



July 23, 2015

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. S Subramanian
DCS - CRD
BSE Ltd.
1st 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,

Sub: Outcome / Proceedings of 32nd Annual General Meeting of GHCL Limited dated July 23, 2015 and details of the voting as per Clause 35A of Listing Agreement.

Pursuant to Clause 35A of Listing Agreement read with other applicable provisions, if any, we are pleased to inform that the 32nd Annual General Meeting (AGM) of the Company has been held on Thursday, July 23, 2015 at The Institution of Engineers (India), Gujarat State Centre, Bhaikaka Bhavan, Law College Road, Ahmedabad-380006.

We would further like to inform you that Remote E-voting was kept open for members from July 18, 2015 to July 22, 2015 and ballot papers were circulated to the members / proxies present at the AGM for those members who have not availed the Remote E-voting.

We would further like to inform that Mr. Manoj R. Hurkat, Practicing Company Secretary was appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner. Based on the Scrutinizer's report, all the nine items of the business contained in the Notice of the 32nd Annual General Meeting were passed with requisite majority.

Details of voting results in the prescribed format as per the Clause 35A of the Listing Agreement are enclosed with this communication as Annexure - 1. Copies of the Scrutinizer's report are also enclosed and referred as Annexure – 2.

Copy of the minutes of the said Annual General Meeting shall be sent in due course.

Thanking you

Yours faithfully

For GHCL Limited

Bhuvneshwar Mishra
General Manager & Company Secretary
Membership No.: FCS 5330

GHCL LIMITED - DETAILS OF VOTING RESULTS UNDER CLAUSE 35A OF THE LISTING AGREEMENT FOR 32ND AGM	
Date of the AGM:	July 23, 2015
Total number of shareholders on record date:	58217
No. of shareholders present in the meeting either in person or through proxy:	204
Promoters and Promoter Group:	54
Public:	150
No. of shareholders attended the meeting through Video Conferencing:	N/A
Promoters and Promoter Group:	N/A
Public:	N/A
Note: All business items approved by the members were Ordinary Resolutions except Item No. 8 & 9 which were Special Resolutions.	

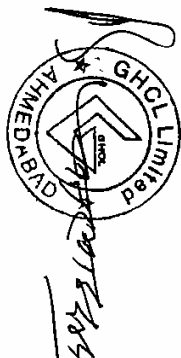


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1/2

GHCL LIMITED

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Resolution No:1 - Adoption of accounts for the financial year 2014-15							
Mode of Voting: (Remote e-voting)							
Promoter and Promoter Group	18376605	18376605	100.0000	18376605	0	100.0000	0.0000
Public Institutional Holders	18906242	17934767	94.8616	17775111	159656	99.1098	0.8902
Public-Others	62736439	11392849	18.1599	11392848	1	100.0000	0.0000
Total(A)	100019286	47704221	47.6950	47544564	159657	99.6653	0.3347
Mode of Voting: (Voting at AGM venue through Ballot)							
Promoter and Promoter Group	18376605	0	0.0000	0	0	0.0000	0.0000
Public Institutional Holders	18906242	0	0.0000	0	0	0.0000	0.0000
Public-Others	62736439	1138958	1.8155	1138958	0	100.0000	0.0000
Total(B)	100019286	1138958	1.1387	1138958	0	100.0000	0.0000
Result (A+B)	100019286	48843179	48.8338	48683522	159657	99.6731	0.3269



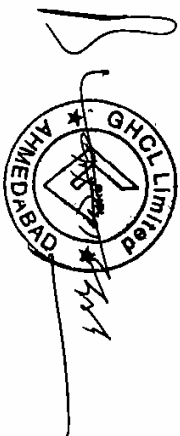
GHCL LIMITED

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
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Resolution No:2 - Declaration of dividend for the financial year 2014-15

Mode of Voting: (Remote e-voting)

