October 29, 2024

कार्तिक - कृष्ण पक्ष - द्वादशी
विक्रम सम्वत २०८१

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/Ma'am,

Sub: Outcome of 23rd Board Meeting of the Company

Pursuant to requirement of Regulation 30 and Regulation 33 of the of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, we would like to inform you that the Board of Directors in its meeting held today i.e. October 29, 2024, has *inter alia* approved the followings:

1. The reviewed un-audited financial results of the Company for the quarter and half year ended on September 30, 2024. Copy of the said financial results alongwith Limited Review Report thereon issued by the auditors are enclosed herewith as **Annexure-1.**
2. Recommendation to the Shareholders for appointment of Mrs. Sudha Pillai, IAS (retd.) as an Independent Director (women Director) of the Company for a period of five years w.e.f. March 01, 2025. Brief profile and other necessary details related to the appointment of Mrs. Sudha Pillai is enclosed herewith as **Annexure - 2**.
3. Recommendation to the Shareholders for appointment of Mr. Virusangulaam Kumarasamy Jeyakodi, IAS (retd.) as an Independent Director of the Company for a period of five years w.e.f. March 01, 2025. Brief profile and other necessary details related to the appointment of Mr. Virusangulaam Kumarasamy Jeyakodi is enclosed herewith as **Annexure - 3**.
4. Recommendation to the Shareholders for appointment of Mr. Chathamur Raman Rajagopal, as an Independent Director of the Company for a period of five years w.e.f. March 01, 2025. Brief profile and other necessary details related to the appointment of Mr. Chathamur Raman Rajagopal is enclosed herewith as **Annexure - 4**.
5. Postal Ballot Notice for appointment of Independent Directors as recommended by the Board.

Please note that the board meeting commenced at 5.00 p.m. and concluded at 5.40 p.m.

Please note that copy of this communication shall also be available on the website of the company (www.ghcltextiles.co.in), BSE Limited (www.bseindia.com) and National Stock Exchange of India Limited (www.nseindia.com). You are requested to kindly take note of the same and disseminate the information on your website.

Thanking you

Yours faithfully

For GHCL Textiles Limited

LALIT NARAYAN DWIVEDI
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GHCL TEXTILES LIMITED

Lalit Narayan Dwivedi
Company Secretary and Compliance officer
Membership No.: FCS10487
Encl: as above

S.R. BATLIBOI & CO. LLP
Chartered Accountants

67, Institutional Area
Sector 44, Gurugram - 122 003
Haryana, India

Tel: +91 124 681 6000

Independent Auditor's Review Report on the Quarterly and Year to Date Unaudited Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

Review Report to
The Board of Directors
GHCL Textiles Limited

1. We have reviewed the accompanying statement of unaudited financial results of GHCL Textiles Limited (the "Company") for the quarter ended September 30, 2024 and year to date from April 01, 2024 to September 30, 2024 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").

2. The Company's Management is responsible for the preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The Statement has been approved by the Company's Board of Directors. Our responsibility is to express a conclusion on the Statement based on our review.

3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm registration number: 301003E/E300005

Sonika Loganey
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per Sonika Loganey
Partner
Membership No.: 502220

UDIN: 24502220BKDLPY5645

Place: Gurugram
Date: October 29, 2024

GHCL Textiles Limited (CIN : L18101GJ2020PLC114004)

Registered Office: GHCL House, Opp. Punjabi Hall, Near Navrangpura Bus Stand, Navrangpura, Ahmedabad - 380 009, Gujarat

(Email: info@ghcltextiles.co.in, secretarial@ghcltextiles.co.in, Website: www.ghcltextiles.co.in, Phone: 079- 26434100, Fax: 079-26423623)

Statement of Unaudited Financial Results for the Quarter and Six Months ended September 30, 2024 — **INR in Crore**

