

From | **Corporate Office:** 510, A Wing, Kohinoor City C-I
Kirof Road, Off L.B.S. Marg, Kurla (W)
Mumbai - 400 070, India
T: +91 22 6708 2600 / 2500

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24.08.2022

To BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001. Scrip code : 509152	To National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051. Symbol : GRPLTD – Series: EQ
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Dear Sir / Madam,

Subject: Voting results of the business transacted at the 48th Annual General Meeting held on 22nd August, 2022.

Pursuant to **Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015** we are submitting herewith the details regarding the voting results of the business transacted at the **48th Annual General Meeting (AGM)** of the Company held on **22nd August, 2022** through **Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")**, in the prescribed format along with the Scrutinizer's Report on the combined voting results (i.e. result of remote e-voting together with the e-voting conducted at the AGM) dated **23rd August, 2022** issued by KGS and Company, who was appointed as a scrutinizer by the Company.

Kindly note that all the resolutions set out in the Notice calling the Annual General Meeting have been passed with requisite majority and the same are deemed to be passed on the date of the Annual General Meeting i.e. **22nd August, 2022**.

You are requested to take the same on your record and oblige.

Thanking you,
Yours truly,
For **GRP Limited**

Jyoti Sancheti
Jyoti Sancheti
Company Secretary & Compliance Officer



Encl.: As above

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48TH ANNUAL GENERAL MEETING HELD ON 22ND AUGUST, 2022
Declaration of Results of E-voting

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and pursuant to section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014, **GRP Limited** (the Company) had provided remote e-voting and venue e-voting facility to the members to enable them to cast their votes electronically on the resolutions proposed in the Notice of the 48th Annual General Meeting. The remote E-Voting period remained open from 10.00 AM on Friday, 19th August, 2022 upto 05.00 PM on Sunday, 21st August, 2022. The venue E-Voting period remained open from 2.15 PM on Monday, 22nd August, 2022 upto 15 minutes after conclusion of meeting.

Further, in line with section 107 of the Companies Act, 2013, voting by show of hands was not permitted at the general meeting where e-voting has been offered to the members. Therefore, at the 48th AGM, voting was conducted by means of venue e-voting as the meeting was held through Video conferencing.

The Board of Directors had appointed CS Khyati Shah, proprietor of KGS & Company, Practicing Company Secretary, Ahmedabad, as the Scrutinizer for e-voting and poll. The Scrutinizer has carried out the scrutiny of all the electronic votes received till 05.00 PM on 21st August, 2022 and electronic votes received as venue voting till 15 minutes after the conclusion of the meeting and submitted her reports on 23rd August, 2022.

The consolidated Results as per the Scrutinizer's aforesaid Reports are as follows:

Resolution No.		1	2	3	4	5
Type of Resolution		Ordinary	Ordinary	Ordinary	Ordinary	Ordinary
Total Valid Votes Cast	Remote E-Voting	342702	342702	342702	342702	342702
	E-voting At AGM	0	0	0	0	0
	Total	342702	342702	342702	342702	342702
Voted in favour of Resolution	Remote E-Voting	342701	342701	342701	342701	342701
	E-voting At AGM	0	0	0	0	0
	Total	342701	342701	342701	342701	342701
	%	99.99%	99.99%	99.99%	99.99%	99.99%
Voted against Resolution	Remote E-Voting	1	1	1	1	1
	E-voting At AGM	0	0	0	0	0
	Total	1	1	1	1	1
	%	0.01%	0.01%	0.01%	0.01%	0.01%

GRP Ltd.
CIN No.: L25101GJ1974PLC002556
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Resolution No.		6	7	8	9	10	11
Type of Resolution		Ordinary	Special	Special	Special	Ordinary	Ordinary
Total Valid Votes Cast	Remote E- Voting	342702	342702	342702	342702	342702	342702
	E- voting At AGM	0	0	0	0	0	0
	Total	342702	342702	342702	342702	342702	342702
Voted in favour of Resolution	Remote E- Voting	342701	342701	342699	342701	342701	342701
	E- voting At AGM	0	0	0	0	0	0
	Total	342701	342701	342699	342701	342701	342701
	%	99.99%	99.99%	99.96%	99.99%	99.99%	99.99%
Voted against Resolution	Remote E- Voting	1	1	3	1	1	1
	E- voting At AGM	0	0	0	0	0	0
	Total	1	1	3	1	1	1
	%	0.01%	0.01%	0.04%	0.01%	0.01%	0.01%

Based on the Reports of the Scrutinizer, all resolutions as set out in the Notice of the 48th AGM have been duly approved by the Members with requisite majority.

