

July 08, 2024

आषाढ - शुक्लपक्ष तृतीया
विक्रम सम्वत् २०८१

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

To
BSE Limited
Corporate Relationship Department,
1st Floor, New Trading Ring, Rotunda Building,
P.J. Towers, Dalal Street, Fort, Mumbai – 400 001
BSE Code: 543918

Dear Sir / Madam,

Sub: Outcome / Proceedings of 4th Annual General Meeting of GHCL Textiles Limited held on July 08, 2024 as per Regulation 30 and details of the voting as per Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We hereby provide the details of the proceedings, outcome and voting results of the 4th Annual General Meeting (AGM) of GHCL Textiles Limited held on July 8, 2024, in accordance with Regulation 30 and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We are pleased to inform that in line with the framework prescribed by Ministry of Corporate Affairs vide its Circulars No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020 and subsequent circulars issued in this regard, the latest being 9/2023 dated September 25, 2023 and SEBI Circulars dated May 12, 2020, January 5, 2023 and October 07, 2023 (collectively referred to as “Circulars”), 4th Annual General Meeting (AGM) of GHCL Textiles Limited (Company) has been held on **Monday, July 08, 2024 at 12.30 P.M.**, through video conference and other audio visual means (VC). The meeting commenced at **12:30 P.M. (IST)** and concluded at **13:35 P.M. (IST)** [including time allowed for e-voting at AGM].

All the Directors of the Company including the Chairperson of the respective statutory committees, Statutory Auditor, Secretarial Auditor, Cost Auditors and other invitees attended the meeting through VC.

After ascertaining quorum, the Chairman Mr. Anurag Dalmia commenced the proceedings of the meeting. Company Secretary welcomed all the members, auditor, secretarial auditor and other invitees joining over VC. Thereafter, the Chairman delivered his speech and authorized the Company Secretary, to make statutory announcements and put up agenda items for formal e-voting. Company Secretary informed that the Company had provided members the facility to cast their vote electronically, on all the resolutions set forth in the Notice. The Chairman invited queries / views of the members on financial statements and business of the company, which were suitably replied by Mr. R S Jalan, Director of the Company. Members were given the opportunity to ask questions or express their views through email, video conference, and chat.

Remote e-voting commenced at 9:00 a.m. (IST) on **Wednesday, July 03, 2024** and ended at 5:00 p.m. (IST) on **Sunday, July 07, 2024** [both days inclusive] and e-voting facilities through CDSL platform given to the members present at the AGM for those members who had not availed the Remote e-voting. All the four items of business were placed for e-voting.



GHCL Textiles Limited (Formerly Sree Meenakshi Mills)

GHCL House, B- 38, Institutional Area, Sector- 1, Noida- 201301 (U.P.), India. Ph. : +91 - 120 - 2535335, 4939900

CIN : L18101GJ2020PLC114004, E-mail : info@ghcltextiles.co.in, Website : www.ghcltextiles.co.in

We would also like to inform that Mr. Manoj R. Hurkat, Practicing Company Secretary was appointed as the Scrutinizer to scrutinize the e-voting during the AGM and remote e-voting process in a fair and transparent manner. Based on the Scrutinizer's report, all the four items of the business contained in the Notice of 4th Annual General Meeting as mentioned below were approved by the members with requisite majority.

1. **Resolution No. 1 (Ordinary Resolution)**: Adoption of audited financial statements of the Company for the financial year ended March 31, 2024, and the reports of the Board of Directors and Auditors thereon.
2. **Resolution No. 2 (Ordinary Resolution)**: Declaration of dividend for the financial year ended on March 31, 2024.
3. **Resolution No. 3 (Ordinary Resolution)**: Re-appointment of Mr. Neelabh Dalmia (DIN: 00121760) as a Director of the Company, liable to retire by rotation.
4. **Resolution No. 4 (Special Resolution)**: Approval for conversion of loan into equity shares in case company is in default of terms of loan agreement.

