	As at March 31, 2023
(a) Assets classified as held for Sale and discontinued operations		
Discontinued operations - (footnote"ii)	-	1,617.63
Assets held for Sale (footnote"iii)	-	0.23
(b) Liabilities directly associated with discontinued operations		
Discontinued operations - (footnote"ii)	-	258.59

(i) For details of discontinued operation relates to spinning division - Refer Note 45B &C.

(ii) The management had balance excessive and surplus land of 4.84 acres outside the premises of factory at Madurai. During the previous year the Company sold/disposed 4.37 acres of land and balance land has been transferred to GHCL Textiles pursuant to scheme of arrangement.

Particulars	As at March 31, 2024		As at March 31, 2023	
	Acres	Amount	Acres	Amount
Opening balance	-	-	4.84	3.61
Add: Transferred from Property, plant and Equipment				
Less: Sold/Disposed	-	-	4.37	3.38
Less: Transferred to GHCL Textiles pursuant to scheme of arrangement	-	-	0.47	0.23
Closing balance	-	-	-	-

49. Reclassification in the statement of profit and Loss :

Based on review of commonly prevailing practices and to align with presentation used by the peer group companies, the management of the Holding Company has reclassified Scrap Sales from head Other income to Other operating revenue under Revenue from Operations of Rs. 5.47 crores for the year ended March 31, 2023. Further, the Holding Company has reclassified Bank charges from head Finance cost to Other expenses of Rs. 1.42 crores for the year ended March 31, 2023.

The management believes that the such reclassification does not have any material impact on information presented in the Statement of Profit and loss and in the balance sheet at the beginning of the preceding period. Accordingly, the Group has not presented third balance sheet in the financial statements/results.

50. The Holding Company had entered into a Business Transfer Agreement ("BTA") with Ajmera Cements Private Limited ("Seller") on February 16, 2023 for the acquisition of assets located in the Junagarh district of Gujarat for a consideration of Rs. 27 crores. The said transaction has been completed during the current year and has been accounted in accordance with applicable accounting standard.

51. Management note on Audit Trail

The Group has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software, except that audit trail feature is not enabled for (a) certain changes made using privileged/ administrative access rights to the SAP application and/or the underlying Hanna database, (b) For tables for depreciation keys, depreciation Area company codes in Assets accounting and (c) in respect of other software used by the Company to maintain payroll records. Wherever audit trail is enabled, no instance of audit trail feature being tampered with was noted in respect of above said software.

Notes to the Consolidated Financial Statements

for the as at and year ended March 31, 2024
(INR in crores)

52. Exceptional Item

Exceptional item for the current year pertains to gain on the demerger of the Spinning Division (net of transaction cost and income tax on transaction cost) (refer Note 45B)

Exceptional item for the previous year pertains to the net profit realized on the Divestment of Home Textiles Business, after considering the Chargeback by Customers, Current Tax & Deferred Tax attributable to it (Refer note 45A).

53. Standards notified but not yet effective :

There are no new standards that are notified, but not yet effective, upto the date of issuance of the Group's financial statements.

As per report of even date

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration No. 301003E/E300005

sd/-
per **Sanjay Vij**
Partner
Membership No. 095169

Place : New Delhi
Date: May 06, 2024

For and on behalf of Board of Directors of
GHCL Limited (CIN : L24100GJ1983PLC006513)

sd/-
Manoj Vaish
Director
DIN: 00157082

sd/-
R. S. Jalan
Managing Director
DIN: 00121260

sd/-
Raman Chopra
CFO & Executive
Director-Finance
DIN: 00954190

sd/-
Bhuwneshwar Mishra
Vice President- Sustainability
& Company Secretary
Membership No.: FCS 5330

Place : New Delhi
Date: May 06, 2024

Form AOC-1 Part "A" Subsidiaries

Statement Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014

S. No.	Particulars	Dan River Properties LLC
i.	Name of Subsidiary	
ii.	The date since when subsidiary was acquired	
iii.	Reporting period for the subsidiary concerned	March 31,2024
iv.	Reporting Currency and Exchange rate as on the last date of the relevant financial year/Period.	USD 1 USD = INR 83.41
v.	Share Capital	0.00
vi.	Reserve & Surplus	7.96
vii.	Total Assets	8.45
viii.	Total Liabilities	0.49
ix.	Investments	-
x.	Turnover	0.43
xi.	Profit before Taxation	0.34
xii	Provision for taxation	-
xiii.	Profit after Taxation	0.34
xiv.	Proposed Dividend	-
xv.	% of Shareholding	100.00%

For and on behalf of the Board of Directors

sd/-
Manoj Vaish
Director
DIN:00157082

sd/-
Raman Chopra
CFO & Executive Director (Finance)
DIN:00954190

Place: New Delhi
Date : May 06, 2024

sd/-
R.S. Jalan
Managing Director
DIN: 00121260

sd/-
Bhuwneshwar Mishra
Vice President-
Sustainability & Company Secretary
Membership No.: FCS 5330

Notes

GHCL

GHCL Limited

A Dalmia Brothers Enterprise

Registered Office
"GHCL HOUSE"
Opp. Punjabi Hall
Navrangpura, Ahmedabad-380 009,
Gujarat

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