

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

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)	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	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

MUFG 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 01/04/2024 (DD/MM/YYYY) To date 31/03/2025 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held ☐ Yes ☒ No

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2025

(c) Whether any extension for AGM granted

☐ Yes ☒ No

(f) Specify the reasons for not holding the same

to be held on July 21, 2025

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

1

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

0

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
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	0	95,585,786	95585786	191,171,572	191,171,572	
Increase during the year	0	0	0	0	0	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 <div></div>						
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 <div></div>						
At the end of the year	0	95,585,786	95585786	191,171,572	191,171,572	
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

(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

08/07/2024

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

11,611,597,594

(ii) Net worth of the Company

14,373,723,958

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	919,000	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	18,314,536	19.16	0	0

Total number of shareholders (promoters)

36

(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	33,827,868	35.39	0	
	(ii) Non-resident Indian (NRI)	1,679,905	1.76	0	
	(iii) Foreign national (other than NRI)	250	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	741,598	0.78	0	

4.	Banks	200	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	14,980,152	15.67	0	
7.	Mutual funds	4,502,613	4.71	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	13,413,174	14.03	0	
10.	Others AIF, NBFC, Clearing Member	8,125,490	8.5	0	
	Total	77,271,250	80.84	0	0

Total number of shareholders (other than promoters)

66,252

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

66,288

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

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
AUSTRALIAN RETIREMENT FUND	CITIBANK N.A. CUSTODY SERVICES			52,812	0.05
CALIFORNIA STATE TEACHER PENSION FUND	HSBC SECURITIES SERVICES 11TH FLOOR			25,964	0.02
CC&A L Q INTERNATIONAL INVESTMENT FUND	DEUTSCHE BANK AG, DB HOUSE HAMBURG			1,214	0
CI WISDOMTREE EMERGING MARKETS FUND	HSBC SECURITIES SERVICES 11TH FLOOR			973	0
COLLEGE RETIREMENT FUND	DEUTSCHE BANK AG DB HOUSE, HAMBURG			62,969	0
COLONIAL FIRST STATE INVESTMENT FUND	CITIBANK N.A. CUSTODY SERVICES			9,700	0.06
EBK-AKTIE-UNIVERSITÄT WÜRZBURG	JP Morgan Chase Bank N.A, INDIA			24,423	0.01
EMERGING MARKETS FUND	JP Morgan Chase Bank N.A, INDIA			107,958	0.11
FUNDPARTNER SOLUTIONS	HSBC SECURITIES SERVICES 11TH FLOOR			39,300	0.04
INTERNATIONAL MONETARY FUND	CITIBANK N.A. CUSTODY SERVICES			1,088	0
LAZARD ASSET MANAGEMENT	CITIBANK N.A. CUSTODY SERVICES			410	0
MISSOURI EDUCATION FUND	JP Morgan Chase Bank N.A, INDIA			1,237	0
ALASKA PERMANENT FUND	STANDARD CHARTERED BANK SECURITIES			19,262	0.02

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
AMERICAN CENTURY F	DEUTSCHE BANK AG, DB HOUSE H			2,431	0
ARES DIVERSIFIED	ICICI BANK LTD EMPIRE COMPLEX			4,682,182	4.89
AXA IM EQUITY TRUST	CITIBANK N.A. CUSTODY SERVICES			102,254	0.1
BUMA-UNIVERSAL-FO	JP Morgan Chase Bank N.A, INDIA			99,125	0.1
CC&L Q GLOBAL S	STANDARD CHARTERED BANK SEC			4,489	0
CONNOR CLARK & LUI	CITIBANK N.A. CUSTODY SERVICES			3,153	0
DFA AUSTRALIA LIMIT	CITIBANK N.A. CUSTODY SERVICES			11,385	0.01
DIMENSIONAL EMERG	CITIBANK N.A. CUSTODY SERVICES			171,723	0.17
DIMENSIONAL WORL	CITIBANK N.A. CUSTODY SERVICES			6,924	0
EMERGING MARKETS C	DEUTSCHE BANK AG, DB HOUSE H			38,603	0.04
ABU DHABI INVESTME	JP Morgan Chase Bank N.A, INDIA			4,679	0
ACADIAN EMERGING I	STANDARD CHARTERED BANK SEC			14,676	0.01