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

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

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

Thanking you

Yours faithfully

For GHCL Textiles Limited

Lalit Narayan Dwivedi
Company Secretary
Membership No.: FCS 10487



CC: To
Central Depository Services (India) Ltd., - For Website Updation
Marathon Futurex Unit No. 2501, 25th Floor, A-Wing,
Mafatlal Mills Compound, N M Joshi Marg,
Lower Parel, Mumbai – 400 013
Tel:022-23058645/8674
Fax: 022 - 23002035/2036
Email Id: helpdesk@cdslindia.com

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Annexure-1

GHCL TEXTILES LIMITED - Details of voting results under regulation 44 (3) of the SEBI (LODR) regulations, 2015 for 3rd AGM	
Date of Meeting	July 08,2024
Cut-off date	July 01,2024
Total number of shareholders on cut-off date	72508
No. of shareholders present in the meeting either in person or through proxy	
(a) Promoters & Promoters Group	No
(b) Public	No
No. of shareholders attended the meeting through video conferencing	
(a) Promoters & Promoters Group	32
(b) Public	45
No. of resolution proposed in the meeting	4
No. of resolution passed in the meeting	4
No. of resolution not passed in the meeting	0



GHCL Textiles Limited

Resolution Required : Ordinary			1 - Adoption of audited financial statements of the Company for the financial year ended March 31, 2024, and the reports of the Board of Directors and Auditors thereon.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	18309536	18292958	99.9095	18292958	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		18292958	99.9095	18292958	0	100.0000	0.0000
Public Institutions	E-Voting	21083737	13626729	64.6315	13626729	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		13626729	64.6315	13626729	0	100.0000	0.0000
Public Non Institutions	E-Voting	56192513	10473457	18.6385	10473427	30	99.9997	0.0003
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10473457	18.6385	10473427	30	99.9997	0.0003
Total		95585786	42393144	44.3509	42393114	30	99.9999	0.0001
Whether resolution is pass or not.							Passed	



GHCL Textiles Limited

Resolution Required :Ordinary			2 - Declaration of dividend for the financial year ended on March 31, 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	18309536	18292958	99.9095	18292958	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		18292958	99.9095	18292958	0	100.0000	0.0000
Public Institutions	E-Voting	21083737	13713590	65.0435	13713590	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		13713590	65.0435	13713590	0	100.0000	0.0000
Public Non Institutions	E-Voting	56192513	10472867	18.6375	10472847	20	99.9998	0.0002
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10472867	18.6375	10472847	20	99.9998	0.0002
Total		95585786	42479415	44.4411	42479395	20	100.0000	0.0000
Whether resolution is pass or not.							Passed	



GHCL Textiles Limited

Resolution Required :Ordinary			3 - Re-appointment of Mr. Neelabh Dalmia (DIN: 00121760) as a Director of the Company, liable to retire by rotation.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	18309536	18292958	99.9095	18292958	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		18292958	99.9095	18292958	0	100.0000	0.0000
Public Institutions	E-Voting	21083737	13713590	65.0435	13713590	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		13713590	65.0435	13713590	0	100.0000	0.0000
Public Non Institutions	E-Voting	56192513	10472867	18.6375	10472837	30	99.9997	0.0003
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10472867	18.6375	10472837	30	99.9997	0.0003
Total		95585786	42479415	44.4411	42479385	30	99.9999	0.0001
Whether resolution is pass or not.							Passed	



GHCL Textiles Limited

Resolution Required :Special			4 - Approval for conversion of loan into equity shares in case company is in default of terms of loan agreement.					
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	18309536	18292958	99.9095	18292958	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		18292958	99.9095	18292958	0	100.0000	0.0000
Public Institutions	E-Voting	21083737	13713590	65.0435	12493121	1220469	91.1003	8.8997
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		13713590	65.0435	12493121	1220469	91.1003	8.8997
Public Non Institutions	E-Voting	56192513	10473457	18.6385	10471609	1848	99.9824	0.0176
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10473457	18.6385	10471609	1848	99.9824	0.0176
Total		95585786	42480005	44.4418	41257688	1222317	97.1226	2.8774
Whether resolution is pass or not.							Passed	