S. No.	Particulars	Quarter Ended			Six Months Ended		Year Ended
		30.09.2024	30.06.2024	30.09.2023	30.09.2024	30.09.2023	31.03.2024
		Unaudited			Unaudited		Audited
1	**Income**						
	(a) Revenue from operations	304.62	287.93	260.03	592.55	523.31	1,053.87
	(b) Other income	2.03	0.85	1.15	2.88	2.62	5.63
	Total Income	**306.65**	**288.78**	**261.18**	**595.43**	**525.93**	**1,059.50**
2	**Expenses**						
	a) Cost of raw materials consumed	209.06	199.53	179.53	408.59	349.88	731.67
	b) Purchase of stock-in-trade	1.89	0.72	1.47	2.61	2.30	4.69
	c) (Increase)/Decrease in inventories of finished goods, stock-in-trade and work-in-progress	0.41	(6.81)	1.15	(6.40)	17.71	(6.94)
	d) Power, fuel and water	15.36	17.58	15.65	32.94	37.39	71.45
	e) Employee benefits expenses	19.69	17.30	15.04	36.99	30.12	61.90
	f) Finance costs	0.46	1.02	1.74	1.48	3.34	7.35
	g) Depreciation and amortisation expense	12.77	12.53	11.49	25.30	22.02	47.36
	h) Other expenses	31.09	31.22	26.74	62.31	49.16	107.47
	Total Expenses	**290.73**	**273.09**	**252.81**	**563.82**	**511.92**	**1,024.95**
3	**Profit before tax (1-2)**	**15.92**	**15.69**	**8.37**	**31.61**	**14.01**	**34.55**
4	Tax expenses						
	(a) Current tax	1.47	1.09	0.02	2.56	0.09	-
	(b) Deferred tax charge	(6.15)	2.80	2.20	(3.35)	3.61	9.50
	Total tax expenses	**(4.68)**	**3.89**	**2.22**	**(0.79)**	**3.70**	**9.50**
5	**Profit for the period/ year (3-4)**	**20.60**	**11.80**	**6.15**	**32.40**	**10.31**	**25.05**
	Other Comprehensive Income						
	(a) Re-measurement gains on defined benefit plans - not to be reclassified to profit and loss in subsequent periods	0.48	0.48	-	0.96	-	1.93
	(b) Income tax effect on above	(0.12)	(0.12)	-	(0.24)	-	(0.49)
6	**Other Comprehensive Income net of tax - not to be reclassified to profit and loss in subsequent periods**	**0.36**	**0.36**	**-**	**0.72**	**-**	**1.44**
7	**Total comprehensive income for the period/ year, net of tax (5+6)**	**20.96**	**12.16**	**6.15**	**33.12**	**10.31**	**26.49**
8	Other equity as per the audited balance sheet						1,366.64
9	Paid up equity share capital (face value of INR 2/- each)	19.12	19.12	19.12	19.12	19.12	19.12
10	Earnings per share (face value of INR 2/- each)	(Not Annualised)			(Not Annualised)		
	Basic and diluted	2.15	1.24	0.64	3.39	1.08	2.62

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GHCL Textiles Limited (CIN : L18101GJ2020PLC114004)
Statement of Assets & Liabilities

	Particulars	INR In Crore	
		As at	
		30.09.2024	31.03.2024
		Unaudited	Audited
I	**Assets**		
	Non-current assets		
a	Property, plant and equipment	1,039.78	1,064.85
b	Capital work-in-progress	23.27	4.84
c	Intangible assets	0.27	0.18
d	Financial assets		
	(i) Investments	0.61	1.83
	(ii) Loans	0.07	0.04
	(iii) Other non-current financial assets	15.97	14.96
e	Non current tax assets (net)	0.61	1.15
f	Other-non current assets	19.56	12.73
	Total Non-Current Assets	**1,100.14**	**1,100.58**
	Current assets		
a	Inventories	246.91	347.33
b	Financial assets		
	(i) Investments	92.54	-
	(ii) Trade receivables	122.63	117.12
	(iii) Cash and cash equivalents	8.08	10.30
	(iv) Bank balances other than cash and cash equivalents	5.68	1.66
	(v) Loans	0.18	0.17
	(vi) Other current financial asset	6.14	8.99
c	Other current assets	54.50	46.35
	Total Current Assets	**536.66**	**531.92**
	Assets held for sale	0.36	0.36
	Total Assets	**1,637.16**	**1,632.86**
II	**Equity and Liabilities**		
	Equity		
a	Equity share capital	19.12	19.12
b	Other equity	1,395.00	1,366.64
	Total Equity	**1,414.12**	**1,385.76**
	Liabilities		
	Non-current liabilities		
a	Financial liabilities		
	(i) Borrowings	4.60	29.18
b	Deferred tax liabilities (net)	125.39	128.51
	Total Non- Current Liabilities	**129.99**	**157.69**
	Current liabilities		
a	Financial liabilities		
	(i) Borrowings	9.46	42.64
	(ii) Trade payables		
	(a) Total outstanding dues of micro enterprises and small enterprises	7.36	4.08
	(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	61.25	24.80
	(iii) Derivative instruments	0.05	0.00
	(iv) Other current financial liabilities	5.35	4.80
b	Other current liabilities		
	(i) Contract liabilities	2.31	5.02
	(ii) Other current liabilities	5.03	6.06
c	Provisions	2.24	2.01
	Total Current Liabilities	**93.05**	**89.41**
	Total Liabilities	**223.04**	**247.10**
	Total Equity and Liabilities	**1,637.16**	**1,632.86**

