

February 28, 2024

फाल्गुन – कृष्ण पक्ष, चतुर्थी  
विक्रम सम्बत २०८०

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

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

Dear Sir / Madam,

**Sub: Intimation as per Regulation 30 for Declaration of Results of Postal Ballot of GHCL Limited and details of the voting as per Regulation 44 (3) of the Listing Regulations, 2015**

In continuation to our earlier letter dated January 25, 2024 regarding "submission of Postal Ballot Notice and pursuant to requirement of Regulation 30 & Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as "Listing Regulations") read with other applicable provisions, if any, we are pleased to inform that based on the postal ballot voting through e-voting by the members of the Company and as per the Scrutinizer's report dated February 28, 2024, all the three special resolutions contained in the Postal Ballot Notice dated January 19, 2024 have been approved by the members with requisite majority.

We would like to inform you that pursuant to the provisions of Section 108 and Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations, the Company had availed E-voting facility provided by Central Depository Services (India) Limited (CDSL), to exercise voting right by members of the Company. We would further like to inform you that e-voting period commenced at 9:00 a.m. on Monday, January 29, 2024 at 09.00 a.m. (IST) and ends on Tuesday, February 27, 2024 at 05.00 p.m. (IST) (inclusive of both days).

We would also like to inform that Mr. Manoj R. Hurkat, Practicing Company Secretary holding Membership No. F4287 and Certificate of Practice No. 2574 who was appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner, has submitted their Scrutinizers' report. The Summary of the outcome of postal ballot approval is given below;

**Special Resolutions:**

1. Approval for re-appointment of Dr. Manoj Vaish (DIN: 00157082), as an Independent Director of the Company for a period of five years w.e.f. April 1, 2024 and for a term up to March 31, 2029 (i.e. more than 98%).
2. Approval for re-appointment of Justice (Retd.) Ravindra Singh (DIN: 08344852), as an Independent Director of the Company for a period of five years w.e.f. April 1, 2024 and for a term up to March 31, 2029 (i.e. more than 98%).



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](mailto:ghclinfo@ghcl.co.in) , Website : [www.ghcl.co.in](http://www.ghcl.co.in)

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

3. Approval for re-appointment of Mr. Arun Kumar Jain, Ex-IRS (DIN: 07563704), as an Independent Director of the Company for a period of five years w.e.f. April 1, 2024 and for a term up to March 31, 2029 (i.e. more than 98%).

We would like to further inform you that the above resolutions has been taken as passed on the last date specified by the Company through e-voting i.e. Tuesday, February 27, 2024, "deemed date of passing of the resolution".

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

We would like to further inform that details of re-appointed Independent Directors (including profile of directors) were mentioned in the Postal Ballot Notice. However, brief details of the same are enclosed as **Annexure - 3**.

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

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

Please note that copy of this communication shall also be available on the website of the company ([www.ghcl.co.in](http://www.ghcl.co.in)), BSE Limited ([www.bseindia.com](http://www.bseindia.com)) and National Stock Exchange of India Limited ([www.nseindia.com](http://www.nseindia.com)). You are requested to kindly take note of the same and disseminate the information on your website.

Thanking you

Yours faithfully

For GHCL Limited



**Bhuwleshwar Mishra**  
**VP-Sustainability & Company Secretary**  
Membership No.: FCS 5330

CC:

To

**Central Depository Services (India) Ltd., - For Website Updation**  
Marathon Futurex Unit No. 2501, 25<sup>th</sup> Floor, A-Wing,  
Mafatlal Mills Compound, N M Joshi Marg,  
Lower Parel, Mumbai – 400 013  
Tel:022-23058645/8674  
**Email Id: [helpdesk@cdslindia.com](mailto:helpdesk@cdslindia.com)**

Encl.: as above

## Annexure - 1

**GHCL LIMITED - Details of voting results under regulation 44 (3) of the SEBI (LODR) Regulations, 2015 for postal ballot notice dated January 19, 2024**

Date of the AGM / EGM:	Not Applicable*
Cut-off date	January 19, 2024
Total number of shareholders on Cut-off date (on January 19, 2024):	110362
No. of shareholders present in the meeting either in person or through proxy:	N/A
Promoters and Promoter Group:	N/A
Public:	N/A
No. of shareholders attended the meeting through Video Conferencing:	N/A
Promoters and Promoter Group:	N/A
Public:	N/A



\*Please note that Results were declared on February 28, 2024. However, resolution has been taken as passed on the last date specified by the Company through e-voting i.e. Tuesday, February 27, 2024, "deemed date of passing of the resolution".