Place: Mumbai
Date: 24th August, 2022

For GRP LIMITED

Jyoti Sancheti
Company Secretary



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Date of the AGM	:	22 nd August, 2022
Total number of shareholders on record date / book closure date	:	3182
No. of Shareholders present in the meeting either in person or through proxy:		
a) Promoters and Promoters Group	:	Not Applicable
b) Public	:	Not Applicable
Total	:	
No. of Shareholders present in the meeting through Video Conferencing:		
c) Promoters and Promoters Group	:	03
d) Public	:	15
Total	:	18

Resolution No. 1

Adoption of :

- a) Adoption of audited standalone financial statements for the year ended 31st March, 2021 and the Reports of Board of Directors and Auditors thereon.
b) Adoption of audited consolidated financial statements for the year ended 31st March, 2021 and the Report of Auditors thereon

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes -- in favour (4)	No. of Votes -- against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] * 100	% of Votes against on votes polled (7)=[(5)/(2)] * 100
Promoter and Promoter Group	E-voting	334369	334369	100.000	334369	NIL	100.000	NIL
	Poll / Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		334369	100.000	334369	NIL	100.000	NIL
Public-Institutions	E-voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll / Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		NIL	NIL	NIL	NIL	NIL	NIL
Public-Non Institutions	E-voting	8333	8333	100.000	8332	1	99.9880	0.0120
	Poll / Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		8333	100.000	8332	1	99.9880	0.0120
Total		342702	342702	100.000	342701	1	99.9997	0.0003

The above resolution was passed with requisite majority

Sanjiv



GRP Ltd.

CIN No.: L25191GJ1974PL0002555

Registered Office:

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Resolution No. 2
Declaration of Dividend for the financial year 2021-22

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] * 100	% of Votes against on votes polled (7)=[(5)/(2)] * 100
Promoter and Promoter Group	E-voting	334369	334369	100.000	334369	NIL	100.000	NIL
	Poll / Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		334369	100.000	334369	NIL	100.000	NIL
Public-Institutions	E-voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll / Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		NIL	NIL	NIL	NIL	NIL	NIL
Public-Non Institutions	E-voting	8333	8333	100.000	8332	1	99.9880	0.0120
	Poll / Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		8333	100.000	8332	1	99.9880	0.0120
Total		342702	342702	100.000	342701	1	99.9997	0.0003

The above resolution was passed with requisite majority

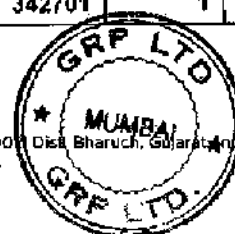
Resolution No. 3

To Consider retirement of Mahesh Gandhi (DIN:00133203), who being liable for retire by rotation, does not seek re-appointment

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] * 100	% of Votes against on votes polled (7)=[(5)/(2)] * 100
Promoter and Promoter Group	E-voting	334369	334369	100.000	334369	NIL	100.000	NIL
	Poll / Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		334369	100.000	334369	NIL	100.000	NIL
Public-Institutions	E-voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll / Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		NIL	NIL	NIL	NIL	NIL	NIL
Public-Non Institutions	E-voting	8333	8333	100.000	8332	1	99.9880	0.0120
	Poll / Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		8333	100.000	8332	1	99.9880	0.0120
Total		342702	342702	100.000	342701	1	99.9997	0.0003

The above resolution was passed with requisite majority

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Resolution No. 4

To Consider retirement of Dr. Peter Philip (DIN:00820202), who being liable for retire by rotation, does not seek re-appointment

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] * 100	% of Votes against on votes polled (7)=[(5)/(2)] * 100
Promoter and Promoter Group	E-voting	334369	334369	100.000	334369	NIL	100.000	NIL
	Poll / Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		334369	100.000	334369	NIL	100.000	NIL
Public-Institutions	E-voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll / Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		NIL	NIL	NIL	NIL	NIL	NIL
Public-Non Institutions	E-voting	8333	8333	100.000	8332	1	99.9880	0.0120
	Poll / Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		8333	100.000	8332	1	99.9880	0.0120
Total		342702	342702	100.000	342701	1	99.9997	0.0003

