



May 30, 2019

To
National Stock Exchange of India Limited
"Exchange Plaza"
Bandra – Kurla Complex,
Bandra (E), Mumbai – 400 051
NSE Code: GHCL

To
BSE Ltd.
DCS - CRD
1st Floor, New Trading Ring, Rotunda Building,
P.J. Towers, Dalal Street, Fort, Mumbai – 400 001
BSE Code: 500171

Dear Sir / Madam,

Sub: Outcome / Proceedings of 36th Annual General Meeting of GHCL Limited dated May 30, 2019 as per Regulation 30 and details of the voting as per Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to requirement of Regulation 30 & Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as "Listing Regulations") read with other applicable provisions, if any, we are pleased to inform that 36th Annual General Meeting (AGM) of the Company has been held on Thursday, May 30, 2019 at 9.30 A.M at The Institution of Engineers (India), Gujarat State Centre, Bhaikaka Bhavan, Law College Road, Ahmedabad-380006.

The directors present at the AGM elected Mr. Anurag Dalmia as Chairman of the meeting. After ascertaining quorum, the Chairman commenced proceedings of the meeting. Thereafter, speech was delivered and statutory announcements were made.

We would like to inform you that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations, the Company had availed Remote E-voting facility provided by Central Depository Services (India) Limited (CDSL), to exercise voting right by members of the Company.

We would further like to inform you that Remote E-voting was kept open for members from May 25, 2019 to May 29, 2019 and voting facilities through electronic voting system, given to the members / proxies present at the AGM for those members who had not availed the Remote E-voting. It was informed that there would be no voting by show of hands. Each of the four items of business was placed for voting through electronic voting system, at the AGM venue, after being proposed & seconded by the members. The Chairman invited queries / views of the members on financial statements etc., which were replied suitably.



Regd. Office : "GHCL House", Opp. Punjabi Hall, Nr. Navrangpura Bus-Stand, Navrangpura, Ahmedabad-380 009. India
Phone : +91-79-26434100, 26427818, Fax : +91-79-26423623. Website : www.ghclindia.com

Head Office : "GHCL House", B-38, Institutional Area, Sector - 1, Noida - 201 301 (U.P.) India Phone : +91 120 2535335, Fax : +91 120 2535209

CIN: L24100GJ1983PLC006513



We would also like to inform that Mr. Manoj R. Hurkat, Practicing Company Secretary was appointed as the Scrutinizer to scrutinize the e-voting at the AGM and remote e-voting process in a fair and transparent manner. Based on the Scrutinizer's report, all the four items of the business contained in the Notice of the 36th Annual General Meeting as mentioned below were unanimously approved by the shareholders.

Resolution No. 1: Adoption of audited financial statements (including consolidated) of the Company for the financial year ended March 31, 2019.

Resolution No. 2: Declaration of Dividend (Rs. 5.00 per equity share) for the financial year ended March 31, 2019.

Resolution No. 3: Re-appointment of Mr. Neelabh Dalmia (DIN 00121760) as a director retiring by rotation.

Resolution No. 4: Re-appointment of Mr. Ravi Shanker Jalan (DIN 00121260) as a director retiring by rotation.

The above information be treated as disclosure of the outcome / proceedings of the Company in compliance with the requirement of Regulation 30 of the Listing Regulations.

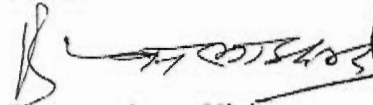
Further, the details of voting results in the prescribed format as per Regulation 44 (3) of the Listing Regulations are enclosed with this communication as Annexure - 1. Copies of the Scrutinizer's report are also enclosed and referred as Annexure - 2.

You are requested to take suitable action for dissemination of this information and please also requested to update your website in accordance with the applicable provisions in this regard.

Thanking you

Yours faithfully

For GHCL Limited



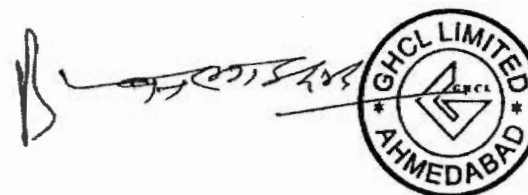
Bhuwneshwar Mishra
Sr. General Manager & Company Secretary
Membership No.: FCS 5330

cc: To
Central Depository Services (India) Ltd., - For Website Updation
Marathon Futurex Unit No. 2501, 25th Floor, A-Wing,
Mafatlal Mills Compound, N M Joshi Marg,
Lower Parel, Mumbai - 400 013
Tel: 022-23058645/8674
Fax: 022 - 23002035/2036
Email Id: helpdesk@cdslindia.com

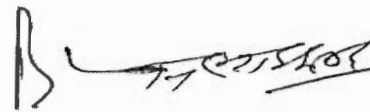

GHCL LIMITED - DETAILS OF VOTING RESULTS UNDER REGULATION 44 (3) OF THE SEBI (LODR) REGULATIONS FOR 36TH AGM

Date of the AGM:	May 30, 2019
Total number of shareholders on record date:	59516
No. of shareholders present in the meeting either in person or through proxy:	231
Promoters and Promoter Group:	45
Public:	186
No. of shareholders attended the meeting through Video Conferencing:	N/A
Promoters and Promoter Group:	N/A
Public:	N/A

Note: All the four business items unanimously approved by the members were Ordinary Resolutions.