Note: The Postal Ballot notice was for seeking approval of members by way of special resolution in respect of Re-appointment of three Independent Directors (i.e. Dr. Manoj Vaish, Justice Ravindra Singh and Mr. Arun Kumar Jain) contained in the Postal Ballot Notice dated January 19, 2024 has been approved by the members with requisite majority.


## GHCL Limited

Resolution Required :Special			1 - Approval for re-appointment of Dr. Manoj Vaish (DIN: 00157082), as an Independent Director of the Company for a period of five years w.e.f. April 1, 2024					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	18214485	18197907	99.9090	18197907	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>18197907</b>	<b>99.9090</b>	<b>18197907</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	32128624	28106010	87.4797	27210071	895939	96.8123	3.1877
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>28106010</b>	<b>87.4797</b>	<b>27210071</b>	<b>895939</b>	<b>96.8123</b>	<b>3.1877</b>
Public Non Institutions	E-Voting	45380877	2320149	5.1126	2307478	12671	99.4539	0.5461
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2320149</b>	<b>5.1126</b>	<b>2307478</b>	<b>12671</b>	<b>99.4539</b>	<b>0.5461</b>
<b>Total</b>		<b>95723986</b>	<b>48624066</b>	<b>50.7961</b>	<b>47715456</b>	<b>908610</b>	<b>98.1314</b>	<b>1.8686</b>
<b>Whether resolution is pass or not.</b>							<b>Passed</b>	

## GHCL Limited

**Resolution Required :Special**      **2 - Approval for re-appointment of Justice (Retd.) Ravindra Singh (DIN: 08344852), as an Independent Director of the Company for a period of five years w.e.f. April 1, 2024**

**Whether promoter/ promoter group are interested in the agenda/resolution?**

No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	18214485	18197907	99.9090	18197907	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>18197907</b>	<b>99.9090</b>	<b>18197907</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	32128624	28106010	87.4797	27260131	845879	96.9904	3.0096
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>28106010</b>	<b>87.4797</b>	<b>27260131</b>	<b>845879</b>	<b>96.9904</b>	<b>3.0096</b>
Public Non Institutions	E-Voting	45380877	2320149	5.1126	2307346	12803	99.4482	0.5518
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2320149</b>	<b>5.1126</b>	<b>2307346</b>	<b>12803</b>	<b>99.4482</b>	<b>0.5518</b>
<b>Total</b>		<b>95723986</b>	<b>48624066</b>	<b>50.7961</b>	<b>47765384</b>	<b>858682</b>	<b>98.2340</b>	<b>1.7660</b>
<b>Whether resolution is pass or not.</b>							<b>Passed</b>	

*[Handwritten Signature]*



## GHCL Limited

Resolution Required :Special		3 - Approval for re-appointment of Mr. Arun Kumar Jain, Ex-IRS (DIN: 07563704), as an Independent Director of the Company for a period of five years w.e.f. April 1, 2024						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	18214485	18197907	99.9090	18197907	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>18197907</b>	<b>99.9090</b>	<b>18197907</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	32128624	28106010	87.4797	27496659	609351	97.8320	2.1680
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>28106010</b>	<b>87.4797</b>	<b>27496659</b>	<b>609351</b>	<b>97.8320</b>	<b>2.1680</b>
Public Non Institutions	E-Voting	45380877	2320149	5.1126	2307052	13097	99.4355	0.5645
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2320149</b>	<b>5.1126</b>	<b>2307052</b>	<b>13097</b>	<b>99.4355</b>	<b>0.5645</b>
<b>Total</b>		<b>95723986</b>	<b>48624066</b>	<b>50.7961</b>	<b>48001618</b>	<b>622448</b>	<b>98.7199</b>	<b>1.2801</b>
Whether resolution is pass or not.							<b>Passed</b>	

*(Handwritten Signature)*



**Report of Scrutinizer (Postal Ballot with E-voting facility)**  
**[Pursuant to Sections 108 & 110 of the Companies Act, 2013 and**  
**Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014]**