The above resolution was passed with requisite majority

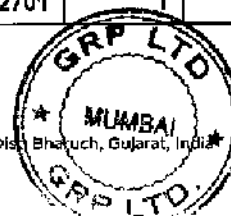
Resolution No. 5

Re-appointment of Harsh R. Gandhi (DIN:00133091), who retires by rotation, offers himself for re appointment

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] * 100	% of Votes against on votes polled (7)=[(5)/(2)] * 100
Promoter and Promoter Group	E-voting	334369	334369	100.000	334369	NIL	100.000	NIL
	Poll / Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		334369	100.000	334369	NIL	100.000	NIL
Public-Institutions	E-voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll / Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		NIL	NIL	NIL	NIL	NIL	NIL
Public-Non Institutions	E-voting	8333	8333	100.000	8332	1	99.9880	0.0120
	Poll / Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		8333	100.000	8332	1	99.9880	0.0120
Total		342702	342702	100.000	342701	1	99.9997	0.0003

The above resolution was passed with requisite majority

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Resolution No. 6

Appointment of Rajendra and Co., Statutory Auditors for five consecutive years from the conclusion of the 48th AGM till the conclusion of the 53rd AGM

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] * 100	% of Votes against on votes polled (7)=[(5)/(2)] * 100
Promoter and Promoter Group	E-voting	334369	334369	100.000	334369	NIL	100.000	NIL
	Poll / Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		334369	100.000	334369	NIL	100.000	NIL
Public-Institutions	E-voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll / Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		NIL	NIL	NIL	NIL	NIL	NIL
Public-Non Institutions	E-voting	8333	8333	100.000	8332	1	99.9880	0.0120
	Poll / Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		8333	100.000	8332	1	99.9880	0.0120
Total		342702	342702	100.000	342701	1	99.9997	0.0003

The above resolution was passed with requisite majority

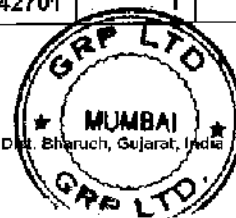
Resolution No. 7

Reappointment of Rajendra V. Gandhi (DIN: 00189197) as Managing Director of the company for a period from 1st August, 2022 to 17th December, 2024

Resolution required: (Ordinary/ Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] * 100	% of Votes against on votes polled (7)=[(5)/(2)] * 100
Promoter and Promoter Group	E-voting	334369	334369	100.000	334369	NIL	100.000	NIL
	Poll / Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		334369	100.000	334369	NIL	100.000	NIL
Public-Institutions	E-voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll / Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		NIL	NIL	NIL	NIL	NIL	NIL
Public-Non Institutions	E-voting	8333	8333	100.000	8332	1	99.9880	0.0120
	Poll / Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		8333	100.000	8332	1	99.9880	0.0120
Total		342702	342702	100.000	342701	1	99.9997	0.0003

The above resolution was passed with requisite majority

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Resolution No. 8

Approval of payment of commission to Rajeev M. Pandia (DIN: 00021730), Non-Executive Independent Director for the financial year ending 31st March, 2023

Resolution required: (Ordinary/ Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] * 100	% of Votes against on votes polled (7)=[(5)/(2)] * 100
Promoter and Promoter Group	E-voting	334369	334369	100.000	334369	NIL	100.000	NIL
	Poll / Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		334369	100.000	334369	NIL	100.000	NIL
Public-Institutions	E-voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll / Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		NIL	NIL	NIL	NIL	NIL	NIL
Public-Non Institutions	E-voting	8333	8333	100.000	8330	3	99.9640	0.0360
	Poll / Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		8333	100.000	8332	3	99.9640	0.0360
Total		342702	342702	100.000	342699	3	99.9991	0.0009

The above resolution was passed with requisite majority

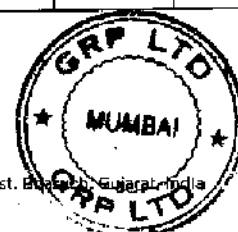
Resolution No. 9

To consider reappointment of Saurabh S. Shah (DIN: 02094645), Independent Director for a second consecutive term of five years from 12th September, 2022 to 11th September, 2027