Promoter and Promoter Group	18376605	18376605	100.0000	18376605	0	100.0000	0.0000
Public Institutional Holders	18906242	17934767	94.8616	17934767	0	100.0000	0.0000
Public-Others	62736439	11392849	18.1599	11392849	0	100.0000	0.0000
Total(A)	100019286	47704221	47.6950	47704221	0	100.0000	0.0000
Mode of Voting: (Voting at AGM venue through Ballot)							
Promoter and Promoter Group	18376605	0	0.0000	0	0	0.0000	0.0000
Public Institutional Holders	18906242	0	0.0000	0	0	0.0000	0.0000
Public-Others	62736439	1138958	1.8155	1138958	0	100.0000	0.0000
Total(B)	100019286	1138958	1.1387	1138958	0	100.0000	0.0000
Result (A+B)	100019286	48843179	48.8338	48843179	0	100.0000	0.0000



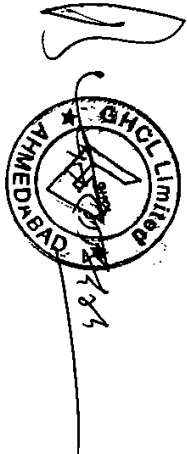
GHCL LIMITED

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Resolution No:3 - Re-appointment of Mr. Neelabh Dalmia as a director retiring by rotation							
Mode of Voting: (Remote e-voting)							
Promoter and Promoter Group	18376605	18376605	100.0000	18376605	0	100.0000	0.0000
Public Institutional Holders	18906242	17934767	94.8616	14053140	3881627	78.3570	21.6430
Public-Others	62736439	11392849	18.1599	11243152	149697	98.6860	1.3140
Total(A)	100019286	47704221	47.6950	43672897	4031324	91.5493	8.4507
Mode of Voting: (Voting at AGM venue through Ballot)							
Promoter and Promoter Group	18376605	0	0.0000	0	0	0.0000	0.0000
Public Institutional Holders	18906242	0	0.0000	0	0	0.0000	0.0000
Public-Others	62736439	1138958	1.8155	1138958	0	100.0000	0.0000
Total(B)	100019286	1138958	1.1387	1138958	0	100.0000	0.0000
Result (A+B)	100019286	48843179	48.8338	44811855	4031324	91.7464	8.2536

A handwritten signature in black ink is written over a circular stamp. The stamp contains the text 'GHCL Limited' at the top, 'AHMEDABAD' at the bottom, and a central logo featuring a stylized 'G' and 'L' with a star above them.

GHCL LIMITED

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding Shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Resolution No: 4 - Re-appointment of Mr. Ramman Chopra as a director retiring by rotation							
Mode of Voting: (Remote e-voting)							
Promoter and Promoter Group	18376605	18376605	100.0000	18376605	0	100.0000	0.0000
Public Institutional Holders	18906242	17934767	94.8616	17818981	115786	99.3544	0.6456
Public-Others	62736439	11392849	18.1599	11392848	1	100.0000	0.0000
Total(A)	100019286	47704221	47.6950	47588434	115787	99.7573	0.2427
Mode of Voting: (Voting at AGM venue through Ballot)							
Promoter and Promoter Group	18376605	0	0.0000	0	0	0.0000	0.0000
Public Institutional Holders	18906242	0	0.0000	0	0	0.0000	0.0000
Public-Others	62736439	1138958	1.8155	1138958	0	100.0000	0.0000
Total(B)	100019286	1138958	1.1387	1138958	0	100.0000	0.0000
Result (A+B)	100019286	48843179	48.8338	48727392	115787	99.7629	0.2371