To,  
The Chairman  
**GHCL LIMITED**  
(CIN: L24100GJ1983PLC006513)  
“GHCL House”, Opposite Punjabi Hall,  
Navrangpura, Ahmedabad – 380009



Dear Sir,

1. I, CS Manoj Hurkat of M/s Manoj Hurkat & Associates, Practicing Company Secretaries, Ahmedabad, have been appointed as Scrutinizer by the Board of Directors of GHCL Limited (“Company”) on 19<sup>th</sup> January, 2024 for the purpose of scrutinizing the Postal ballot process with E-voting facility and for ascertaining the requisite majority on the Postal Ballot with E-voting facility carried out as per the provisions of Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as contained in the Notice of the Postal Ballot dated 19<sup>th</sup> January, 2024 circulated by the Company to all the members of the Company.
2. The management of the Company is responsible to ensure the compliances with the requirements of provisions of the Companies Act, 2013 and Rules relating to voting through electronic means and Postal Ballot on the resolutions set out in Postal Ballot Notice. My responsibility as a Scrutinizer for the voting process is restricted to ensure that the process of Postal Ballot with E-voting facility is conducted in a fair and transparent manner and make the Scrutinizer’s Report of the votes cast “in favour” or “against” the resolution stated below, based on scrutiny of the postal ballots (through E-voting) received from the members and on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited (“CDSL”), the authorized agency to provide E-voting facilities, appointed by the Company.

3. The Company has, through its service provider, on 25<sup>th</sup> January, 2024, completed the dispatch/sending of Notice of postal ballot together with explanatory statement setting out material facts etc. to the equity shareholders whose E-mail IDs were available. Further, the Company has informed that it has given opportunity to all its members to register their E-mail ID with the Company/RTA/DP so as to participate in Postal Ballot through E-voting.
4. Further to the above, I submit my report as under:
  - a. I assumed the office as Scrutinizer w.e.f. 19<sup>th</sup> January, 2024.
  - b. The Company has appointed Central Depository System Limited to provide platform for E-voting. The E-voting facility was provided by CDSL on their portal i.e. <https://www.evotingindia.com>.
  - c. It has also been intimated that the Company has published the public notice under Rule 22 (3) of the Companies (Management & Administration) Rules, 2014 by way of an advertisement published on 26<sup>th</sup> January, 2024 in the “The Hindu – Business Line” “The Economic Times- Ahmedabad edition” (English Language) and “Financial Express” (Gujarati Language).
  - d. The E-voting and Postal ballot period remained open from Monday, 29<sup>th</sup> January, 2024 (9.00 a.m.) and ended on Tuesday, 27<sup>th</sup> February, 2024 (5.00 p.m.).
  - e. The Members of the Company as on “cut off” date i.e. 19<sup>th</sup> January, 2024 were entitled to vote on the resolutions stated in the Notice of Postal Ballot.
  - f. It has been confirmed by the Company/RTA that they have not issued any duplicate Postal Ballot Forms as there was no request required to be received from Shareholders in this regard.
  - g. During the period from 29<sup>th</sup> January, 2024 to 27<sup>th</sup> February, 2024 (i.e. total duration of at least 30 days), 586 Equity shareholders in respect of 4,86,24,066 Equity shares exercised their voting right through E-voting platform of CDSL.



- h. There was no Postal Ballot Form required to be received physically in view of the MCA & SEBI circulars referred to in the Postal Ballot Notice
- i. The votes casted on E-voting were subsequently unblocked by me on 27<sup>th</sup> February, 2024 (after end of voting period) in the presence of two witnesses, whose names are mentioned below, who are not in the employment of the Company and electronic ballots were diligently scrutinized by me.

Sr. No.	Name & Address of witnesses	Signature of witnesses
01.	Sunil Mulchandani 58, Sudama Homes, B/h Nandigram Society, Nana Chiloda, Ahmedabad	Sunil Ashokkumar Mulchandani  Digitally signed by Sunil Ashokkumar Mulchandani Date: 2024.02.28 12:16:01 +05'30'
02.	Rekha M. Hurkat A/6, Rangbindu Society, B/h Bombay Garage, Shahibaug, Ahmedabad – 380004	Rekha Manoj Hurkat  Digitally signed by Rekha Manoj Hurkat Date: 2024.02.28 12:16:29 +05'30'

- j. All the Electronic Ballot Forms received upto the close of working hours i.e. 5.00 p.m. on Tuesday, 27<sup>th</sup> February, 2024; being the last date and time fixed by the Company for receipt of the forms, were considered for my scrutiny.
- k. The electronic ballots (E-voting) were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorization lodged by the respective Equity shareholders.
- l. As contained in the Postal Ballot notice, votes given by the Equity shareholder through E-voting were considered final and binding.
- m. Thereafter, the details of members, who have voted “For”, “Against” the resolution proposed for Postal Ballot, were prepared based on report generated from the e-voting website of CDSL and the scrutiny of the electronic ballots received from the equity shareholders.

