

January 10, 2014

**Mr. Hari K**  
Vice President  
National Stock Exchange of India Limited  
"Exchange Plaza"  
Bandra – Kurla Complex,  
Bandra (E), Mumbai – 400 051  
Fax # 022 26598237/38

**Mr. Vipul Patel**  
CFO & Managing Director (In charge)  
Ahmedabad Stock Exchange Limited  
Kamdhenu Complex, Opp. Sahajanand  
College,  
Ahmedabad - 380 015. (Fax: 079  
26308877)

**Mr. Chirag Sodawaterwalla**  
DCS - Listing  
BSE Limited  
1<sup>st</sup> Floor, New Trading Ring, Rotunda  
Building, P.J. Towers,  
Dalal Street, Fort, Mumbai – 400 001  
(Fax: 022  
22723121/2037/2041/3714/2039/2061)

Dear Sirs,

**Reference: Reconciliation of Share Capital Audit (earlier known as Secretarial Audit) Certificate for the quarter ended December 31, 2013**

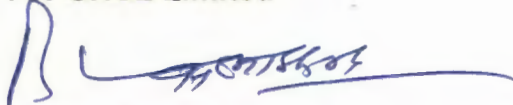
Pursuant to Regulation 55A of SEBI (Depositories and Participants) Regulations, 1996, please find enclosed herewith the Reconciliation of Share Capital Audit (earlier known as Secretarial Audit) Report for the quarter ended December 31, 2013 on the reconciliation of capital issued, listed and capital held in dematerialized form etc. issued by Company Secretary in practice.

Kindly acknowledge receipt.

Thanking you

Yours faithfully

For GHCL Limited

A handwritten signature in blue ink, appearing to read 'Bhwneshwar Mishra'.

**Bhwneshwar Mishra**  
General Manager & Company Secretary

To  
Board of Directors  
GHCL Limited  
GHCL House,  
Opp. Punjabi Hall,  
Near Navrangpura,  
Ahmedabad.

**CERTIFICATE**

We have examined the Register of Members, beneficiary details furnished by the Depositories and records/documents being maintained by GHCL Limited and Link Intime India Private Limited, its Registrar and Share Transfer Agents for issuing this certificate, in accordance with the circular D & CC/FITTC/CIR-16/2002 dated December 31, 2002 and circular No. CIR/MRD/DP/30/2010 dated September 6, 2010 issued by the Securities and Exchange Board of India. In our opinion and to the best of our information and according to the explanations given to us and based on such verification as considered necessary, we hereby certify the Reconciliation of Share Capital Audit Report annexed herewith ( in the format prescribed by The Stock Exchange, Mumbai) for the quarter ended 31<sup>st</sup> December, 2013.

Place : Mumbai

Date : January 8, 2014

*Sandhya Borase*



# Sandhya Borase

B.Com, ACS

Practising Company Secretary

501 / 80, Ranjiv, Sher-E Punjab Society, Mahakali Caves Road, Andheri (E), Mumbai - 400 093. • Tel. : 2831 6196 • E-mail : sborase@gmail.com

## Reconciliation of Share Capital Audit Report

1.	For Quarter Ended	: 31 <sup>st</sup> December, 2013	
2.	ISIN	: INE 539A01019	
3.	Face Value	: Rs.10 each	
4.	Name of the Company	: <b>GHCL Limited</b>	
5.	Registered Office Address	: "GHCL House", Opp. Punjabi Hall, Near Navrangpura, Navrangpura, Ahmedabad, (Gujarat)	
6.	Correspondence Address	: B 38, Institutional Area, Sector 1, Noida (UP)	
7.	Telephone & Fax No.	: 0120-2535335	
8.	Email Address	: <a href="mailto:secretarial@ghcl.co.in">secretarial@ghcl.co.in</a>	
9.	Names of the Stock Exchange where the Company's securities are listed	Mumbai Stock Exchange (BSE) National Stock Exchange of India Limited (NSE) Ahmedabad Stock Exchange (ASE)	
		Number of shares	% of total Issued capital
10.	Issued Capital	10,00,19,286	100%
11.	Listed Capital (Exchange wise)	10,00,19,286	BSE
	(as per Company records)	10,00,19,286	NSE
		10,00,19,286	ASE
12.	Held in Dematerialised form in CDSL	2,28,13,818	22.81
13.	Held in Dematerialised form in NSDL	7,29,51,948	72.94
14.	Physical	42,53,520	4.25
15.	Total No. of shares (12+13+14)	10,00,19,286	100
16.	Reasons for difference, if any between (10&11), (10&15), (11&15)	Not Applicable	
17.	Certifying the details of change in share capital during the quarter under consideration as per Table below :	Not Applicable	





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	Particulars	No. of shares	Applied/ Not applied/ For listing	Listed on Stock exchange	Whether intimated to CDSL	Whether intimated to NSDL
	In principal approval pending for SE (Specify names)					
	*** Rights, Bonus, Preferential issue, ESOP's, Amalgamation, Conversion, Buyback, Capital Reduction, Forfeiture, Any other (to specify)					
18.	Register of Members is updated (Yes/No)		YES			
	If not updated upto which date					
19.	Reference of previous quarter with regards to excess dematerialised shares if any		Not Applicable			
20.	Has the Company resolved the matter in point No.19 above in the current quarter? If not reason why?		Not Applicable			
21.	Mention the total no. of requests if any confirmed after 21 days and the total no. of requests pending beyond 21 days with the reasons for delay: *					
	* The delay is calculated from the date of receipt of documents					
	Total no. of demat Requests		No. of Requests	No. of Shares	Reasons for delay	
	Confirmed after 21 days		NIL	NIL	----	
	Pending for more than 21 days		NIL	NIL	----	
22.	Name, Telephone & Fax No. of Compliance Officer Of the Co.		: Mr. Bhuwadeshwar Mishra Company Secretary and Compliance Officer			
			Phone : 0120 2535335			
			Fax : 0120 2534153 / 5209			



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23.	Name, Address, Tel. & Fax No. Regn. No. of the Auditor	: Ms. Sandhya Borase, Practising Company Secretary, 501, Ranjiv, Plot No. 80, Sher E Punjab Society, Mahakali Caves Road, Andheri (East), Mumbai 400 093 Tel : 28316196 <b>CP 4563</b>
24.	Appointment of common agency for share registry work	If yes, name & address : <b>YES</b> Link Intime India Private Limited (Formerly Intime Spectrum Registry Limited) C-13, Pannalal Silk Mills Compound, LBS Marg, Bhandup (West), Mumbai
25.	Any other details that the auditor may like to provide ( e.g. BIFR Company, delisting from SE, Company changed its name etc.)	NIL



SENDING REPORT

10 Jan. 2014 3:39PM

YOUR LOGO : GHCL  
YOUR FAX NO. : 01202535209

NO.	OTHER FACSIMILE	START TIME	USAGE TIME	MODE	PAGES	RESULT
01	Fax Server 02226598237	10 Jan. 3:35PM	03'59	SND	05	OK

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THEN SELECT OFF BY USING '+' OR '-'.

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01	6202222723121	10 Jan. 3:40PM	02'47	SND	05	OK

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ASE: sent through Courier (Mr. Prabhakaran J.)  
GHCL - Ahd.