GHCL Limited								
Resolution Required : (Ordinary)			1 - Adoption of audited financial statements (including consolidated financial statements) of the Company for the financial year ended March 31, 2019					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	18493388	18493388	100.0000	18493388	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		18493388	100.0000	18493388	0	100.0000	0.0000
Public Institutions	E-Voting	32098283	28499022	88.7867	28499022	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		28499022	88.7867	28499022	0	100.0000	0.0000
Public Non Institutions	E-Voting	47436615	3863653	8.1449	3863653	0	100.0000	0.0000
	Poll		2162886	4.5595	2162886	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6026539	12.7044	6026539	0	100.0000	0.0000
Total		98028286	53018949	54.0854	53018949	0	100.0000	0.0000

GHCL Limited								
Resolution Required : (Ordinary)			2 - Declaration of Dividend for the financial year ended March 31, 2019					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	18493388	18493388	100.0000	18493388	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		18493388	100.0000	18493388	0	100.0000	0.0000
Public Institutions	E-Voting	32098283	28560663	88.9788	28560663	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		28560663	88.9788	28560663	0	100.0000	0.0000
Public Non Institutions	E-Voting	47436615	3863653	8.1449	3863653	0	100.0000	0.0000
	Poll		2162886	4.5595	2162886	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6026539	12.7044	6026539	0	100.0000	0.0000
Total		98028286	53080590	54.1482	53080590	0	100.0000	0.0000

R. L. Mehta




GHCL Limited								
Resolution Required : (Ordinary)			3 - Re-appointment of Mr. Neelabh Dalmia as a director retiring by rotation					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100
Promoter and Promoter Group	E-Voting	18493388	18493388	100.0000	18493388	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		18493388	100.0000	18493388	0	100.0000	0.0000
Public Institutions	E-Voting	32098283	28560663	88.9788	28560663	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		28560663	88.9788	28560663	0	100.0000	0.0000
Public Non Institutions	E-Voting	47436615	3863653	8.1449	3863653	0	100.0000	0.0000
	Poll		2162886	4.5595	2162886	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6026539	12.7044	6026539	0	100.0000	0.0000
Total		98028286	53080590	54.1482	53080590	0	100.0000	0.0000

[Handwritten signature]



GHCL Limited								
Resolution Required : (Ordinary)			4 - Re-appointment of Mr. Ravi Shanker Jalan as a director retiring by rotation					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	18493388	18493388	100.0000	18493388	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		18493388	100.0000	18493388	0	100.0000	0.0000
Public Institutions	E-Voting	32098283	28560663	88.9788	28560663	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		28560663	88.9788	28560663	0	100.0000	0.0000
Public Non Institutions	E-Voting	47436615	3863653	8.1449	3863653	0	100.0000	0.0000
	Poll		2162886	4.5595	2162886	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6026539	12.7044	6026539	0	100.0000	0.0000
Total		98028286	53080590	54.1482	53080590	0	100.0000	0.0000

[Handwritten Signature]



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
(Mr. K. C. Jani – for Item No. 3 and Mr. Anurag Dalmia for all other Items)
of the 36th Annual General Meeting (AGM) of
GHCL LIMITED
held on 30th May, 2019 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 electronic voting at the 36th Annual General meeting of the members of the Company and for ascertaining the majority on voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of The Companies (Management and Administration) Rules, 2014 on the below mentioned resolutions, considered in connection with the 36th Annual General Meeting held on 30th May, 2019 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 36th Annual General Meeting of the members of the Company.

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 reports generated from the e-voting system provided by M/s Link Intime India Private Limited (“Link Intime”) in respect of electronic votes cast at the venue of the 36th AGM and on the reports generated from the e-voting system provided by the Central


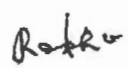
306, ARTH Complex, B/h. A.K. Patel House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad – 380 009 (Gujarat) India
Tel. No. : 079-2640 2110, 2640 2117 – Mobile: 98250 15582 - E-mail : manojhurkat@hotmail.com

Depository Services (India) Limited (CDSL), the authorized agency to provide remote e-voting facilities as appointed by the Company in respect of remote electronic votes.