5. Based on the scrutiny of the Ballots, the result of the E-voting & Postal Ballot on the Resolution is as under:

<b>Particulars</b>	<b>Number of Ballots</b>	<b>Number of Shares</b>
Total E-ballots received	586	4,86,24,066
Total Postal Ballots received	Nil	Nil
<b>Total Ballots received</b>	<b>586</b>	<b>4,86,24,066</b>
Less: Invalid ballots	Nil	Nil
<b>Total Valid Ballots</b>	<b>586</b>	<b>4,86,24,066</b>
Less: Unutilised votes	Nil	Nil
<b>Total Valid used Ballots</b>	<b>586</b>	<b>4,86,24,066</b>

**(a) Resolution No. 1:**

**Special Resolution for re-appointment of Dr. Manoj Vaish (DIN: 00157082), as an Independent Director of the Company for a period of five years w.e.f. April 1, 2024:**

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

Particulars	Number of members voted	Number of votes cast by them	Values of shares voted	% of total number of valid votes cast
Through E-voting	551	47715456	47,71,54,560	98.13%
Through Postal Ballot	Nil	Nil	Nil	Nil
<b>Total</b>	<b>551</b>	<b>47715456</b>	<b>47,71,54,560</b>	<b>98.13%</b>

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

Particulars	Number of members voted	Number of votes cast by them	Values of shares voted	% of total number of valid votes cast
Through E-voting	35	908610	90,86,100	1.87%
Through Postal Ballot	Nil	Nil	Nil	Nil
<b>Total</b>	<b>35</b>	<b>908610</b>	<b>90,86,100</b>	<b>1.87%</b>

(iii) **Invalid Votes:**

Particulars	Number of members/ballots	Number of votes
Through E-voting	Nil	Nil
Through Postal Ballot	Nil	Nil
<b>Total</b>	Nil	Nil

**(b) Resolution No. 2:**

**Special Resolution for re-appointment of Justice (Retd.) Ravindra Singh (DIN: 08344852), as an Independent Director of the Company for a period of five years w.e.f. April 1, 2024:**

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

Particulars	Number of members voted	Number of votes cast by them	Values of shares voted	% of total number of valid votes cast
Through E-voting	544	47765384	47,76,53,840	98.23%
Through Postal Ballot	Nil	Nil	Nil	Nil
<b>Total</b>	544	47765384	47,76,53,840	98.23%

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

Particulars	Number of members voted	Number of votes cast by them	Values of shares voted	% of total number of valid votes cast
Through E-voting	42	858682	85,86,820	1.77%
Through Postal Ballot	Nil	Nil	Nil	Nil
<b>Total</b>	42	858682	85,86,820	1.77%

(iv) **Invalid Votes:**

Particulars	Number of members/ballots	Number of votes
Through E-voting	Nil	Nil
Through Postal Ballot	Nil	Nil
<b>Total</b>	Nil	Nil

**(c) Resolution No. 3:**

**Special Resolution for re-appointment of Mr. Arun Kumar Jain, Ex-IRS (DIN: 07563704), as an Independent Director of the Company for a period of five years w.e.f. April 1, 2024:**

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

Particulars	Number of members voted	Number of votes cast by them	Values of shares voted	% of total number of valid votes cast
Through E-voting	555	48001618	48,00,16,180	98.72%
Through Postal Ballot	Nil	Nil	Nil	Nil
<b>Total</b>	555	48001618	48,00,16,180	98.72%

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

Particulars	Number of members voted	Number of votes cast by them	Values of shares voted	% of total number of valid votes cast
Through E-voting	31	622448	62,24,480	1.28%
Through Postal Ballot	Nil	Nil	Nil	Nil
<b>Total</b>	31	622448	62,24,480	1.28%

(v) **Invalid Votes:**

Particulars	Number of members/ballots	Number of votes
Through E-voting	Nil	Nil
Through Postal Ballot	Nil	Nil
<b>Total</b>	Nil	Nil

5. A compact disk (CD) / Excel Sheets and other supportive documents containing list of equity shareholders who voted “For”, “Against” and those equity shareholders whose votes which were declared “Invalid” for the resolution and also the resolutions/authorization received from corporate shareholders etc. together with the original postal ballots, will be returned separately, in due course.