GHCL LIMITED

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Resolution No:5 - 5a. Re- appointment of M/s Jayantial Thakkar & Co., Chartered Accountant as Statutory Auditors of the Company for a period of one year 5b. Re- appointment of M/s Rahul Gautam Diyan & Associates, Chartered Accountant as Statutory Auditors of the Company for a period of two years.							
Mode of Voting: (Remote e-voting)							
Promoter and Promoter Group	18376605	18376605	100.0000	18376605	0	100.0000	0.0000
Public Institutional Holders	18906242	17835837	94.3384	17061278	774559	95.6573	4.3427
Public-Others	62736439	11392849	18.1599	11366848	26001	99.7718	0.2282
Total(A)	100019286	47605291	47.5961	46804731	800560	98.3183	1.6817
Mode of Voting: (Voting at AGM venue through Ballot)							
Promoter and Promoter Group	18376605	0	0.0000	0	0	0.0000	0.0000
Public Institutional Holders	18906242	0	0.0000	0	0	0.0000	0.0000
Public-Others	62736439	1138958	1.8155	1138958	0	100.0000	0.0000
Total(B)	100019286	1138958	1.1387	1138958	0	100.0000	0.0000
Result (A+B)	100019286	48744249	48.7348	47943689	800560	98.3576	1.6424

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GHCL LIMITED

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Resolution No:6 - Appointment of Mr. K. C. Jani as Independent Director of the Company							
Mode of Voting: (Remote e-voting)							
Promoter and Promoter Group	18376605	18376605	100.0000	18376605	0	100.0000	0.0000
Public Institutional Holders	18906242	17934767	94.8616	17934767	0	100.0000	0.0000
Public-Others	62736439	11392849	18.1599	11392848	1	100.0000	0.0000
Total(A)	100019286	47704221	47.6950	47704220	1	100.0000	0.0000
Mode of Voting: (Voting at AGM venue through Ballot)							
Promoter and Promoter Group	18376605	0	0.0000	0	0	0.0000	0.0000
Public Institutional Holders	18906242	0	0.0000	0	0	0.0000	0.0000
Public-Others	62736439	1138958	1.8155	1138958	0	100.0000	0.0000
Total(B)	100019286	1138958	1.1387	1138958	0	100.0000	0.0000
Result (A+B)	100019286	48843179	48.8338	48843178	1	100.0000	0.0000





42

GHCL LIMITED

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
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Resolution No:7 -Appointment of Mr. Neelabh Dalmia as Director (Strategy) in an overseas subsidiary of the Company i.e. Grace Home Fashion LLC, USA

Mode of Voting: (Remote e-voting)

Promoter and Promoter Group	18376605	18376605	100.0000	17848831	0	97.1280	0.0000
Public Institutional Holders	18906242	17934767	94.8616	17934767	0	100.0000	0.0000
Public-Others	62736439	11392849	18.1599	11392848	1	100.0000	0.0000
Total(A)	100019286	47704221	47.6950	47176446	1	98.8937	0.0000

Mode of Voting: (Voting at AGM venue through Ballot)

Promoter and Promoter Group	18376605	0	0.0000	0	0	0.0000	0.0000
Public Institutional Holders	18906242	0	0.0000	0	0	0.0000	0.0000
Public-Others	62736439	1138958	1.8155	1138958	0	100.0000	0.0000
Total(B)	100019286	1138958	1.1387	1138958	0	100.0000	0.0000
Result (A+B)	100019286	48843179	48.8338	48315404	1	98.9194	0.0000

A handwritten signature in black ink is written over a circular stamp. The stamp contains the text "GHCL Limited" at the top, "AHMEDABAD" at the bottom, and a central logo featuring a stylized 'G' and 'H' with a star above them.