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GHCL Textiles Limited

Statement of cash flows for the period ended September 30, 2024

(INR in crores)

Particulars	For the period ended September 30, 2024	For the period ended September 30, 2023
	Unaudited	Unaudited
Operating activities		
Profit before tax	31.61	14.01
Adjustments to reconcile profit before tax to net cash flows :		
Depreciation and amortisation expenses	25.30	22.02
Profit on sale of current investments	(1.04)	(0.63)
(Reversal) of provision for onerous contract	-	(7.84)
Provision for doubtful debts	0.10	0.04
(Gain) on sale/ disposal of property, plant and equipment (net)	(0.04)	(0.85)
Interest income	(0.43)	(0.64)
Finance costs	1.48	3.13
Corporate social responsibility expense incurred in kind	0.55	-
Unrealised exchange gain (net)	(0.51)	(0.25)
Operating profit before working capital changes	**57.02**	**28.99**
Working capital adjustments		
Adjustments for (Increase)/decrease in Operating assets:		
Trade receivables	(5.04)	0.12
Inventories	100.42	68.00
Other current financial assets	2.56	(3.53)
Other current assets	(6.59)	(5.86)
Non-current financial assets	(1.04)	(0.85)
Other non-current assets	-	0.09
Adjustments for Increase/(decrease) in Operating liabilities:		
Contract liabilities	(2.71)	(2.20)
Trade payables	39.73	(3.39)
Other current financial liabilities	0.09	(0.11)
Other current liabilities	(1.03)	0.30
Provisions	0.23	0.02
Cash generated from operations	**183.64**	**81.57**
Income tax paid (net)	(2.02)	(0.76)
Net cash generated from operating activities (A)	**181.62**	**80.81**
Cash flow from investing activities		
Payment for purchase of Property, plant and equipment, capital work in progress and intangible assets (Including capital advances and capital creditors)	(26.52)	(53.63)
Proceeds from sale of Property, plant and equipment	0.29	1.39
Proceeds from sale of current investments	62.64	228.76
Purchase of current investments	(154.15)	(275.80)
Purchase of non-current investments	-	(0.60)
Proceeds from sale of non-current investments	1.22	-
Proceeds from maturity of bank deposits not considered as cash and cash equivalents	0.68	0.55
Investment in bank deposits not considered as cash and cash equivalents	(4.69)	(1.69)
Interest received	0.71	0.68
Net cash (used in) investing activities (B)	**(119.82)**	**(100.33)**
Cash flow from financing activities		
Dividend paid	(4.78)	-
Proceeds / (repayment) of short-term borrowings	(36.72)	-
Repayment of long-term borrowings	(20.97)	(11.57)
Interest paid	(1.55)	(3.13)
Net cash (used) in financing activities (C)	**(64.02)**	**(14.70)**
Net (decrease) in cash and cash equivalents (D = A+B+C)	**(2.22)**	**(34.24)**
Cash and cash equivalents at the beginning of the year (E)	**10.30**	0.00
Cash and cash equivalents acquired Pursuant to Scheme of Arrangement (F)	**-**	37.23
Cash and cash equivalents at the end of the year (D+E+F)	**8.08**	**2.99**
Components of cash and cash equivalents		
Cash on hand	0.01	0.01
Balances with banks:		
- On current accounts	8.07	2.98
Total cash and cash equivalents	**8.08**	**2.99**

Note:

1. The cash flow statement has been prepared under the indirect method as set out in the Ind AS 7 "Statement of Cash Flows".

