GHCL Limited



October 14, 2021

आश्विन - शुक्लपक्ष — नवमी विक्रम सम्वत २०७८

National Stock Exchange of India Limited

"Exchange Plaza" Bandra – Kurla Complex, Bandra (E), Mumbai – 400 051

NSE Code: GHCL

BSE Limited

Corporate Relationship Department, 1st Floor, New Trading Ring, Rotunda Building, P.J. Towers,

Dalal Street, Fort, Mumbai – 400 001

BSE Code: 500171

Dear Sir / Madam,

Sub: Compliance Report on Corporate Governance for the quarter/ half year ended September 30, 2021

Pursuant to Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 read with SEBI Circular (CIR/CFD/CMD/ 5/ 2015 dated September 24, 2015, SEBI/HO/CFD/CMD1/CIR/P/2019/78 dated July 16, 2019 and SEBI/HO/CFD/CMD-2/CIR/P/2021/567 dated May 31, 2021 and other applicable provisions, if any, please find enclosed herewith compliance report on Corporate Governance for the quarter ended September 30, 2021 as per Annexure I of the circular.

In addition to the above, please also find enclosed herewith compliance report on Corporate Governance for the half year ended September 30, 2021 as per Annexure III & IV of the above circular.

You are requested to kindly take note of the same.

In case you require any further information/ clarification, please do let us know.

Thanking you

Yours faithfully

For GHCL LIMITED

Bhuwneshwar Mishra

Sr. GM-Sustainability & Company Secretary as well as Compliance Officer

B- 38, GHCL House, Institutional Area, Sector- 1, Noida, (U.P.) - 201301, India. Ph. : +91-120-2535335, 4939900, Fax : +91-120-2535209 CIN : L24100GJ1983PLC006513, E-mail : ghclinfo@ghcl.co.in, Website : ghclinfo@ghcl.co.in

		Compliance Report on Corporate Governance as per Reg. 27(2) of the Listing Regulations, 2015 by GHCL Limited for the quarter ended September 30, 2021
1	Name of Listed Entity	GHCL Limited
2	Quarter ending	September 30, 2021

	Composition of Boar	d of Directors												
	Name of the Director	PAN ⁵	DIN	Category (Chairperson / Executive / Non- Eexecutive / Independent / Nominee) de	Initial Date of Appointment	appointment	Tenure*	Date of Birth	Whether special resolution passed?	Date of passing special resolution	No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No. of Independent Directors in listed entities including this listed entity [in reference to provisio to Regulation 17A(1)]	Number of membership in Audit / Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of the Listing Regulations)	No. of post of Chairperson in Audit / Stakeholder Committee(s) held in listed entities including this listed entity (Refer Regulation 26(1) of the Listing Regulations)
Mr.	Sanjay Dalmia	AADPD9438N	00206992	Non Executive Chairperson - Promoter	20-10-1983		N/A	17-03-1944		19-06-2021	1	C	0	
Mr.	Anurag Dalmia	AADPD9439P	00120710	Non Executive - Vice Chairman - Promoter	19-04-1986	06-07-2020	N/A	11-05-1956	N/A	N/A	1	0	0	C
Mr.	Dr. Manoj Vaish	AAAPV5957F	00157082	Non Executive - Independent	01-04-2019	01-04-2019	30 months	24-05-1961	N/A	N/A	1	1	0	1
Mr.	Justice Ravindra Singh	ATZPS1677H	08344852	Non Executive - Independent	01-04-2019	01-04-2019	30 months	02-07-1953	N/A	N/A	1	1	2	
Mr.	Arun Kumar Jain	ABZPJ6664P	07563704	Non Executive - Independent	01-04-2019	01-04-2019	30 months	04-01-1956	N/A	N/A	1	1	1	1
Mrs.	Vijaylaxmi Joshi	ADAPJ2125Q	00032055	Non Executive - Independent- Woman Director	20-04-2017	20-04-2017	53 months	01-08-1958	N/A	N/A	2	2	1	0
Mr.	Dr. Lavanya Rastogi	AFDPR4963H	01744049	Non Executive - Independent	24-11-2014	01-04-2019	30 months	08-03-1981	YES*	12-03-2019	1	1	0	0
Mr.	R. S. Jalan	ABBPJ6847Q	00121260	Executive (MD)	24-09-2002	07-06-2017	N/A	10-10-1957	N/A	N/A	1	0	1	C
Mr.	Raman Chopra	AADPC9604M	00954190	Executive (CFO)	01-04-2008	01-04-2018	N/A	25-11-1965		N/A	1	0	1	0
Mr.	Neelabh Dalmia	AFBPD8202R	00121760	Executive - Director (Textiles)	20-07-2005	01-02-2020	N/A	16-08-1983	N/A	N/A	1	0	1	0

