



January 5, 2019

पौष- कृष्णपक्ष – अमावस्या  
विक्रम सम्वत २०७५**National Stock Exchange of India Limited**  
"Exchange Plaza"  
Bandra – Kurla Complex,  
Bandra (E), Mumbai – 400 051  
NSE Code: GHCL**BSE Limited**  
Corporate Relationship Department,  
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,

**Reference: Reconciliation of Share Capital Audit Certificate for the quarter ended December 31, 2018.**

Pursuant to Regulation 55A of the SEBI (Depositories and Participants) Regulations, 1996 [corresponding to new Regulation 76 of the SEBI (Depositories and Participants) Regulations, 2018], please find enclosed herewith the Reconciliation of Share Capital Audit (earlier known as Secretarial Audit) Report for the quarter ended December 31, 2018 on the reconciliation of capital issued, listed and capital held in dematerialized form etc. issued by Company Secretary in practice.

Kindly take note of the same.

Thanking you

Yours faithfully

**For GHCL Limited****Bhuwleshwar Mishra**  
**Sr. 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, 2018.

Place : Mumbai

Date : January 3, 2019

*Sandhya Borase*



## Reconciliation of Share Capital Audit Report

1.	For Quarter Ended	: 31 <sup>st</sup> December, 2018	
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	BSE Limited (BSE) National Stock Exchange of India Limited (NSE)	
		Number of shares	% of total Issued capital
10.	Issued Capital	9,80,28,286	100%
11.	Listed Capital (Exchange wise)	9,80,28,286	BSE
	(as per Company records)	9,80,28,286	NSE
12.	Held in Dematerialised form in CDSL	1,63,73,039	16.70
13.	Held in Dematerialised form in NSDL	7,89,21,404	80.51
14.	Physical	27,33,843	2.79
15.	Total No. of shares (12+13+14)	9,80,28,286	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 :		



# 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

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	Particulars	No. of shares	Applied/ Not applied	Listed on Stock exchange	Whether intimated to CDSL	Whether intimated to NSDL
	***		Not applied	Stock exchange	intimated to CDSL	intimated to NSDL
	<b>ESOP</b>	<b>20,000</b>	For listing			
	In principal approval pending for SE (Specify names)		<b>YES</b>	<b>YES</b>	<b>YES</b>	<b>YES</b>
	*** Rights, Bonus, Preferential issue, ESOP's, Amalgamation, Conversion, Buyback, Capital Reduction, Forfeiture, Any other (to specify)		<b>ESOP</b>			
18.	Register of Members is updated (Yes/No)		<b>YES</b>			
	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. Bhuneshwar 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 101, 247 Park, LBS Marg, Vikhroli West, Mumbai 400083
25.	Any other details that the auditor may like to provide ( e.g. BIFR Company, delisting from SE, Company changed its name etc.)	Nomination and Remuneration Committee of the Company in its meeting held on October 31, 2018, had made allotment of 20,000 Equity Shares of Rs. 10/- each to Three employees of the Company against conversion of Stock Options pursuant to GHCL ESOS 2015.  In this regard, the Company got final Listing & Trading approval for said 20,000 equity shares from BSE Limited vide their letter dated November 12, 20187 (effective from November 13, 2018) and from NSE vide their letter dated November 12, 2018 (effective from November 13, 2018).  Pursuant to above allotment of 20,000 Equity Shares, the Issued & Paid-up Capital of the Company stands increased to Rs. 98,02,82,860/- consisting of 9,80,28,286 equity shares of Rs. 10/- each from Rs. 98,00,82,860/- consisting of 9,80,08,286 equity shares of Rs. 10/- each.

