

# FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

# Annual Return

Form language  English  Hindi

Refer the instruction kit for filing the form.

## I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company

L24100GJ1983PLC006513

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAACG5609C

(ii) (a) Name of the company

GHCL LIMITED

(b) Registered office address

GHCL HOUSE OPP PUNJABI HALLNAVRANGPURA  
AHMEDABAD  
Gujarat  
380009  
India



(c) \*e-mail ID of the company

secretarial@ghcl.co.in

(d) \*Telephone number with STD code

07926427818

(e) Website

www.ghcl.co.in

(iii) Date of Incorporation

14/10/1983

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes

No

(vi) \*Whether shares listed on recognized Stock Exchange(s)

Yes

No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	National Stock Exchange of India Limited	1,024
2	BSE Limited	1

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,  
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) \*Financial year From date  (DD/MM/YYYY) To date  (DD/MM/YYYY)

(viii) \*Whether Annual general meeting (AGM) held  Yes  No

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted

Yes  No

(f) Specify the reasons for not holding the same

AGM will be held on June 19, 2021

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C6	Chemical and chemical products, pharmaceuticals, medicinal chemical and	67
2	C	Manufacturing	C2	Textile, leather and other apparel products	33

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

\*No. of Companies for which information is to be given

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Grace Home Fashions LLC – US		Subsidiary	100
2	Dan River Properties, USA		Subsidiary	100
3	GHCL Textiles Limited		Subsidiary	100

#### IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

##### (i) \*SHARE CAPITAL

###### (a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	175,000,000	95,013,286	95,013,286	95,013,286
Total amount of equity shares (in Rupees)	1,750,000,000	950,132,860	950,132,860	950,132,860

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	175,000,000	95,013,286	95,013,286	95,013,286
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1,750,000,000	950,132,860	950,132,860	950,132,860

###### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

**(c) Unclassified share capital**

Particulars	Authorised Capital
Total amount of unclassified shares	0

**(d) Break-up of paid-up share capital**

Class of shares	Number of shares	Total nominal amount	Total Paid-up amount	Total premium
<b>Equity shares</b>				
<b>At the beginning of the year</b>	95,013,286	950,132,860	950,132,860	
<b>Increase during the year</b>	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify	0	0	0	
Nil				
<b>Decrease during the year</b>	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
<b>At the end of the year</b>	95,013,286	950,132,860	950,132,860	
<b>Preference shares</b>				
<b>At the beginning of the year</b>	0	0	0	

<b>Increase during the year</b>	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
<b>Decrease during the year</b>	0	0	0	0
i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
<b>At the end of the year</b>	0	0	0	

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) \*

Nil

[Details being provided in a CD/Digital Media]

Yes  No  Not Applicable

Separate sheet attached for details of transfers

Yes  No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting

06/07/2020

Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor <input type="text"/>			
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee <input type="text"/>			
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor <input type="text"/>			
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee <input type="text"/>			
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

**(iv) \*Indebtedness including debentures (Outstanding as at the end of financial year)**

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			7,680,985,012
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			0
<b>Total</b>			7,680,985,012

**Details of debentures**

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

**(v) Securities (other than shares and debentures)**

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
<b>Total</b>					

**V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)****(i) Turnover**

28,230,888,049

**(ii) Net worth of the Company**

25,018,234,578

**VI. (a) \*SHARE HOLDING PATTERN - Promoters**

S. No.	Category	Equity	Preference
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		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	742,274	0.78	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	17,395,536	18.31	0	
10.	Others (i.e. Ram Krishna Dalmia Founda <sup>+</sup>	145,000	0.15	0	
	<b>Total</b>	18,282,810	19.24	0	0

**Total number of shareholders (promoters)**

42

**(b) \*SHARE HOLDING PATTERN - Public/Other than promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	22,777,884	23.97	0	
	(ii) Non-resident Indian (NRI)	1,543,383	1.62	0	
	(iii) Foreign national (other than NRI)	275,474	0.29	0	



2.	Government				
	(i) Central Government	19	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	3,523,220	3.71	0	
4.	Banks	14,804	0.02	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	15,161,728	15.96	0	
7.	Mutual funds	16,313,326	17.17	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	14,848,571	15.63	0	
10.	Others IEPF, Foreign Companies, CI +	2,272,067	2.39	0	
	<b>Total</b>	76,730,476	80.76	0	0

**Total number of shareholders (other than promoters)**

67,602

**Total number of shareholders (Promoters+Public/  
Other than promoters)**

67,644

**(c) \*Details of Foreign institutional investors' (FIIs) holding shares of the company**

84

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
Ares Diversified				4,932,182	5.19
Eos Multi Strategy Fur +				2,946,484	3.1
Hypnos Fund Limited				2,100,000	2.22
Acadian Emerging Ma +				565,738	0.59
Missouri Education Pe +				392,823	0.41
Emerging Markets Cor +				330,070	0.35
Globeflex Emerging M +				317,901	0.33
Dimensional Emerging +				257,525	0.27

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
Lsv Emerging Markets +				199,320	0.21
Public Employees Reti +				198,485	0.21
Pension Reserves Inve +				193,622	0.2
School Employees Ret +				184,721	0.19
The Emerging Markets +				172,289	0.18
First Water Fund				160,000	0.17
Commonwealth Of Pe +				131,030	0.14
Buma-Universal-Fond +				114,514	0.12
Axa Rosenberg Equity +				102,254	0.11
City Of New York Grou +				97,284	0.1
State Street Emerging +				91,945	0.09
The Board Of Regents +				83,770	0.08
Shell Pensions Trust Li +				78,400	0.08
Morgan Stanley Asia (S +				73,889	0.07
The Collective Lsv Em +				69,624	0.07
Gmam Investment Ful +				68,715	0.07
Public School Teacher +				63,001	0.06

**VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS**  
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	43	42
Members (other than promoters)	65,763	67,602
Debenture holders	0	0

**VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**(A) \*Composition of Board of Directors**

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
<b>A. Promoter</b>	1	2	1	2	0.09	0.11
<b>B. Non-Promoter</b>	2	5	2	5	0.42	0
(i) Non-Independent	2	0	2	0	0.42	0
(ii) Independent	0	5	0	5	0	0
<b>C. Nominee Directors representing</b>	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
<b>Total</b>	<b>3</b>	<b>7</b>	<b>3</b>	<b>7</b>	<b>0.51</b>	<b>0.11</b>

**Number of Directors and Key managerial personnel (who is not director) as on the financial year end date**

11

**(B) (i) \*Details of directors and Key managerial personnel as on the closure of financial year**

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Sanjay Dalmia	00206992	Director	0	
Anurag Dalmia	00120710	Director	672,774	
Neelabh Dalmia	00121760	Whole-time director	89,500	
Manoj Vaish	00157082	Director	0	
Justice Ravindra Singh	08344852	Director	0	
Arun Kumar Jain	07563704	Director	0	
Vijaylaxmi Joshi	00032055	Director	0	
Lananya Rastogi	01744049	Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Ravi Shanker Jalan	00121260	Managing Director	300,000	
Raman Chopra	00954190	Whole-time director	100,000	
Bhuwneshwar Mishra	AIWPM9469M	Company Secretary	25,000	

**(ii) Particulars of change in director(s) and Key managerial personnel during the year**

0

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)

**IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**

**A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	06/07/2020	66,517	81	18.61

**B. BOARD MEETINGS**

\*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	20/05/2020	10	10	100
2	24/07/2020	10	10	100
3	26/10/2020	10	10	100
4	28/01/2021	10	10	100

**C. COMMITTEE MEETINGS**

Number of meetings held

52

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	20/05/2020	4	4	100
2	Audit Committee	24/07/2020	4	4	100
3	Audit Committee	26/10/2020	4	4	100
4	Audit Committee	28/01/2021	4	4	100
5	Nomination & Remuneration Committee	20/05/2020	4	4	100
6	CSR Committee	19/05/2020	5	5	100
7	CSR Committee	23/10/2020	5	5	100
8	Risk Management Committee	04/03/2021	4	4	100
9	Stakeholders Forum	03/04/2020	5	5	100
10	Stakeholders Forum	17/04/2020	5	5	100

**D. \*ATTENDANCE OF DIRECTORS**

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	Sanjay Dalmia	4	4	100	1	1	100	
2	Anurag Dalmia	4	4	100	2	2	100	
3	Neelabh Dalmia	4	4	100	47	47	100	
4	Manoj Vaishya	4	4	100	5	5	100	
5	Justice Ravindra	4	4	100	30	30	100	
6	Arun Kumar Jaiswal	4	4	100	30	30	100	
7	Vijaylaxmi Joshi	4	4	100	7	7	100	
8	Lananya Rastogi	4	4	100	0	0	0	
9	Ravi Shanker	4	4	100	47	47	100	
10	Raman Chopra	4	4	100	47	47	100	

**X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL** Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Ravi Shanker Jalan	Managing Director	22,009,666	39,375,000	0	0	61,384,666
2	Raman Chopra	CFO & Executive Director	12,539,283	23,250,000	0	0	35,789,283
3	Neelabh Dalmia	Executive Director	10,979,217	3,000,000	0	0	13,979,217
	Total		45,528,166	65,625,000	0	0	111,153,166

Number of CEO, CFO and Company secretary whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Bhuwneshwar Mishra	Sr. GM-Sustainability	5,240,336	0	0	0	5,240,336
	Total		5,240,336	0	0	0	5,240,336

Number of other directors whose remuneration details to be entered

7

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Sanjay Dalmia	Non-Executive Director	0	4,500,000	0	200,000	4,700,000
2	Anurag Dalmia	Non-Executive Director	0	3,750,000	0	240,000	3,990,000
3	Manoj Vaish	Independent Director	0	1,950,000	0	400,000	2,350,000
4	Justice Ravindra Singh	Independent Director	0	1,875,000	0	400,000	2,275,000
5	Arun Kumar Jain	Independent Director	0	1,875,000	0	400,000	2,275,000
6	Vijaylaxmi Joshi	Independent Director	0	1,875,000	0	480,000	2,355,000
7	Lavanya Rastogi	Independent Director	0	1,875,000	0	200,000	2,075,000
	Total		0	17,700,000	0	2,320,000	20,020,000

**XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES**

\* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year  Yes  No

B. If No, give reasons/observations

**XII. PENALTY AND PUNISHMENT - DETAILS THEREOF**

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

**XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment**

Yes  No

(In case of 'No', submit the details separately through the method specified in instruction kit)

**XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES**

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Whether associate or fellow  Associate  Fellow

Certificate of practice number

**I/We certify that:**

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.  
 (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

### Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ...  dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

**Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.**

#### To be digitally signed by

Director

DIN of the director

To be digitally signed by

- Company Secretary  
 Company secretary in practice

Membership number

Certificate of practice number

#### Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

<b>Attach</b>
<b>Attach</b>
<b>Attach</b>
<b>Attach</b>

#### List of attachments

List of FII_s as on 31-03-2021.pdf Committee Meetings.pdf
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**Remove attachment**

Modify

Check Form

Prescrutiny

Submit

**This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company**