GHCL LIMITED

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Resolution No:8 -Approval of Employee Stock Option Scheme 2015 & Issue of Securities.							
Mode of Voting: (Remote e-voting)							
Promoter and Promoter Group	18376605	18376605	100.0000	18376605	0	100.0000	0.0000
Public Institutional Holders	18906242	17835837	94.3384	13974742	3861095	78.3520	21.6480
Public-Others	62736439	11392849	18.1599	11243152	149697	98.6860	1.3140
Total(A)	100019286	47605291	47.5961	43594499	4010792	91.5749	8.4251
Mode of Voting: (Voting at AGM venue through Ballot)							
Promoter and Promoter Group	18376605	0	0.0000	0	0	0.0000	0.0000
Public Institutional Holders	18906242	0	0.0000	0	0	0.0000	0.0000
Public-Others	62736439	1138958	1.8155	1138958	0	100.0000	0.0000
Total(B)	100019286	1138958	1.1387	1138958	0	100.0000	0.0000
Result (A+B)	100019286	48744249	48.7348	44733457	4010792	91.7718	8.2282



GHCL LIMITED

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Resolution No-9 - Approval of extending benefits of Employee Stock Option Scheme 2015 to the employees of subsidiary / associate company (ies)							
Mode of Voting: (Remote e-voting)							
Promoter and Promoter Group	18376605	18376605	100.0000	18376605	0	100.0000	0.0000
Public Institutional Holders	18906242	17835837	94.3384	13927786	3908051	78.0888	21.9112
Public-Others	62736439	11392849	18.1599	11243152	149697	98.6860	1.3140
Total(A)	100019286	47605291	47.5961	43547543	4057748	91.4763	8.5237
Mode of Voting: (Voting at AGM venue through Ballot)							
Promoter and Promoter Group	18376605	0	0.0000	0	0	0.0000	0.0000
Public Institutional Holders	18906242	0	0.0000	0	0	0.0000	0.0000
Public-Others	62736439	1138958	1.8155	1138958	0	100.0000	0.0000
Total(B)	100019286	1138958	1.1387	1138958	0	100.0000	0.0000
Result (A+B)	100019286	48744249	48.7348	44686501	4057748	91.6754	8.3246



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
(Dr. B.C. Jain – For Item No. 3 & 7 and Shri Anurag Dalmia for all other Items)
of the 32nd Annual General Meeting (AGM) of the members of
GHCL LIMITED
held on 23rd July, 2015 at 9.30 a.m.
at The Institution of Engineers (India), Gujarat State Centre, Bhaikaka Bhavan,
Law College Road , Ahmedabad – 380006.

Dear Sir,

1. I, CS Manoj Rajaram Hurkat, Practicing Company Secretary, have been appointed by the Board of Directors of GHCL Limited (“Company”) as a Scrutinizer for the purpose of scrutinizing the remote e-voting & also the vote cast through poll/ballot papers at the 32nd Annual General meeting and for ascertaining the majority on voting carried out as per the provisions of Section 108 & 109 of the Companies Act, 2013 read with Rule 20 & 21 of The Companies (Management and Administration) Rules, 2014 on the below mentioned resolutions, considered in connection with the 32nd Annual General Meeting held on 23rd July, 2015 at 9.30 a.m. at The Institution of Engineers (India), Gujarat State Centre, Bhaikaka Bhavan, Law College Road , Ahmedabad – 380006.
2. The management of the Company is responsible to ensure the compliances with the requirements of provisions of Companies Act, 2013 and Rules relating to voting on the resolutions contained in the Notice to the 32nd 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. : 079-2640 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 the polling papers circulated at the AGM 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.


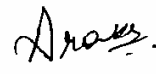
3. Further to the above, I submit my consolidated report as under:

A. For Remote E-voting:

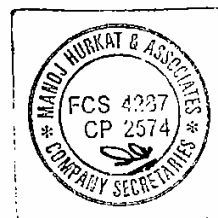
I. The remote e-voting period remained open from Saturday, 18th July, 2015 (9.00 a.m.) to Wednesday, 22nd July, 2015 (5.00 p.m.).

II. The Members of the Company as on "cut off" date i.e. 16th July, 2015 were entitled to vote on the resolutions stated in the Notice of the 32nd Annual General Meeting.