Resolution required: (Ordinary/ Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] * 100	% of Votes against on votes polled (7)=[(5)/(2)] * 100
Promoter and Promoter Group	E-voting	334369	334369	100.000	334369	NIL	100.000	NIL
	Poll / Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		334369	100.000	334369	NIL	100.000	NIL
Public-Institutions	E-voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll / Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		NIL	NIL	NIL	NIL	NIL	NIL
Public-Non Institutions	E-voting	8333	8333	100.000	8332	1	99.9880	0.0120
	Poll / Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		8333	100.000	8332	1	99.9880	0.0120
Total		342702	342702	100.000	342701	1	99.9997	0.0003

The above resolution was passed with requisite majority

GRP Ltd.
CIN No.: L25191GJ1974PLC002555
Registered Office:
Plot No. 8, G.I.D.C., Ankleshwar - 393 002, Dist. Bhavnagar, Gujarat, India
T: +91 2646 250471 / 251204 / 650433
www.grpweb.com



From Corporate Office: 510, A Wing, Kohinoor City C-I
Kirod Road, Off L.B.S. Marg, Kurla (W)
Mumbai - 400 070, India
T: +91 22 6708 2600 / 2500

GRP
IMPACT POSITIVE

Resolution No. 10

Ratification of the remuneration of Cost Auditors, M/s Kishore Bhatia and Associates for the financial year 2021-22

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] * 100	% of Votes against on votes polled (7)=[(5)/(2)] * 100
Promoter and Promoter Group	E-voting	334369	334369	100.000	334369	NIL	100.000	NIL
	Poll / Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		334369	100.000	334369	NIL	100.000	NIL
Public-Institutions	E-voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll / Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		NIL	NIL	NIL	NIL	NIL	NIL
Public-Non Institutions	E-voting	8333	8333	100.000	8332	1	99.9880	0.0120
	Poll / Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		8333	100.000	8332	1	99.9880	0.0120
Total		342702	342702	100.000	342701	1	99.9997	0.0003

The above resolution was passed with requisite majority

Resolution No. 11

Ratification of remuneration of Cost Auditors, M/s Kishore Bhatia and Associates for the financial year 2022-23

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] * 100	% of Votes against on votes polled (7)=[(5)/(2)] * 100
Promoter and Promoter Group	E-voting	334369	334369	100.000	334369	NIL	100.000	NIL
	Poll / Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		334369	100.000	334369	NIL	100.000	NIL
Public-Institutions	E-voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll / Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		NIL	NIL	NIL	NIL	NIL	NIL
Public-Non Institutions	E-voting	8333	8333	100.000	8332	1	99.9880	0.0120
	Poll / Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		8333	100.000	8332	1	99.9880	0.0120
Total		342702	342702	100.000	342701	1	99.9997	0.0003

The above resolution was passed with requisite majority

GRP Ltd.
CIN No.: L25191GJ1974PLC002558
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KGS And Company

CS Khyati Shah
(M.com, ACS)

309, Aabhusan Complex,
17, Mahadevnagar Society,
Nr. Golden Tringle, Stadium Road,
Ahmedabad-380 014.
M: 89055 95255
Email: khyatishah.cs@gmail.com

Scrutinizer Report on Remote E Voting

To,

The Chairman of the 48th Annual General Meeting of

GRP Limited held on Monday, 22nd August, 2022 at 2.30 p.m. IST through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM").

Dear Sir,

Sub: Scrutinizer's Report on voting by Remote E Voting facility to the Shareholders for the Annual General Meeting (AGM) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in respect of business set forth in the Notice of 48th AGM.

I, CS Khyati Shah, Practicing Company Secretary, appointed as Scrutinizer by the board of directors of GRP Limited (the Company) for the purpose of Voting through Remote E voting for the AGM through Video Conferencing ("VC") /Other Audio Visual Means ("OAVM") on the below mentioned resolutions at 48th AGM of the Company held on Monday, 22nd August, 2022 at 2.30 p.m.

The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and Rules made thereunder; (ii) the SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard 2 on general meeting issued by the Institute of Company Secretaries of India, relating to remote E Voting.