Note 1:* Company appointed Dr. Lavanya Rastogi, as an Independent Director of the Company for second term of five years w.e.f April 1, 2019. Hence, pursuant to requirement of Section 149(10) of the Companies Act, 2013 Special Resolution was passed.

Note 2: The Board of Directors of the Company in their meeting held on July 29, 2021 had nominated Dr. Manoj Vaish as Lead Independent Director of the Company for a period of 3 years period from the date of nomination or till the date of retirement, whichever is earlier.

\$ PAN number of any director would not be displayed on the website of Stock Exchange.

& Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating with hyphen.

* To be filled only for Independent Director. Tenure would mean total period from which independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.



1	Name of Listed	GHCL Limited									
2	Quarter ending	September 30, 2021								111	
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ame	Composition of of Committee	Name of Committee members	Category (Chairperson / Executive / Non- Eexecutive / Independent / Nominee)&	Date of Appointment	Date of Cessation	Nam	e of Committee	Name of Committee members	Category (Chairperson / Executive / Non- Eexecutive / Independent / Nominee)S	Date of Appointment	Date of Cessation
1	Audit & Compliance Committee	Dr. Manoj Vaish - Chairman of the Committee	Independent	18-09-2019		2	Nomination & Remuneration Committee	Mr. Sanjay Dalmia - Member of the Committee	Chairperson	18-10-2014	
		Mrs. Vijaylaxmi Joshi	Independent	29-07-2017				Mrs. Vijaylaxmi Joshi - Chairperson of the Committee	Independent	18-07-2018	
		Justice Ravindra Singh	Independent	01-04-2019				Justice Ravindra Singh	Independent	18-09-2019	
		Mr. Arun Kumar Jain	Independent	01-04-2019				Dr. Manoj Vaish	Independent	18-09-2019	
oar	d of Directors of t	palmia is a permanent inv the Company in their med & Compliance Committed	ritee of the Audit & eting held on July 2	Compliance Co 9, 2021 had rena	mmittee. 2. The med the Audit			Dr. Manoj Vaisn	паеренаен	16-09-2019	
oar	d of Directors of to nittee as "Audit a Risk & Sustainability	Jalmia is a permanent invite Company in their med & Compliance Committee Mr. Arun Kumar Jain - Chairman of the	ritee of the Audit & eting held on July 2	Compliance Co 9, 2021 had rena	mmittee. 2. The med the Audit ork.	4	Stakeholders Relationship	Mr. Arun Kumar Jain - Chairman of the	Independent	01-04-2019	
oar	d of Directors of to nittee as "Audit of Risk &	Dalmia is a permanent invite Company in their mee & Compliance Committe Mr. Arun Kumar Jain -	itee of the Audit & eting held on July 2' e" and also extende	Compliance Co 9, 2021 had rena d its scope of wo	mmittee. 2. The med the Audit ork.	4		Mr. Arun Kumar Jain -			Cessation 14 18 19 19 05
oar	Risk & Sustainability Committee (if	Jalmia is a permanent invite Company in their med & Compliance Committee Mr. Arun Kumar Jain - Chairman of the Committee	itee of the Audit & etting held on July 2' e" and also extende	Compliance Coo 9, 2021 had rena d its scope of wo	mmittee. 2. The mmed the Audit rk.	4	Relationship	Mr. Arun Kumar Jain - Chairman of the Committee	Independent Independent Executive	01-04-2019	
oar	Risk & Sustainability Committee (if	Jalmia is a permanent invite Company in their met & Compliance Committee Mr. Arun Kumar Jain - Chairman of the Committee Mr. Anurag Dalmia	itee of the Audit & eting held on July 2'e" and also extende Independent Non-Executive	Compliance Coi 9, 2021 had rena d its scope of wo 01-04-2019 29-07-2021	mmittee. 2. The amed the Audit rk.	4	Relationship	Mr. Arun Kumar Jain - Chairman of the Committee Justice Ravindra Singh	Independent	01-04-2019	
