

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]



Annual Return (other than OPCs and Small Companies)

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 NA
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, Vikh
roli (West), NA

(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

Board of Directors in its meeting held on May 6, 2024 has fixed the Annual General Meeting of the Company which is scheduled to be held on July 8, 2024 (Monday)

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	100

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	Dan River Properties, USA		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	140,000,000	95,723,986	95,723,986	95,723,986
Total amount of equity shares (in Rupees)	1,400,000,000	957,239,860	957,239,860	957,239,860

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	140,000,000	95,723,986	95,723,986	95,723,986
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1,400,000,000	957,239,860	957,239,860	957,239,860

(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
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	1,978,784	93,607,002	95585786	955,857,860	955,857,860	
Increase during the year	0	138,200	138200	1,382,000	1,382,000	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	138,200	138200	1,382,000	1,382,000	
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	1,978,784	93,745,202	95723986	957,239,860	957,239,860	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0

iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE539A01019

(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	
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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) *Debtentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debtentures	0	0	0
Partly convertible debtentures	0	0	0
Fully convertible debtentures	0	0	0
Total			0

Details of debtentures

Class of debtentures	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 debtentures	0	0	0	0
Partly convertible debtentures	0	0	0	0
Fully convertible debtentures	0	0	0	0

(v) Securities (other than shares and debtentures)

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
Total					

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

34,465,322,583.31

(ii) Net worth of the Company

29,700,435,432.66

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	830,949	0.87	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	5,507,900	5.75	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	11,887,636	12.42	0	
10.	Others	0	0	0	
	Total	18,226,485	19.04	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	26,985,891	28.19	0	
	(ii) Non-resident Indian (NRI)	1,686,437	1.76	0	
	(iii) Foreign national (other than NRI)	750	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	19	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	741,598	0.77	0	

4.	Banks		2,800	0	0	
5.	Financial institutions		4,104	0	0	
6.	Foreign institutional investors		23,920,673	24.99	0	
7.	Mutual funds		7,046,341	7.36	0	
8.	Venture capital		0	0	0	
9.	Body corporate (not mentioned above)		12,242,193	12.79	0	
10.	Others AIF,NBFC,IEPF,FOREIGN CO +		4,866,695	5.08	0	
	Total		77,497,501	80.94	0	0

Total number of shareholders (other than promoters)

115,055

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

115,097

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

161

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ACADIAN EMERGING I +	DEUTSCHE BANK AG, DB HOUSE H +			726,615	0.75
BOFA SECURITIES EUR +	CITIBANK N.A. CUSTODY SERVICES +			29	0
CC&L Q EMERGIN +	CITIBANK N.A. CUSTODY SERVICES +			31,514	0.03
CUSTODY BANK OF JA +	HSBC SECURITIES SERVICES 11TH F +			14,394	0.01
DIMENSIONAL EMERG +	CITIBANK N.A. CUSTODY SERVICES +			177,958	0.18
DIMENSIONAL EMERG +	CITIBANK N.A. CUSTODY SERVICES +			17,042	0.01
ELM PARK FUND LIMIT +	ICICI BANK LIMITED SMS DEPT., 1 S +			972,788	1.01
EMERGING MARKETS C +	CITIBANK N.A. CUSTODY SERVICES +			749,719	0.78
EMERGING MARKETS S +	CITIBANK N.A. CUSTODY SERVICES +			44,127	0.04
EOS MULTI STRATEGY +	ICICI BANK LIMITED SMS DEPT 1ST +			2,946,484	3.07
FIRST WATER FUND CI +	KOTAK MAHINDRA BANK LIMITED +			5,000	0
FLORIDA RETIREMENT +	STANDARD CHARTERED BANK SEC +			25,596	0.02
AMERICAN CENTURY F +	DEUTSCHE BANK AG, DB HOUSE, H +			210,103	0.21