My responsibility as a scrutinizer is restricted to ensure and scrutinize the voting done through remote e voting in a fair and transparent manner and to make a scrutinizer's report of the votes casted "in favor" or "against" the resolution, based on the reports generated from the remote e-voting system of National Depository Services(India) Limited (NSDL).

I hereby report as under: -

1. On the basis of the register of members and the list of beneficiary owners made available by the Depositories viz. National Securities Depositories Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Company completed dispatch of the Notice of AGM through E-mail on 22nd July, 2022, to the members whose E-Mail Id's are registered with Company/depositories participant/RTA.
2. The company has also placed the Notice of AGM on the website of the company viz. www.grpweb.com as well as website of E Voting Agency viz. www.nsdllindia.com.
3. The Company has given the newspaper advertisement for date and time of commencement and end of remote e-voting, Book Closure and Annual General Meeting in;



• Gujarat Mitra [Vernacular Language - Gujarati] on Saturday, July 23,2022&

• Financial Express [English Language] on Saturday July 23,2022

4. The Shareholders holding Shares as on the "Cut off" date i.e. August 16, 2022 were entitled to vote through remote e-voting on the businesses mentioned in the Notice of AGM of the Company.

5. The remote e-voting period remained open from Friday,19th August,2022 (10:00 a.m) and ended on Sunday,21st August,2022 (5.00 p.m).

6. After the conclusion of voting at the AGM,I have unblocked the votes cast through remote e-voting on Monday,22nd August,2022 around 05:35 p.m., after the completion of voting at the AGM.

7.I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the website of the NSDL E-voting System.

8.The result of voting through remote e-voting in respect of businesses placed in the notice of AGM held on Monday,22nd August,2022 is as follows:

a) Resolution No. 1(Ordinary Resolution)

Adoption of

a) audited Standalone Financial Statements of the company for the financial year ended 31st March,2022 together with the Reports of the Board of Directors and the Auditors thereon.

b) audited Consolidated Financial Statements of the company for the financial year ended 31st March,2022 together with the Reports of the Auditors thereon.

Particulars	No. of E Voters	No. of Votes Contained	%
Assent			
Promoters	14	334369	97.57
Public	25	8332	2.43
Total	39	342701	100.00
Dissent			
Promoters	0	0	0
Public	1	1	0
Total	1	1	0
Invalid			
Promoters		NIL	
Public			



b) Resolution No. 2 (Ordinary Resolution)

Declaration of Dividend on equity shares for the financial year 2021-22.

Particulars	No. of E Voters	No. of Votes Contained	%
Assent			
Promoters	14	334369	97.57
Public	25	8332	2.43
Total	39	342701	100.00
Dissent			
Promoters	0	0	0
Public	1	1	0
Total	1	1	0
Invalid			
Promoters			
Public			
		NIL	

c) Resolution No. 3 (Ordinary Resolution)

To Consider retirement of Mahesh Gandhi (DIN:00133203), who being liable for retire by rotation, does not seek reappointment.:

Particulars	No. of E Voters	No. of Votes Contained	%
Assent			
Promoters	14	334369	97.57
Public	25	8332	2.43
Total	39	342701	100.00
Dissent			
Promoters	0	0	0
Public	1	1	0
Total	1	1	0
Invalid			
Promoters			
Public			
		NIL	

d) Resolution No. 4 (Ordinary Resolution)

To Consider retirement of Dr. Peter Philip (DIN:0820202), who being liable for retire by rotation, does not seek reappointment.:



Particulars	No. of E Voters	No. of Votes Contained	%
Assent			
Promoters	14	334369	97.57
Public	25	8332	2.43
Total	39	342701	100.00
Dissent			
Promoters	0	0	0
Public	1	1	0
Total	1	1	0
Invalid			
Promoters		NIL	
Public			

e) **Resolution No. 5 (Ordinary Resolution)**

Re-appointment of Harsh R. Gandhi (DIN:00133091), who retires by rotation, offers himself for re appointment.