oar	Risk & Sustainability Committee (if	Dalmia is a permanent invite Company in their met & Compliance Committee Mr. Arun Kumar Jain - Chairman of the Committee Mr. Anurag Dalmia Mr. R S Jalan	itee of the Audit & eting held on July 2'e" and also extende Independent Non-Executive Executive (MD) Executive (CFO)	29-07-2021	mmittee. 2. The umed the Audit rk.	4	Relationship	Mr. Arun Kumar Jain - Chairman of the Committee Justice Ravindra Singh Mr. Neelabh Dalmia	Independent Independent Executive (Textiles) Executive (MD) Executive	01-04-2019 30-07-2019 20-07-2005	
3	d of Directors of the nittee as "Audit a Risk & Sustainability Committee (if applicable) The Board of Di	Jalmia is a permanent invite Company in their med Compliance Committee Mr. Arun Kumar Jain - Chairman of the Committee Mr. Anurag Dalmia Mr. R S Jalan Mr. Raman Chopra	itee of the Audit & eting held on July 2'e" and also extende Independent Non-Executive Executive (MD) Executive (CFO) Executive (Textiles) In their meeting held	29-07-2021 22-05-2015 29-06-2017	mmittee. 2. The med the Audit rk.	4	Relationship	Mr. Arun Kumar Jain - Chairman of the Committee Justice Ravindra Singh Mr. Neelabh Dalmia Mr. R S Jalan	Independent Independent Executive (Textiles) Executive (MD)	01-04-2019 30-07-2019 20-07-2005 31-07-2004	
3	Risk & Sustainability Committee (if applicable) The Board of Ditisk Management of work.	Dalmia is a permanent invite Company in their med Compliance Committee & Compliance Committee Mr. Arun Kumar Jain - Chairman of the Committee Mr. Anurag Dalmia Mr. R S Jalan Mr. Raman Chopra Mr. Neelabh Dalmia rectors of the Company in Committee as "Risk & S Mr. Anurag Dalmia - Chairman of the	itee of the Audit & eting held on July 2'e" and also extende Independent Non-Executive Executive (MD) Executive (CFO) Executive (Textiles) In their meeting held Sustainability Comm	29-07-2015 22-05-2015 29-06-2017 I on July 29, 202 nittee" and also	mmittee. 2. The imed the Audit rk.	4	Relationship	Mr. Arun Kumar Jain - Chairman of the Committee Justice Ravindra Singh Mr. Neelabh Dalmia Mr. R S Jalan	Independent Independent Executive (Textiles) Executive (MD) Executive	01-04-2019 30-07-2019 20-07-2005 31-07-2004	
3 iote: he F	Risk & Sustainability Committee (if applicable) The Board of Ditisk Management of work. Corporate Social Responsibility Committee	Dalmia is a permanent invite Company in their mee & Compliance Committee Mr. Arun Kumar Jain - Chairman of the Committee Mr. Anurag Dalmia Mr. R S Jalan Mr. Raman Chopra Mr. Neelabh Dalmia rectors of the Company is t Committee as "Risk & S Mr. Anurag Dalmia - Chairman of the Committee	itee of the Audit & titee of t	29-07-2021 22-05-2015 29-06-2017 29-07-2029 30-07-2019	mmittee. 2. The imed the Audit rk.	4	Relationship	Mr. Arun Kumar Jain - Chairman of the Committee Justice Ravindra Singh Mr. Neelabh Dalmia Mr. R S Jalan	Independent Independent Executive (Textiles) Executive (MD) Executive	01-04-2019 30-07-2019 20-07-2005 31-07-2004	
3 iote: he I cope	Risk & Sustainability Committee (if applicable) The Board of Ditisk Management of work. Corporate Social Responsibility Committee	Dalmia is a permanent invite Company in their mee & Compliance Committee Mr. Arun Kumar Jain - Chairman of the Committee Mr. Anurag Dalmia Mr. R S Jalan Mr. Raman Chopra Mr. Neelabh Dalmia rectors of the Company is t Committee as "Risk & S Mr. Anurag Dalmia - Chairman of the Committee Mrs. Vijaylaxmi Joshi	itee of the Audit & titee of t	29-07-2021 22-05-2015 29-06-2017 30-07-2019 25-04-2018	mmittee. 2. The imed the Audit rk.	4	Relationship	Mr. Arun Kumar Jain - Chairman of the Committee Justice Ravindra Singh Mr. Neelabh Dalmia Mr. R S Jalan	Independent Independent Executive (Textiles) Executive (MD) Executive	01-04-2019 30-07-2019 20-07-2005 31-07-2004	