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Notes to the statement of unaudited financial results for the Quarter and Six months ended September 30, 2024

1. The above financial results were reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on October 29, 2024. These financial results have been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (as amended) (Ind AS) prescribed under Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies to the extent applicable. The Statutory Auditors of the Company have conducted a limited review of these unaudited financial results of the Company for the quarter and six months ended September 30, 2024, in accordance with Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and have expressed an unmodified review conclusion on these unaudited results.

2. The Company is engaged in the business of "Textiles" activity and hence has only one reportable operating segment as per IND AS 108-Operating Segment.

3. Pursuant to removal of indexation benefit and change in tax rate on long term capital gain on enactment of the Finance Act 2024, the Company has reassessed deferred tax liabilities which has resulted in reversal of deferred tax liability of Rs. 8.62 crores which has been recorded in these financial results.

4. As recommended by the Board of Directors, the Shareholders at its annual general meeting held on July 08, 2024 had approved a dividend of 25% (i.e. Rs. 0.50 per equity share of the face value of Rs. 2 each) to the equity shareholders aggregating to Rs. 4.78 crore for the financial year ended March 31, 2024, which was paid during the current quarter.

5. Figures presented as "0.00" are below the rounding off norm adopted by the company.

6. In line with the requirements of Regulation 47(2) of the Listing Regulations, 2015, the results are available on the website of BSE Limited (URL: www.bseindia.com), the National Stock Exchange of India Limited (URL: www.nseindia.com) and on the company's website (URL: https://ghcltextiles.co.in/investors/financial-reports/).

For and on behalf of Board of Directors of GHCL Textiles Limited
(CIN: L18101GJ2020PLC114004)

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Anurag Dalmia
Chairman
DIN: 00120710

Noida
October 29, 2024

Annexure - 2

DISCLOSURE UNDER REGULATION 30 OF THE LISTING REGULATIONS

Brief profile and other necessary details of Mrs. Sudha Pillai		
1	**Reason for change**	Recommended for appointment as an Independent Director of the Company.
2.	**Date of Appointment & terms of appointment**	March 01, 2025 Board of Directors in their meeting held on October 29, 2024 had recommended the appointment of Mrs. Sudha Pillai, as an Independent Director of the Company for a period of five years w.e.f. March 01, 2025, subject to the approval of shareholders. Mrs. Sudha Pillai will receive sitting fees and profit based commission payable to the Non-executive directors of the Company.
3.	**Brief Profile**	• Mrs. Sudha Pillai, IAS (DoB: 19.05.1950) is 1972 batch Kerala cadre officer. She is having a distinguished academic background, and completed master degree in Psychology from Punjab University and also done master in public administration from Kennedy School of Government, Harvard University, USA. She has worked in various departments of State Government/ Government of India. • Mrs. Sudha Pillai served as Director on the Board of various listed and unlisted Companies and at present, serving as Independent Director on the Board of Dalmia Bharat Limited, India Energy Exchange Ltd and Jubilant Ingrevia Limited. Mrs. Sudha Pillai is neither a member of more than 10 Committees nor a Chairperson of more than 5 Committees. She does not hold any shares in the Company. • Mrs. Sudha Pillai fulfils the eligibility criteria set out under the Companies Act, 2013 and Listing Regulations read with other applicable provisions
4.	**Disclosure of relationship between directors**	None
5.	**Declaration**	In accordance with circular nos. LIST/COMP/14/2018-19 and NSE/CML/2018/02, both dated June 20, 2018, issued by BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"), respectively, we confirm that Mrs. Sudha Pillai is not debarred from holding the office of Director of the Company, by virtue of any SEBI order or any other such authority.