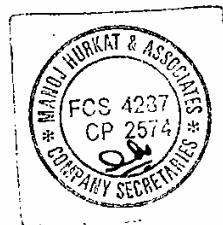
III. The votes casted were subsequently unblocked by me on 23rd July, 2015 at 12.00 Noon (after counting of votes cast at the AGM) in the presence of two witnesses, whose names are mentioned below, who are not in the employment of the Company and electronic ballots were diligently scrutinized by me.

Sr.No.	Name & Address of witnesses	Signature of witnesses
01.	Sunil Mulchandani 58, Sudama Homes, B/h Nandigram Society, Nana Chiloda, Ahmedabad	
02.	Archita Kabra C-107, Cozy Corner Society, Someshwar Park- 3, Thaltej, Ahmedabad.	

IV. The electronic ballots were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorization/ proxies 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 Poll at the AGM:
- I. The poll was conducted together on all the item no. 1 to 9 on the agenda at the Annual General meeting at the end of discussion on all the resolutions.
- II. The poll was conducted to enable the members of the Company who were present at the AGM and could not cast their vote through Remote E-voting facility provided by the Company through CDSL.
- III. After ensuring that all the members who desire to cast their vote through poll have exercised their right to vote on poll and after seeking permission from the Chairman of the 32nd Annual General Meeting, ballot box kept for polling was sealed in my presence with due identification marks.
- IV. The sealed ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The Poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorization/proxies lodged with the Company.
- V. The poll/ballot papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately. Moreover, poll papers of those members who already cast their vote through Remote e-voting process were also required to be treated as invalid.
4. Based on such scrutiny of the Remote E-voting & Polling process, the result of the voting is as under:



24

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

(a) Resolution 1:

Ordinary Resolution for adoption of Audited Financial Statements for the year ended on 31st March, 2015.

(i) Voted in favour of the resolution:

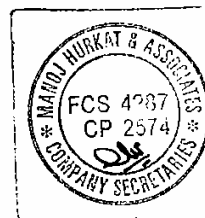
Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	200	47544564	99.67
Poll	66	1138958	100
Total	266	48683522	99.67

(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	2	159657	0.33
Poll	0	0	0
Total	2	159657	0.33

(iii) Invalid Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	4	4840952	10.15
Poll	2	11	Negligible
Total	6	4840963	10.15



(b) Resolution No. 2:

Ordinary Resolution for approval of Declared Dividend on Equity Shares for the financial year 2014-15.

(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	202	47704221	100
Poll	66	1138958	0
Total	264	48843179	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	0	0	0
Poll	0	0	0
Total	0	0	0

(iii) Invalid Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	4	4840952	10.15
Poll	2	11	Negligible
Total	6	4840963	10.15

25/24

306, ARTH Complex, B/h. A. .K. Patel House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad – 380 009 (Gujarat) India
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(c) Resolution No. 3:

Ordinary Resolution for Re-appointment of Mr. Neelabh Dalmia as a Director.

(i) Voted in favour of the resolution:

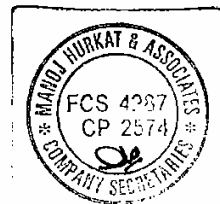
Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	173	43672897	91.55
Poll	66	1138958	100
Total	259	44811855	91.75

(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	29	4031324	8.45
Poll	0	0	0
Total	29	4031324	8.25

(iii) Invalid Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	4	4840952	10.15
Poll	2	11	Negligible
Total	6	4840963	10.15



24

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Tel. No. : 079-2640 2110, 2640 2117 – Mobile: 98250 15582 - E-mail : manojhurkat@hotmail.com

(d) Resolution No. 4:

Ordinary Resolution for Re-appointment of Mr. Raman Chopra as a Director.