	of Meeting (if any) in	Date(s) of Meeting (if any) in the current quarter		Maximum gap between any
he previ	ous quarter			two consecutive meeting (in number of days)
	28-04-2021	29-07-2021		91
v	Meeting of Commi	ttees (i.e. Audit Committee)		
Date(s)	of meeting of the	Whether requirement of Quorum met (details)	Date of meeting	Maximum gap between any
	ommittee in the		of the committee	two consecutive meeting in
elevant		· ·	in the previous quarter	number of days*
	29-07-2021	Yes All four members of the Audit Committee (i.e. Dr. Manoj	28-04-2021	91
		Vaish, Mrs. Vijaylaxmi Joshi, Justice Ravindra Singh & Mr. Arun Kumar Jain) attended the meeting held on 29-07-2021		
V	Meeting of Commi	ttees (i.e. Nomination & Remuneration Committee)		
	neeting of the ee in the previous	15-07-2021		
VI	Meeting of Commi	ttees (i.e. Risk Management Committee)		
	neeting of the	14-07-2021		
quarter	or in the previous			
VII	Meeting of Commi	ttees (i.e. Stakeholders Relation Committee)		
	meeting of the	02-07-2021		
committe quarter	ee in the previous	23-07-2021		
Taranto I		06-08-2021		
		13-08-2021		
		20-08-2021	-	
		03-09-2021		
		17-09-2021		=
		24-09-2021		
VIII	Related Party Tran	nandatorily be given for audit committee, for rest of the connections		
VIII Subject	Related Party Trai			information is optional. s (Yes / No / NA) ^{refer note below} Yes
VIII Subject	Related Party Tran	nsactions		s (Yes / No / NA) ^{refer note below}
VIII Subject Whether Whether	Related Party Tran	isactions lit committee obtained		s (Yes / No / NA) ^{refer note below} Yes
VIII Subject Whether Whether by Audit	Related Party Transprior approval of audishareholder approval details of RPT entered Committee	dit committee obtained I obtained for material RPT ed into pursuant to omnibus approval have been reviewed	Compliance statu	Yes NA Yes
Whether Whether Whether by Audit	Prior approval of auc shareholder approval details of RPT enters Committee	dit committee obtained l obtained for material RPT	Compliance statu	Yes NA Yes A. For example, if the Board
VIII Subject Whether Whether by Audit	prior approval of auc shareholder approval details of RPT entered Committee	dit committee obtained I obtained for material RPT ed into pursuant to omnibus approval have been reviewed upliance Status," compliance or non-compliance may be into accordance with the reuirements of Listing Regulations,	Compliance statu	Yes NA Yes A. For example, if the Board
Whether Whether Whether by Audit Note 1	prior approval of auc shareholder approval details of RPT entered Committee	lit committee obtained I obtained for material RPT ed into pursuant to omnibus approval have been reviewed pliance Status," compliance or non-compliance may be incin accordance with the reuirements of Listing Regulations, related party transactions, the words "N.A." may be indicated.	Compliance statu	Yes NA Yes A. For example, if the Board
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HALF YEARLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of Listed Entity

