

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]



सत्यमेव जयते

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	L18101GJ2020PLC114004	Pre-fill						
Global Location Number (GLN) of the company								
* Permanent Account Number (PAN) of the company	AAICG3408K							
(ii) (a) Name of the company	GHCL TEXTILES LIMITED							
(b) Registered office address	GHCL House, Opp. Punjabi Hall, Navrangpura, Navrangpura Ahmedabad Ahmedabad Gujarat 380009							
(c) *e-mail ID of the company	secretarial@ghcltextiles.co.in							
(d) *Telephone number with STD code	07926434100							
(e) Website	www.ghcltextiles.co.in							
(iii) Date of Incorporation	17/06/2020							
(iv)	<table border="1"><thead><tr><th>Type of the Company</th><th>Category of the Company</th><th>Sub-category of the Company</th></tr></thead><tbody><tr><td>Public Company</td><td>Company limited by shares</td><td>Indian Non-Government company</td></tr></tbody></table>	Type of the Company	Category of the Company	Sub-category of the Company	Public Company	Company limited by shares	Indian Non-Government company	
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	<input checked="" type="radio"/> Yes	<input type="radio"/> No						
(vi) *Whether shares listed on recognized Stock Exchange(s)	<input checked="" type="radio"/> Yes	<input type="radio"/> No						

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited(BSE)	1
2	National Stock Exchange of India Limited (NSE)	1,024

(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, Vikhroli (West)

(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 their meeting held on May 06, 2024, fixed the date of AGM on July 08, 2024

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	C2	Textile, leather and other apparel products	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				

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	175,750,000	95,585,786	95,585,786	95,585,786
Total amount of equity shares (in Rupees)	351,500,000	191,171,572	191,171,572	191,171,572

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity				
Number of equity shares	175,750,000	95,585,786	95,585,786	95,585,786
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	351,500,000	191,171,572	191,171,572	191,171,572

(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	50,000	0	50000	100,000	100,000	
Increase during the year	0	95,585,786	95585786	191,171,572	191,171,570	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	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	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	0	95,585,786	95585786	191,171,572	191,171,570	0
Shares allotted pursuant to the Scheme of demerger						
Decrease during the year	50,000	0	50000	100,000	100,000	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	50,000		50000	100,000	100,000	
Cancellation of holding of GHCL Limited pursuant to						
At the end of the year	0	95,585,786	95585786	191,171,572	191,171,570	
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

INE0PA801013

(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

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

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

Details of debentures

Class of debentures	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 debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

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**

10,595,025,909

(ii) Net worth of the Company

13,857,736,004

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	913,499	0.96	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	5.76	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	11,887,636	12.44	0	
10.	Others	0	0	0	
	Total	18,309,035	19.16	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	33,693,739	35.25	0	
	(ii) Non-resident Indian (NRI)	1,454,761	1.52	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	0.78	0	

4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	15,142,164	15.84	0	
7.	Mutual funds	4,256,245	4.45	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	15,231,203	15.93	0	
10.	Others AIF, NBFC, Clearing Membe +	6,756,272	7.07	0	
	Total	77,276,751	80.84	0	0

Total number of shareholders (other than promoters)

66,015

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

66,057

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

48

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 +			232,546	0.24
BNP PARIBAS FINANC +	BNP PARIBAS HOUSE 1 NORTH AV +			4	0
CITY OF NEW YORK GF +	HSBC SECURITIES SERVICES 11TH F +			82,661	0.08
AMALTAS CAPITAL INI +	KOTAK MAHINDRA BANK LIMITED +			2,795,158	2.92
ARES DIVERSIFIED	C/O TRI-PRO ADMINISTRATOR LTD +			4,682,182	4.9
EMERGING MARKETS S +	CITIBANK N.A. CUSTODY SERVICES +			44,127	0.05
LOS ANGELES CITY EM +	CITIBANK N.A. CUSTODY SERVICES +			13,115	0.01
PREMIER INVESTMENT +	C/O KOTAK MAHINDRA BANK LIMI +			20,000	0.02
AMERICAN CENTURY I +	DEUTSCHE BANK AG, DB HOUSE, F +			160,202	0.17
DFA AUSTRALIA LIMIT +	CITIBANK N.A. CUSTODY SERVICES +			11,385	0.01
EMERGING MARKETS T +	CITIBANK N.A. CUSTODY SERVICES +			12,047	0.01
JOHN ALBERT GUNN	ORBIS FINANCIAL CORPORATION I +			280,000	0.3
NATIONAL RAILROAD +	CITIBANK N.A. CUSTODY SERVICES +			64	0