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ARES DIVERSIFIED	C/O TRI-PRO ADMINISTRATOR LTD			4,682,182	4.89
BNP PARIBAS FINANCI	BNP PARIBAS HOUSE 1 NORTH AV			20,109	0.02
CALIFORNIA STATE TE	HSBC SECURITIES SERVICES 11TH F			25,841	0.02
CATHOLIC RESPONSIB	HSBC SECURITIES SERVICES 11TH F			5,192	0
COLLEGE RETIREMENT	DEUTSCHE BANK AG DB HOUSE, H			62,969	0.06
COPTHALL MAURITIUS	JP Morgan Chase Bank N.A, INDIA			12,115	0.01
EMERGING MARKETS	DEUTSCHE BANK AG, DB HOUSE H			43,894	0.04
GMO BENCHMARK - FI	DEUTSCHE BANK AG, DB HOUSE H			4,013	0
INTERNATIONAL MON	CITIBANK N.A. CUSTODY SERVICES			1,088	0
PGIM QUANT SOLUTIO	HSBC SECURITIES SERVICES 11TH F			5,975	0
QUADRATURE CAPITA	JP Morgan Chase Bank N.A, India S			42,179	0.04
ACADIAN EMERGING I	DEUTSCHE BANK AG, DB HOUSE H			22,139	0.02

**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	42	42
Members (other than promoters)	94,814	115,097
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
A. Promoter	1	2	1	1	0	0
B. Non-Promoter	2	5	2	5	0	0
(i) Non-Independent	2	0	2	0	0	0

(ii) Independent	0	5	0	5	0	0
C. Nominee Directors representing	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
Total	3	7	3	6	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 10

(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)
Anurag Dalmia	00120710	Director	125,225	
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	01/04/2024
Ravi Shanker Jalan	00121260	Managing Director	450,000	
Raman Chopra	00954190	Whole-time director	175,000	
Neelabh Dalmia	00121760	Whole-time director	121,700	
Bhuvneshwar Mishra	AIWPM9469M	Company Secretary	35,000	

(ii) Particulars of change in director(s) and Key managerial personnel during the year 1

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)
Sanjay Dalmia	00206992	Director	01/07/2023	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
AGM	01/07/2023	93,009	107	21.5

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	29/04/2023	10	10	100
2	07/08/2023	9	9	100
3	07/11/2023	9	9	100
4	03/02/2024	9	9	100

C. COMMITTEE MEETINGS

Number of meetings held

37

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 & Compl	28/04/2023	3	3	100
2	Audit & Compl	07/08/2023	3	3	100
3	Audit & Compl	07/11/2023	3	3	100
4	Audit & Compl	03/02/2024	3	3	100
5	RISK managm	20/06/2023	5	5	100
6	RISK managm	13/12/2023	6	6	100
7	CSR Committe	28/04/2023	6	6	100
8	CSR Committe	23/03/2024	6	6	100

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
9	Nomination & []	27/12/2023	3	3	100
10	Stakeholder R []	30/06/2023	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	Anurag Dalmia	4	4	100	6	6	100	
2	Manoj Vaish	4	4	100	5	5	100	
3	Justice Ravindra	4	4	100	8	8	100	
4	Arun Kumar Jaiswal	4	4	100	9	9	100	
5	Vijaylaxmi Joshi	4	4	100	7	7	100	
6	Lananya Rastogi	4	4	100	1	1	100	
7	Ravi Shanker	4	4	100	28	28	100	
8	Raman Chopra	4	4	100	28	28	100	
9	Neelabh Dalmia	4	4	100	28	28	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 []	33,833,453	95,000,000	0	0	128,833,453
2	Raman Chopra	CFO & Executive Director []	18,848,377	60,000,000	0	0	78,848,377
3	Neelabh Dalmia	Executive Director []	16,601,284	15,000,000	0	0	31,601,284
	Total		69,283,114	170,000,000	0	0	239,283,114

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	Bhuvneshwar Mishra	Company secretary	7,120,902	0	0	0	7,120,902
	Total		7,120,902	0	0	0	7,120,902

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	2,250,000	0	40,000	2,290,000
2	Anurag Dalmia	Non Executive Director	0	10,000,000	0	320,000	10,320,000
3	Vijaylaxmi Joshi	Independent Director	0	3,750,000	0	520,000	4,270,000
4	Manoj Vaish	Independent Director	0	3,900,000	0	440,000	4,340,000
5	Justice Ravindra Singh	Independent Director	0	3,750,000	0	360,000	4,110,000
6	Arun Kumar Jain	Independent Director	0	3,750,000	0	440,000	4,190,000
7	Lavanya Rastogi	Independent Director	0	3,750,000	0	200,000	3,950,000
	Total		0	31,150,000	0	2,320,000	33,470,000

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

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

Amar Gopal Gambhir

Whether associate or fellow

Associate Fellow

Certificate of practice number

3653

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:

- 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.
- 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

Attach
Attach
Attach
Attach

List of attachments

FII LIST-1.pdf

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