Consolidated Report of Scrutinizer

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

To,

The Chairmen

(Mr. Anurag Dalmia for all Items except Item No. 3 chaired by Dr. Manoj Vaish)

Of 4th Annual General Meeting (AGM) of the members of

GHCL TEXTILES LIMITED

Held on 8th July, 2024 at 12:30 p.m.

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

Dear Sir,

1. I, CS Manoj Rajaram Hurkat, Practising Company Secretary, have been appointed by the Board of Directors of GHCL Textiles Limited (“Company”) as Scrutinizer for the purpose of scrutinizing the Remote E-voting & E-voting during 4th Annual General Meeting and for ascertaining the majority on voting carried out as per the provisions of Sections 108 & 109 of the Companies Act, 2013 read with Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolutions, considered at the 4th AGM held on 8th July, 2024 at 12:30 p.m. through Video Conference (VC) / Other Audio Visual Means (OAVM) as per the framework issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 20/2020 dated 5th May, 2020 read with Circular No. 14/2020 dated 8th April, 2020, Circular No. 17/2020 dated 13th April, 2020, Circular No. 02/2021 dated 13th January, 2021, Circular No. 02/2022 dated 5th May, 2022, Circular No. 10/2022 dated 28th December, 2022 and Circular No. 09/2023 dated 25th September, 2023 (MCA Circulars) and also SEBI Circular dated 12th May, 2020, SEBI Circular dated 15th January, 2021, SEBI Circular dated 13th May, 2022, SEBI Circular dated 5th January, 2023 and SEBI Circular dated 7th October, 2023 (SEBI Circulars).
2. The management of the Company is responsible to ensure the compliances with the requirements of provisions of Companies Act, 2013, MCA Circulars and Rules relating to voting on the resolutions contained in the Notice of 4th Annual General Meeting of the members of the Company.

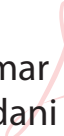

306, ARTH Complex, B/h. A. K. Patel House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad – 380 009 (Gujarat) India
Tel. No.: 079-2960 2110, 2640 2117 – Mobile: 98250 15582 - E-mail : manojhurkat@hotmail.com

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

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

A. For Remote E-voting:

- I. The Remote E-voting period remained open from Wednesday, 3rd July, 2024 (9:00 a.m.) to Sunday, 7th July, 2024 (5.00 p.m.).
- II. The Members of the Company as on "cut off" date i.e. 1st July, 2024 were entitled to vote on the resolutions stated in the Notice of 4th Annual General Meeting.
- III. The votes casted were subsequently unblocked by me on 8th July, 2024 at 1.50 p.m. in the presence of two witnesses, whose names are mentioned below, who are not in the employment of the Company and electronic ballots were diligently scrutinized by me.

Sr. No.	Name & Address of witnesses	Signature of witnesses
01.	Sunil Mulchandani 58, Sudama Homes, B/h Nandigram, Nana Chiloda, Ahmedabad	 Sunil Ashokkumar Mulchandani <small>Digitally signed by Sunil Ashokkumar Mulchandani DN: c=IN, o=Personal, title=3965, pseudonym=133377009149342163vrrPLHyX05h4RP 5, 2.5.4.20=6d1d16deed73f30fc2f6a6ce42cf301c189 a0a55ed0672e0532d347e9ca2d33, postalCode=382340, st=Gujarat, serialNumber=cba1b1233003572b443028c30e03 0598be5918652695f3e439fa5c35b9987, cn=Sunil Ashokkumar Mulchandani Date: 2024.07.08 15:34:12 +05'30'</small>
02.	Rekha Hurkat B/301, Rangbindu Society, B/h Bombay Garage, Shahibaug, Ahmedabad – 380004	 Rekha Manoj Hurkat <small>Digitally signed by Rekha Manoj Hurkat DN: c=IN, ou=Personal, title=825b, pseudonym=9c5a1b75dccc0488a4d0818b0f52fed, 2.5.4.20=36bc42f5fb7c8b7d25beb4d88e5186281163 6ed6a113dccc0b450c1f6487155c, postalCode=380004, st=Gujarat, serialNumber=79bb3fab741297d3554d41103176101 86d94db7eefa29bc56a0707f588afa8, cn=Rekha Manoj Hurkat Date: 2024.07.08 15:34:53 +05'30'</small>