(i) Voted in favour of the resolution:

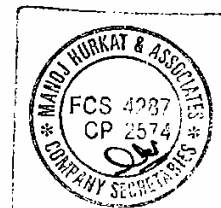
Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	200	47588434	99.76
Poll	66	1138958	100
Total	266	48727392	99.76

(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	2	115787	0.24
Poll	0	0	0
Total	2	115787	0.24

(iii) Invalid Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	4	4840952	10.15
Poll	2	11	Negligible
Total	6	4840963	10.15



14/24

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

(e) Resolution No. 5:

(i) Ordinary Resolution for Re-appointment of M/s Jayantilal Thakkar & Co. as Joint Statutory Auditors of the Company:

(ii) Ordinary Resolution for Re-appointment of M/s Rahul Guatam Divan & Associates as Joint Statutory Auditors of the Company:

(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	194	46804731	98.32
Poll	66	1138958	100
Total	260	47943689	98.36

(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	8	800560	1.68
Poll	0	0	0
Total	8	800560	1.64

(iii) Invalid Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	4	4840952	10.15
Poll	2	11	Negligible
Total	6	4840963	10.15



(f) Resolution No. 6:

Ordinary Resolution for Appointment of Mr. K. C. Jani as Independent Director

(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	201	47704220	100
Poll	66	1138958	100
Total	267	48843178	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	1	1	Negligible
Poll	0	0	0
Total	1	1	Negligible

(iii) Invalid Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	4	4840952	10.15
Poll	2	11	Negligible
Total	6	4840963	10.15



27/24

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(g) Resolution No. 7:

Ordinary Resolution for Appointment of Mr. Neelabh Dalmia as Director (Strategy) in an overseas subsidiary of the Company i.e. Grace Home Fashion LLC, USA.

(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	200	47176446	100
Poll	66	1138958	100
Total	266	48315404	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	1	1	Negligible
Poll	0	0	0
Total	1	1	Negligible

(iii) Invalid Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	4	4840952	10.15
Poll	2	11	Negligible
Total	6	4840963	10.15

Note: 527774 votes in respect of one Related party with reference to the contract or arrangement was required to be excluded on this resolution.



21/24

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(h) Resolution No. 8:

Special Resolution for Approval of Employees Stock Option Scheme 2015 & Issue of Securities:

(i) Voted in favour of the resolution:

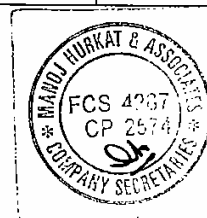
Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	174	43594499	91.57
Poll	66	113898	100
Total	240	44733457	91.77

(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	28	4010792	8.43
Poll	0	0	0
Total	28	4010792	8.23

(iii) Invalid Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	4	4840952	10.15
Poll	2	11	Negligible
Total	6	4840963	10.15



27/24

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(i) Resolution No. 9:

Special Resolution for Approval of extending benefits of Employees Stock Option Scheme – 2015 to the employees of subsidiary/associate company (ies)

(i) Voted in favour of the resolution:

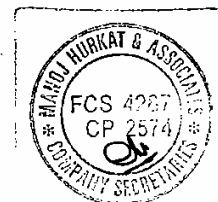
Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	173	43547543	91.48
Poll	66	1138958	100
Total	239	44686501	91.68

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	29	4057748	8.52
Poll	0	0	0
Total	29	4057748	8.32

(iii) Invalid Votes:

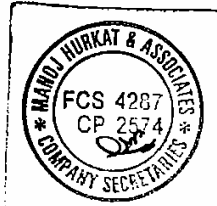
Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	4	4840952	10.15
Poll	2	11	Negligible
Total	6	4840963	10.15



5. 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.
6. The poll/ballot papers and all other relevant records will also be handed over by me to the Company Secretary authorized by the Board for safe keeping.

Thanking you,

Place: Ahmedabad
Date: 23rd July, 2015



Yours faithfully,

Signature of the Scrutinizer
[CS MANOJ HURKAT]

Countersigned by:

For, **GHCL LIMITED**



Chairman/Authorised Signatory

*** TX REPORT ***

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NSE

JOB NO. 2472
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PSWD/SUBADDRESS
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ST. TIME 07/23 17:35
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PGS. 24
RESULT OK

*** TX REPORT ***

TRANSMISSION OK

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JOB NO. 2471
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