Thanking you,

Place: Ahmedabad  
Date: 28<sup>th</sup> February, 2024

Yours faithfully,

Manoj  
Rajaram  
Hurkat

Digitally signed by  
Manoj Rajaram Hurkat  
Date: 2024.02.28  
12:17:45 +05'30'

Signature of the Scrutinizer  
[CS Manoj R. Hurkat]  
FCS – 4287, CP -2574  
Practising Company Secretary  
UDIN: F004287E003493511

**Countersigned by:**  
**For, GHCL LIMITED**

Bhuwne  
shwar  
Prasad  
Mishra

Digitally signed by  
Bhuwne  
shwar Prasad  
Mishra  
Date: 2024.02.28  
12:32:02 +05'30'

**Chairperson/Authorised Signatory**


**DISCLOSURE UNDER REGULATION 30 OF THE LISTING REGULATIONS**

Sr. No.	Name of Director	Dr. Manoj Vaish	Justice (Retd.) Ravindra Singh	Mr. Arun Kumar Jain
1	<b>Reason for change</b>	Re-appointed as an Independent Director of the Company	Re-appointed as an Independent Director of the Company	Re-appointed as an Independent Director of the Company
2.	<b>Date of Appointment &amp; terms of appointment</b>	Shareholders have re-appointed him as an Independent Director w.e.f. April 1, 2024  Board of Directors through circular resolution dated January 19, 2024 and shareholders through postal ballot approved the 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. Dr. Manoj Vaish will receive sitting fees and profit based annual commission payable to the Non-executive directors of the Company.	Shareholders have re-appointed him as an Independent Director w.e.f. April 1, 2024  Board of Directors through circular resolution dated January 19, 2024 and shareholders through postal ballot approved the re-appointment of Justice (Retd.) Ravindra Singh as an Independent Director of the Company for a period of five years w.e.f. April 1, 2024. Justice (Retd.) Ravindra Singh will receive sitting fees and profit based annual commission payable to the Non-executive directors of the Company.	Shareholders have re-appointed him as an Independent Director w.e.f. April 1, 2024  Board of Directors through circular resolution dated January 19, 2024 and shareholders through postal ballot approved the 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. Arun Kumar Jain will receive sitting fees and profit based annual commission payable to the Non-executive directors of the Company.
3.	<b>Brief Profile</b>	<b>Dr. Manoj Vaish (DOB – May 24, 1961)</b> is a highly esteemed Non-Executive Independent Director of the Company, having joined the Board of GHCL Limited on April 1, 2019. Recognizing his exceptional capabilities and expertise, the Board had appointed him as the Lead Independent Director on July 29, 2021. Dr. Vaish holds a B.Com. (Hon.) from S.R.C.C. Delhi, an M.B.A. with a major in Finance from F.M.S., Delhi University, and a Ph.D. in his field of study.  With a remarkable background in finance, forex, and securities markets, Dr. Vaish has accumulated a wealth of experience through his notable roles in prominent organizations as a CEO in BSE, NSDL Database Management Ltd., and Dun & Bradstreet and also served in Deutsche Bank, and His expertise extends to areas including financial education and training, sales and marketing, risk management, credit ratings, and e-governance.	<b>Justice (Retd.) Ravindra Singh (DOB – July 2, 1953)</b> is a highly esteemed Non-Executive Independent Director of the Company, having joined the Board of GHCL Limited on April 1, 2019. With a distinguished academic background, Justice (Retd.) Ravindra Singh holds a B.Sc. and LL.B. He embarked on an illustrious legal career as an Advocate in Allahabad High Court and Chairman of U. P. Law Commission before being elevated as a judge of the Allahabad High Court in 2004. After a remarkable tenure, he retired on July 1, 2015. Recognizing his exceptional contributions to the legal profession, he was designated as a Senior Advocate by the Supreme Court of India on August 31, 2016.  Justice (Retd.) Ravindra Singh brings a wealth of legal experience to the Company, that makes him an icon in the legal arena. His deep understanding of the law, coupled with his astute financial acumen, empowers him to contribute effectively to the Board's deliberations on governance matters. As Chairman	<b>Mr. Arun Kumar Jain (DOB – January 4, 1956)</b> is a highly esteemed Non-Executive Independent Director of the Company, having joined the Board of GHCL Limited on April 1, 2019.  With an impressive academic background, Mr. Jain holds a M.Sc. and LL.B. He served the nation with distinction as a retired Indian Revenue Service (IRS) officer, holding various eminent positions within the Department of Revenue, including the prestigious role of Chairman of the Central Board of Direct Taxes. His extensive experience in taxation positions him as a leading authority in this field.  As Chairman of the Risk & Sustainability Committee and a member of the Audit & Compliance Committee and the Stakeholders Relationship Committee, Mr. Jain plays a crucial role in ensuring effective governance practices and sustainable business strategies within the Company. Moreover, his