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, 25th May, 2019 (9.00 a.m.) to Wednesday, 29th May, 2019 (5.00 p.m.).
- II. The Members of the Company as on “cut off” date i.e. 23rd May, 2019 were entitled to vote on the resolutions stated in the Notice of the 36th Annual General Meeting. The paid up capital as on cut-off date was Rs. 98,02,82,860 divided into 9,80,28,286 Equity share of Rs. 10/- each.
- III. The votes casted were subsequently unblocked by me on 30th May, 2019 at 10.50 a.m. (after counting of votes cast at the AGM venue) 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, Sudhama Homes, B/h Nandigram society, Nana Chiloda, Ahmedabad-382345	
02.	Rekha Hurkat A-5, Rangbindu Society, B/h Bombay Garage, Shahibaug, Ahmedabad – 380004	

- 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. The electronic votes which were incomplete and/or which were otherwise found defective have been treated as invalid and considered separately.

- VI. 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 Electronic voting facility provided at the AGM Venue:
- I. The Company has appointed Link Intime India Private Limited to provide electronic voting facility on all the item nos. 1 to 4 on the agenda at the end of discussion on all the resolutions at the AGM venue
- II. The electronic voting facility at the AGM venue was provided 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 electronic voting facility at AGM Venue, have exercised their right to vote at the AGM and after seeking permission from the Chairman of the 36th Annual General Meeting, the voting process was declared as completed.
- IV. The electronic votes cast by the shareholders at the AGM venue were subsequently accessed by me and the electronic ballots were diligently scrutinized. The electronic votes 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 electronic votes which were incomplete and/or which were otherwise found defective have been treated as invalid and considered separately. Moreover, electronic votes of those members who already cast their vote through Remote e-voting process were also required to be treated as invalid.
- VII. Thereafter, the details of members, who have voted "For", "Against" each of the resolutions permitted for e-voting at AGM venue, were prepared based on report generated from the e-voting system of Link Intime.
4. Based on such scrutiny of the Remote E-voting & Polling process, the result of the voting is as under:

(a) Resolution 1:

Ordinary Resolution for adoption of Audited Financial Statements (Standalone and Consolidated) etc. for the year ended on 31st March, 2019:

(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 (Remote)	262	50856063	100%
E-voting (AGM venue)	41	2162886	100%
Total	303	53018949	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 (Remote)	Nil	Nil	Nil
E-voting (AGM venue)	Nil	Nil	Nil
Total	Nil	Nil	Nil

(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 (Remote)	Nil	Nil	Nil
E-voting (AGM venue)	Nil	Nil	Nil
Total	Nil	Nil	Nil



(b) Resolution No. 2:

Ordinary Resolution for declaration of dividend for the financial year ended on 31st March 2019:

(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 (Remote)	263	50917704	100%
E-voting (AGM venue)	41	2162886	100%
Total	304	53080590	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 (Remote)	Nil	Nil	Nil
E-voting (AGM venue)	Nil	Nil	Nil
Total	Nil	Nil	Nil

(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 (Remote)	Nil	Nil	Nil
E-voting (AGM venue)	Nil	Nil	Nil
Total	Nil	Nil	Nil



(c) Resolution No. 3:

Ordinary Resolution for re-appointment of Mr. Neelabh Dalmia (DIN: 00121760) 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 (Remote)	263	50917704	100%
E-voting (AGM venue)	41	2162886	100%
Total	304	53080590	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 (Remote)	Nil	Nil	Nil
E-voting (AGM venue)	Nil	Nil	Nil
Total	Nil	Nil	Nil

(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 (Remote)	Nil	Nil	Nil
E-voting (AGM venue)	Nil	Nil	Nil
Total	Nil	Nil	Nil



(d) Resolution No. 4:

Ordinary Resolution for re-appointment of Mr. Ravi Shanker Jalan (DIN: 00121260) 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 (Remote)	263	50917704	100%
E-voting (AGM venue)	41	2162886	100%
Total	304	53080590	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 (Remote)	Nil	Nil	Nil
E-voting (AGM venue)	Nil	Nil	Nil
Total	Nil	Nil	Nil

(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 (Remote)	Nil	Nil	Nil
E-voting (AGM venue)	Nil	Nil	Nil
Total	Nil	Nil	Nil



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 considered "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 reports generated in respect of electronic ballots 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,

Yours faithfully,

Place: Ahmedabad
Date: 30th May, 2019



Signature of the Scrutinizer
[CS MANOJ HURKAT]

Countersigned by:

For, GHCL LIMITED



Chairman/Authorised Signatory