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	36
Members (other than promoters)	66,015	66,252
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	2	0	1	0	0
B. Non-Promoter	0	6	0	5	0	0
(i) Non-Independent	0	2	0	2	0	0

(ii) Independent	0	4	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	8	0	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)
RAVI SHANKER JALA 	00121260	Director	650,000	
RAMAN CHOPRA	00954190	Director	175,000	
NEELABH DALMIA	00121760	Director	168,651	
ANURAG DALMIA	00120710	Director	145,225	
RAVINDRA SINGH	08344852	Director	0	
SUDHA PILLAI	02263950	Director	0	
VIRUSANGULAAM KU 	03636599	Director	0	
CHATHAMUR RAMAN 	08853688	Director	0	
LALIT NARAYAN DWI 	BNNPD6395L	Company Secretar	0	
RAJAPPAN BALAKRIS 	ABUPB1866A	CEO	6,400	

(ii) Particulars of change in director(s) and Key managerial personnel during the year 10

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)
ANURAG DALMIA	00120710	Director	01/04/2024	Appointment
RAVINDRA SINGH	08344852	Director	01/04/2024	Appointment
SUDHA PILLAI	02263950	Director	01/03/2025	Appointment
CHATHAMUR RAM, +	08853688	Director	01/03/2025	Appointment
VIRUSANGULAAM +	03636599	Director	01/03/2025	Appointment
ANURAG DALMIA	00120710	Director	06/05/2024	Change in Designation
ARUN KUMAR JAIN +	07563704	Director	06/03/2025	Cessation
VIJAY LAXMI JOSH +	00032055	Director	06/03/2025	Cessation
MANOJ VAISH	00157082	Director	06/03/2025	Cessation
GAURAV	AQGPG5182K	CFO	31/03/2025	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

2

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	08/07/2024	66,057	77	21.2
EGM (Postal Ballot)	27/12/2024	77,872	366	35.4

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	06/05/2024	8	8	100
2	01/08/2024	8	8	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
3	29/10/2024	8	8	100
4	03/02/2025	8	8	100

C. COMMITTEE MEETINGS

Number of meetings held

14

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	06/05/2024	3	3	100
2	Audit Committee	01/08/2024	3	3	100
3	Audit Committee	29/10/2024	3	3	100
4	Audit Committee	03/02/2025	3	3	100
5	Nomination and Remuneration	06/05/2024	3	3	100
6	Nomination and Remuneration	28/10/2024	3	3	100
7	Nomination and Remuneration	28/02/2025	3	3	100
8	Stakeholder relations	20/04/2024	4	4	100
9	Stakeholder relations	15/07/2024	4	4	100
10	Stakeholder relations	15/10/2024	4	4	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	
								(Y/N/NA)
1	RAVI SHANKAR	4	4	100	7	7	100	
2	RAMAN CHOPRA	4	4	100	7	7	100	
3	NEELABH DASH	4	4	100	7	7	100	
4	ANURAG DALVI	4	4	100	2	2	100	

5	RAVINDRA SINGH	4	4	100	8	8	100	
6	SUDHA PILLAI	0	0	0	0	0	0	

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 BALAKrishnan	CEO	9,178,906	0	0	0	9,178,906
2	Gaurav V.	CFO	3,284,412	0	0	0	3,284,412
3	Lalit Narayan Dwivedi	Company Secretary	1,466,759	0	0	0	1,466,759
	Total		13,930,077	0	0	0	13,930,077

Number of other directors whose remuneration details to be entered

8

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Manoj Vaish	Director	0	527,000	0	240,000	767,000
2	Vijay Laxmi Joshi	Director	0	527,000	0	245,000	772,000
3	Arun Kumar Jain	Director	0	527,000	0	290,000	817,000
4	Ravi Shanker Jalan	Director	0	527,000	0	150,000	677,000
5	Raman Chopra	Director	0	527,000	0	150,000	677,000
6	Neelabh Dalmia	Director	0	527,000	0	150,000	677,000
7	Anurag Dalmia	Director	0	527,000	0	150,000	677,000
8	RAVINDRA SINGH	Director	0	527,000	0	115,000	642,000
	Total		0	4,216,000	0	1,490,000	5,706,000

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:

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

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

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