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

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

B. For E-voting during the AGM:

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

(a) Resolution No. 1:

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

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	270	42391114	100%
E-voting (During AGM)	1	2000	100%
Total	271	42393114	100%

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	2	30	Negligible
E-voting (During AGM)	Nil	Nil	Nil
Total	2	30	Negligible

(iii) Invalid / Unutilized Votes:

Type of Voting	Number of members Abstaining	Number of unutilized votes	% of total number of valid votes cast
E-voting (Remote)	2	86861	0.20%
E-voting (During AGM)	Nil	Nil	Nil
Total	2	86861	0.20%

(c) Resolution No. 2:

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

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	272	42477395	100%
E-voting (During AGM)	1	2000	100%
Total	273	42479395	100%

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	1	20	Negligible
E-voting (During AGM)	Nil	Nil	Nil
Total	1	20	Negligible

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

Type of Voting	Number of members Abstaining	Number of unutilized votes	% of total number of valid votes cast
E-voting (Remote)	1	590	Negligible
E-voting (During AGM)	Nil	Nil	Nil
Total	1	590	Negligible

(c) Resolution No. 3:

Ordinary Resolution for re-appointment of Mr. Neelabh Dalmia (DIN: 00121760) as a Director of the Company, liable to retire by rotation:

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	271	42477385	100%
E-voting (During AGM)	1	2000	100%
Total	272	42479385	100%

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	2	30	Negligible
E-voting (During AGM)	Nil	Nil	Nil
Total	2	30	Negligible

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

Type of Voting	Number of members Abstaining	Number of unutilized votes	% of total number of valid votes cast
E-voting (Remote)	1	590	Negligible
E-voting (During AGM)	Nil	Nil	Nil
Total	1	590	Negligible

(d) Resolution No. 4:

Special Resolution regarding approval for conversion of Loan into Equity Shares in case Company is in default of terms of Loan Agreement:

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	261	41255688	97.12%
E-voting (During AGM)	1	2000	100%
Total	262	41257688	97.12%

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	13	1222317	2.88%
E-voting (During AGM)	Nil	Nil	Nil
Total	13	1222317	2.88%

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

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

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

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

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

Thanking you,

Yours faithfully,

Place: Ahmedabad
Date: 8th July, 2024

Manoj
Rajaram
Hurkat

Digitally signed by Manoj Rajaram Hurkat
DN: cn=IN, o=Personal, title=1059,
pseudonym=1330667360836109125Aa8BE1
g3UvSz,
2.5.4.20=d40e1339d88f352679fa1bbee0132e
c43e46d9571eb5a55f6d117d15a1153f5de,
postalCode=380004, st=Gujarat,
serialNumber=89403661354467ae8882f8e65
65a40c0b78d805439648a6b21f70ccb75b4dc
3, cn=Manoj Rajaram Hurkat
Date: 2024.07.08 15:36:28 +05'30'

Signature of the Scrutinizer
[CS MANOJ HURKAT]
UDIN: F004287F000653826

Countersigned by:

For, **GHCL TEXTILES LIMITED**

LALIT
NARAYAN
DWIVEDI

Digitally signed by
LALIT NARAYAN
DWIVEDI
Date: 2024.07.08
16:36:11 +05'30'

Authorised Signatory