

July 17, 2023

श्रावण- कृष्ण पक्ष, अमावस्या
विक्रम संवत्, २०८०

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

BSE Limited
Corporate Relationship Department,
1st Floor, New Trading Ring, Rotunda Building,
P.J. Towers,
Dalal Street, Fort, Mumbai – 400 001
BSE Code: 543918

Dear Sir / Madam,

Sub: Compliance Report on Corporate Governance for the quarter ended June 30, 2023

Pursuant to Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 read with SEBI Circular 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 June 30, 2023 as per Annexure I of the 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 Textiles Limited



Lalit Narayan Dwivedi
Company Secretary and Compliance officer



GHCL Textiles Limited (Formerly Sree Meenakshi Mills)

GHCL House, B- 38, Institutional Area, Sector- 1, Noida- 201301 (U.P.), India. Ph. : +91 - 120 - 2535335, 4939900, Fax : 91- 120- 2535209
CIN : U18101GJ2020PLC114004, E-mail : info@ghcltextiles.co.in, Website : www.ghcltextiles.co.in

Regd. Office : GHCL House, Opp. Punjabi Hall, Near Navrangpura Bus Stand, Navrangpura, Ahmedabad - 380009, India

Compliance Report on Corporate Governance as per Reg. 27(2) of the Listing Regulations, 2015 by GHCL Textiles Limited for the quarter ended June 30, 2023

1	Name of Listed Entity	GHCL Textiles Limited
2	Quarter ending	June 30, 2023

I Composition of Board of Directors															
Title (Mr. / Ms)	Name of the Director	PAN ^S	DIN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee) ^{&}	Initial Date of Appointment	Date of Re-appointment in the current term / cessation	Date of Cessation	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 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.	Dr. Manoj Vaish*	AAAPV5957F	00157082	Non Executive - Independent	06-03-2023	06-03-2023		4 months	24-05-1961	N/A	N/A	2	2	0	2
Mrs.	Vijaylaxmi Joshi*	ADAPJ2125Q	00032055	Non Executive - Independent- Woman	06-03-2023	06-03-2023		4 months	01-08-1958	NA	NA	3	3	2	0
Mr.	Arun Kumar Jain*	ABZPJ6664P	07563704	Non Executive - Independent	06-03-2023	06-03-2023		4 months	04-01-1956	N/A	N/A	2	2	3	1
Mr.	R. S. Jalan	ABBPJ6847Q	00121260	Non Executive	17-06-2020	17-06-2020		N/A	10-10-1957	N/A	N/A	2	0	2	0
Mr.	Raman Chopra	AADPC9604M	00954190	Non Executive	17-06-2020	17-06-2020		N/A	25-11-1965	N/A	N/A	2	0	2	0
Mr.	Neelabh Dalmia	AFBPD8202R	00121760	Non Executive	17-06-2020	17-06-2020		N/A	16-08-1983	N/A	N/A	2	0	2	0

Note 1:* Company appointed Dr. Manoj Vaish, Mrs. Vijaylaxmi Joshi and Mr. Arun Kumar Jain, as Additional Director in category of Independent Director of the Company for a term of two years w.e.f March 06,2023.

^S 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.

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Compliance Report on Corporate Governance as per Reg. 27(2) of the Listing Regulations, 2015 by GHCL Textiles Limited for the quarter ended June 30, 2023

1	Name of Listed	GHCL Textiles Limited										
2	Quarter ending	June 30, 2023										
II Composition of Committees*												
Name of Committee		Name of Committee members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)&	Date of Appointment	Date of Cessation	Name of Committee		Name of Committee members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)\$	Date of Appointment	Date of Cessation	
1	Audit Committee	Dr. Manoj Vaish - Chairman of the Committee	Independent	06-03-2023		2	Nomination & Remuneration Committee	Mrs. Vijaylaxmi Joshi - Chairperson of the Committee	Independent	06-03-2023		
		Mrs. Vijaylaxmi Joshi	Independent	06-03-2023					Dr. Manoj Vaish	Independent	06-03-2023	
		Mr. Arun Kumar Jain	Independent	06-03-2023					Mr. Arun Kumar Jain	Independent	06-03-2023	
3	Risk Management Committee (if applicable)	Mr. Arun Kumar Jain - Chairman of the Committee	Independent	06-03-2023		4	Stakeholders Relationship Committee	Mr. Arun Kumar Jain - Chairman of the Committee	Independent	06-03-2023		
		Mr. R S Jalan	Non -Executive	06-03-2023					Mr. R S Jalan	Non -Executive	06-03-2023	
		Mr. Raman Chopra	Non -Executive	06-03-2023					Mr. Raman Chopra	Non -Executive	06-03-2023	
		Mr. Neelabh Dalmia	Non -Executive	06-03-2023					Mr. Neelabh Dalmia	Non -Executive	06-03-2023	
5	Corporate Social Responsibility Committee	Mrs. Vijaylaxmi Joshi - Chairman of the Committee	Independent	06-03-2023								
		Mr. R S Jalan	Non -Executive	06-03-2023								
		Mr. Raman Chopra	Non -Executive	06-03-2023								
		Mr. Neelabh Dalmia	Non -Executive	06-03-2023								

III Meeting of Board of Directors					
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the current quarter	Maximum gap between any two consecutive meeting (in number of days)	No. of Directors Present (All Directors including Independent Directors)	No. of Independent Directors present in the meeting	
02-01-2023, 06-03-2023, 16-03-2023	12-04-2023	62	6	3	
IV Meeting of Committees (i.e. Audit Committee)					
Date(s) of meeting of the Audit Committee in the relevant quarter	Whether requirement of Quorum met (details)	Date of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meeting in number of days*		
12-04-2023	Yes	NA	NA	3	
	All three members of the Audit & Compliance Committee (i.e. Dr. Manoj Vaish, Mrs. Vijaylaxmi Joshi & Mr. Arun Kumar Jain) attended the meeting held on 12-04-2023				
*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.					
VIII Related Party Transactions					
Subject	Compliance status (Yes / No / NA) ^{refer note below}				
Whether prior approval of audit committee obtained	NA				
Whether shareholder approval obtained for material RPT	NA				
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee					



Note	
1	In the column "Compliance Status," compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
2	If status is "No" details of non-compliance may be given here.
IX	Affirmations
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.- Yes
2	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
a.	Audit Committee - Yes
b.	Nomination & remuneration committee - Yes
c.	Stakeholders relationship committee - Yes
d.	Risk management committee (applicable to the top 1000 listed entities) - NA
3	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.- Yes
4	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015 - Yes
5	a. The report and / or the report submitted in the previous quarter has been placed before Board of Directors. Yes b. Any comments / observations/advice of Board of Directors may be mentioned here: NA
Name & Designation	For GHCL Textiles Limited  Lalit Narayan Dwivedi Company Secretary & Compliance Officer
Date:	17-07-2023