: GHCL Limited

Half Year Ended

Date: 14.10.2021 Place: Noida : April 1, 2021 - September 30, 2021

Broad Headings	Regulation Number	Compliance Status (Yes/No/NA)
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
For GHCL Limited Bhuwneshwar Mishra Sr. GM-Sustainability & Company Secretary as we	all as Compliance Off	icer

GHCL Limited



Name of Listed Entity		GHCL Limited		
Half Year Ended		April 1, 2021 - Sept	ember 30, 2021	
I. Disclosure of Loans / guarantees / co	mfort letters / secu	rities etc.		
(A) Any loan or any other form of debt a	dvanced by the list	ed entity directly or	ndirectly to:	
Entity	Aggregate amount advanced during six months	Balance outstanding months	ng at the end of six	
Promoter or any other entity controlled by them	NIL	N	IL	
Promoter Group or any other entity controlled by them	NIL	N	IL	
Directors (including relatives) or any other entity controlled by them	NIL	N	IL	
KMPs or any other entity controlled by them	NIL	Rs.10,38,755/- (Rupees Ten Lakhs Thirty Eight Thousand Seven Hundred Fifty Five)		
(B) Any guarantee/ comfort letter (by windirectly, in connection with any loan(s		of debt availed by:		
Linuty	comfort letter etc.)	amount of issuance during six months	end of six months (taking into account any	
Promoter or any other entity controlled by	comfort letter	issuance during	outstanding at the end of six months (taking into	
Promoter or any other entity controlled by them Promoter Group or any other entity	comfort letter etc.)	issuance during six months	outstanding at the end of six months (taking into account any invocation)	
Promoter or any other entity controlled by them	comfort letter etc.)	issuance during six months	outstanding at the end of six month (taking interaction) NIL	

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ig. Ph.: +91-120-2535335, 4939900, Fax ! +91-120-2535209 wwghcl.co.in

CIN: LZ4109G11983rLC000313, L. Sanda Sanda Stand, Navrangpura Bus Stand, Navrangpura Ahmedabad Gujarat - 380009, India

GHCL Limited



(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of security (cash, shares etc.)	000	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NIL	NIL	NIL
Promoter Group or any other entity controlled by them	NIL	NIL	NIL
Directors (including relatives) or any other entity controlled by them	NIL	NIL	NIL
KMPs or any other entity controlled by them	NIL	NIL	NIL

II. Affirmations:

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.

Name & Designation	For GHCL Limited		
	RAMAN Digitally signed by RAMAN CHOPRA CHOPRA Date: 2021.10.13 19:45:18 +05'30'	GHCL TO	
	Raman Chopra CFO & Executive Director (Finance)	*****	
Date:	13.10.2021		

B- 38, GHCL House, Institutional Area, Sector- 1, Noida, (U.P.) - 201301, India. Ph. . +91-120-2535335, 4939900, Fax : +91-120-2535209 CIN : L24100G[1983PLC006513, E-mail : ghclinfo@ghcl.co.in , Website : www.ghcl.co.in