		<p>Dr. Vaish's expertise in finance, accounts, and capital markets, coupled with his understanding of digitization and data projection, enables him to provide invaluable guidance to the Company. He recognizes the importance of CSR initiatives and is committed to integrating responsible business practices into the Company's operations.</p> <p>With his strong leadership qualities and strategic thinking abilities, Dr. Manoj Vaish contributes significantly to the Board's decision-making processes. His dedication to upholding the highest standards of governance, coupled with his expertise in financial matters and his advocacy for public interests, makes him an indispensable asset to the Company.</p>	<p>of the Stakeholders Relationship Committee and a member of the Nomination &amp; Remuneration Committee and the CSR Committee, he plays a pivotal role in ensuring the Company's adherence to corporate governance principles and promoting responsible business practices.</p> <p>Beyond his legal prowess, Justice (Retd.) Ravindra Singh possesses strong leadership and strategic thinking abilities. His general management skills enable him to provide valuable insights and guidance in shaping the Company's strategic direction. Moreover, his commitment to public advocacy and public policy positions him as a trusted advocate for stakeholders' interests.</p> <p>With his extensive legal expertise, financial understanding, and multifaceted leadership skills, Justice (Retd.) Ravindra Singh enhances the Company's ability to navigate complex legal and governance landscapes. His presence on the Board not only strengthens the Company's commitment to excellence but also ensures that it upholds the highest standards of ethics and integrity.</p>	<p>expertise extends to the administration and implementation of the "Whistle Blower Policy" as the designated Ombudsperson, fostering a culture of transparency and accountability. His diverse portfolio showcases his proficiency in areas including taxation, accounts and finance, governance, CSR, general management, strategic thinking, public advocacy, finance and accounts, capital market, and EHS.</p> <p>Mr. Arun Kumar Jain's vast knowledge, experience, and strategic acumen make him a valuable asset to the Company. His dedication to upholding the highest standards of governance and his contributions to the field of taxation exemplify his commitment to excellence. Through his multifaceted expertise, he enhances the Company's ability to navigate complex financial and regulatory landscapes while ensuring the welfare of its stakeholders.</p>
4.	<b>Disclosure of relationship between directors</b>	None	None	None
5.	<b>Declaration</b>	In accordance with circular nos. LIST/COMP/14/2018-19 and NSE/CML/2018/02, both dated June 20, 2018, issued by BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"), respectively, we confirm that Dr. Manoj Vaish is not debarred from holding the office of Director of the Company, by virtue of any SEBI order or any other such authority.	In accordance with circular nos. LIST/COMP/14/2018-19 and NSE/CML/2018/02, both dated June 20, 2018, issued by BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"), respectively, we confirm that Justice (Retd.) Ravindra Singh is not debarred from holding the office of Director of the Company, by virtue of any SEBI order or any other such authority.	In accordance with circular nos. LIST/COMP/14/2018-19 and NSE/CML/2018/02, both dated June 20, 2018, issued by BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"), respectively, we confirm that Mr. Arun Kumar Jain is not debarred from holding the office of Director of the Company, by virtue of any SEBI order or any other such authority.

For GHCL Limited



**Bhuneshwar Mishra**  
**VP-Sustainability & Company Secretary**  
 Membership No.: FCS 5330