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GHCL TEXTILES LIMITED

Annexure - 3

DISCLOSURE UNDER REGULATION 30 OF THE LISTING REGULATIONS

Brief profile and other necessary details of Mr. Virusangulaam Kumarasamy Jeyakodi		
1	**Reason for change**	Recommended for appointment as an Independent Director of the Company.
2.	**Date of Appointment & terms of appointment**	March 01, 2025 Board of Directors in their meeting held on October 29, 2024 had recommended the appointment of Mr. Virusangulaam Kumarasamy Jeyakodi, as an Independent Director of the Company for a period of five years w.e.f. March 01, 2025, subject to the approval of shareholders. Mr. Virusangulaam Kumarasamy Jeyakodi will receive sitting fees and profit based commission payable to the Non-executive directors of the Company.
3.	**Brief Profile**	• Mr. V. K Jeyakodi (DoB: 20.12.1959) is 1994 batch IAS officer of Tamil Nadu Cadre. He has worked in various departments of State Government and Government of India. Mr. Jeyakodi, completed his BE (Hons) in Electronics and Communications Engineering from Madras University. He has completed MBA (International Business) from Sydney. He had worked in various departments of State Government / Government of India. • At present he is working as Board Member of Finance Committee, Indian Maritime University, Ministry of Shipping, Govt of India and Independent External Monitor (IEM) of Power Finance Corporation Consultancy Limited and Banaras Hindu University, Varanasi. • Mr. Jeyakodi is neither a member of more than 10 Committees nor a Chairman of more than 5 Committees. He does not hold any shares in the Company. Mr. Jeyakodi fulfils the eligibility criteria set out under the Companies Act, 2013 and Listing Regulations read with other applicable provisions.
4.	**Disclosure of relationship between directors**	None
5.	**Declaration**	In accordance with circular nos. LIST/COMP/14/2018-19 and NSE/CML/2018/02, both dated June 20, 2018, issued by BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"), respectively, we confirm that Mr. Virusangulaam Kumarasamy Jeyakodi is not debarred from holding the office of Director of the Company, by virtue of any SEBI order or any other such authority.

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GHCL TEXTILES LIMITED

Annexure - 4

DISCLOSURE UNDER REGULATION 30 OF THE LISTING REGULATIONS

Brief profile and other necessary details of Mr. Chathamur Raman Rajagopal		
1	**Reason for change**	Recommended for appointment as an Independent Director of the Company.
2.	**Date of Appointment** **&** **terms of appointment**	March 01, 2025 Board of Directors in their meeting held on October 29, 2024 had recommended the appointment of Mr. Chathamur Raman Rajagopal, as an Independent Director of the Company for a period of five years w.e.f. March 01, 2025, subject to the approval of shareholders. Mr. Chathamur Raman Rajagopal will receive sitting fees and profit based commission payable to the Non-executive directors of the Company.
3.	**Brief Profile**	• Mr. Chathamur Raman Rajagopal (DoB: 08.01.1960) is a member of ICAI since 1984 and he has done his graduation from Madras University. • Mr. Rajagopal has a vast experience of approx.40 years in industry in various roles in Textiles, Apparel and fashion, Automotive component manufacturing, Mining, Aluminium, Entertainment, Agriculture and allied sectors and Retail. He of textile projects and part of the Advisory bodies for the industry. He is involved with textile industry as member for formulating for financial restructuring, plan submission with Confederation of Indian Textile Industry (CITI) and other apex body of textiles industry. • At present he is serving as Directors on the Board of various Companies. Mr. Rajagopal is neither a member of more than 10 Committees nor a Chairman of more than 5 Committees. He does not hold any shares in the Company. • Mr. Rajagopal fulfils the eligibility criteria set out under the Companies Act, 2013 and Listing Regulations read with other applicable provisions.
4.	**Disclosure of relationship between directors**	None
5.	**Declaration**	In accordance with circular nos. LIST/COMP/14/2018-19 and NSE/CML/2018/02, both dated June 20, 2018, issued by BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"), respectively, we confirm that Mr. Chathamur Raman Rajagopal is not debarred from holding the office of Director of the Company, by virtue of any SEBI order or any other such authority.

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