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
PERENNIAL EMERGING	NO 09-02 THE ARCADE 11 COLLYER			20,000	0.02
SEI TRUST COMPANY,	HSBC SECURITIES SERVICES 11TH F			137	0
AMERICAN CENTURY F	DEUTSCHE BANK AG, DB HOUSE, H			11,424	0.01
ARIAL HOLDINGS 1	C/O TRI-PRO ADMINISTRATORS LT			110,286	0.11
ELM PARK FUND LIMIT	ICICI BANK LIMITED SMS DEPT., 1 S			4,200	0.44
EMERGING MARKETS V	DEUTSCHE BANK AG, DB HOUSE H			985,000	1.03
IBM DIVERSIFIED GLO	CITIBANK N.A. CUSTODY SERVICES			43,894	0.05
DIMENSIONAL EMERG	CITIBANK N.A. CUSTODY SERVICES			111	0
DIMENSIONAL EMERG	CITIBANK N.A. CUSTODY SERVICES			17,042	0.2
EOS MULTI STRATEGY	ICICI BANK LIMITED SMS DEPT 1ST			319,929	0.33
JOHN HANCOCK FUNI	CITIBANK N.A. CUSTODY SERVICES			2,946,484	3.08
TEACHERS RETIREMEN	JP Morgan Chase Bank N.A, INDIA			4,200	0

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	7	42
Members (other than promoters)	0	66,015
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	0	1	0	1	0	0
B. Non-Promoter	0	5	0	5	0	0
(i) Non-Independent	0	2	0	2	0	0

(ii) Independent	0	3	0	3	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	0	6	0	6	0	0

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

9

(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)
Manoj Vaish	00157082	Director	0	
Vijay Laxmi Joshi	00032055	Director	0	
Arun Kumar Jain	07563704	Director	0	
Ravi Shanker Jalan	00121260	Director	650,000	
Raman Chopra	00954190	Director	175,000	
Neelabh Dalmia	00121760	Director	168,500	
Rajappan Balakrishnar	ABUPB1866A	CEO	6,400	
Gaurav	AQGPG5182K	CFO	0	
Lalit Narayan Dwivedi	BNNPD6395L	Company Secretar	400	

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

3

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)
Manoj Vaish	00157082	Additional director	09/09/2023	Change in designation
Vijay Laxmi Joshi	00032055	Additional director	09/09/2023	Change in designation
Arun Kumar Jain	07563704	Additional director	09/09/2023	Change in designation

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
Annual General Meeting	09/09/2023	70,486	62	21.3

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	12/04/2023	6	6	100
2	07/08/2023	6	6	100
3	03/11/2023	6	6	100
4	03/02/2024	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

8

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 Committee	12/04/2023	3	3	100
2	Audit Committee	07/08/2023	3	3	100
3	Audit Committee	03/11/2023	3	3	100
4	Audit Committee	03/02/2024	3	3	100
5	Stakeholders Forum	15/07/2023	4	4	100
6	Stakeholders Forum	07/10/2023	4	4	100
7	Stakeholders Forum	15/01/2024	4	4	100
8	Nomination and Remuneration Committee	23/01/2024	3	3	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	Manoj Vaish	4	4	100	5	5	100	
2	Vijay Laxmi Jc	4	4	100	5	5	100	
3	Arun Kumar Jc	4	4	100	8	8	100	
4	Ravi Shanker	4	4	100	3	3	100	
5	Raman Chopra	4	4	100	3	3	100	
6	Neelabh Dalm	4	4	100	3	3	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

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

Number of CEO, CFO and Company secretary whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Rajappan Balakrishna	CEO	6,650,938	0	0	0	6,650,938
2	Gaurav V.	CFO	2,882,336	0	0	0	2,882,336
3	Lalit Narayan Dwivedi	Company Secretary	1,270,639	0	0	0	1,270,639
	Total		10,803,913	0	0	0	10,803,913

Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Manoj Vaish	Director	0	421,000	0	100,000	521,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
2	Vijay Laxmi Joshi	Director	0	421,000	0	100,000	521,000
3	Arun Kumar Jain	Director	0	421,000	0	100,000	521,000
4	Ravi Shanker Jalan	Director	0	421,000	0	0	421,000
5	Raman Chopra	Director	0	421,000	0	0	421,000
6	Neelabh Dalmia	Director	0	421,000	0	0	421,000
	Total		0	2,526,000	0	300,000	2,826,000

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

(In case of 'No', submit the details separately through the method specified in instruction kit)

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:

1. 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.
2. 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

00954190

To be digitally signed by

Company Secretary

Company secretary in practice

Membership number

10487

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

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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