Particulars	No. of E Voters	No. of Votes Contained	%
Assent			
Promoters	14	334369	97.57
Public	25	8332	2.43
Total	39	342701	100.00
Dissent			
Promoters	0	0	0
Public	1	1	0
Total	1	1	0
Invalid			
Promoters		NIL	
Public			

f) **Resolution No. 6 (Ordinary Resolution)**

Appointment of Rajendra and Co., Statutory Auditors for five consecutive years from the conclusion of the 48th AGM till the conclusion of the 53rd AGM.

Particulars	No. of E Voters	No. of Votes Contained	%
Assent			
Promoters	14	334369	97.57
Public	25	8332	2.43
Total	39	342701	100.00
Dissent			
Promoters	0	0	0
Public	1	1	0



Total	1	1	0
Invalid	NIL		
Promoters			
Public			

g) Resolution No. 7 (Special Resolution)

Reappointment of Rajendra Gandhi as Managing Director of the company for a period from 1st August, 2022 to 17th December, 2024.

Particulars	No. of E Voters	No. of Votes Contained	%
Assent			
Promoters	14	334369	97.57
Public	25	8332	2.43
Total	39	342701	100.00
Dissent			
Promoters	0	0	0
Public	1	1	0
Total	1	1	0
Invalid	NIL		
Promoters			
Public			

h) Resolution No. 8 (Special Resolution)

Approval of payment of commission to Rajeev Pandia, Non-Executive Independent. Director for the financial year ending 31st March, 2023.

Particulars	No. of E Voters	No. of Votes Contained	%
Assent			
Promoters	14	334369	97.57
Public	24	8330	2.42
Total	38	342699	100.00
Dissent			
Promoters	0	0	0
Public	2	3	0
Total	2	3	0
Invalid	NIL		
Promoters			
Public			



i) Resolution No. 9 (Special Resolution)

To consider reappointment of Saurabh Shah, Independent Director for a second consecutive term of five years from 12th September, 2022 to 11th September, 2027.

Particulars	No. of E Voters	No. of Votes Contained	%
Assent			
Promoters	14	334369	97.57
Public	25	8332	2.43
Total	39	342701	100.00
Dissent			
Promoters	0	0	0
Public	1	1	0
Total	1	1	0
Invalid			
Promoters			
Public			
		NIL	

j) Resolution No. 10 (Ordinary Resolution)

Ratification of the remuneration of Cost Auditors, M/s Kishore Bhatia and Associates for the financial year 2021-22.

Particulars	No. of E Voters	No. of Votes Contained	%
Assent			
Promoters	14	334369	97.57
Public	25	8332	2.43
Total	39	342701	100.00
Dissent			
Promoters	0	0	0
Public	1	1	0
Total	1	1	0
Invalid			
Promoters			
Public			
		NIL	

k) Resolution No. 11 (Ordinary Resolution)

Ratification of remuneration of Cost Auditors, M/s Kishore Bhatia and Associates for the financial year 2022-23.

Particulars	No. of E Voters	No. of Votes Contained	%
Assent			



Promoters	14	334369	97.57
Public	25	8332	2.43
Total	39	342701	100.00
Dissent			
Promoters	0	0	0
Public	1	1	0
Total	1	1	0
Invalid	NIL		
Promoters			
Public			

9. The register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and the same will be handed over to the company secretary of the company for safe keeping.

Thanking you,
For KGS And Company
Practicing Company Secretary

K. G. Shah

CS Khyati Shah
(Proprietor)
Mem. No. : F11368
C. P. No. : 18549
UDIN: F011368D000833772



Place: Ahmedabad
Date: 23rd August, 2022



KGS And Company

CS Khyati Shah
(M.com, ACS)

309, Aabhusan Complex,
17, Mahadevnagar Society,
Nr. Golden Tringle, Stadium Road,
Ahmedabad-380 014.
M: 89055 95255
Email: khyatishah.cs@gmail.com

FORM No. MGT-13 Report of Scrutinizer

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman of the 48th Annual General Meeting of
GRP Limited held on Monday, 22nd August, 2022 at 2.30 p.m. IST through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM").

Dear Sir,

I, CS Khyati Shah, Practicing Company Secretary, appointed as Scrutinizer by the board of directors of GRP Limited (the Company) for the purpose of Voting through Remote E voting and E-Voting facility to the shareholders present at the Annual General Meeting (AGM) through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") on the below mentioned resolutions at 48th Annual General Meeting of the company held on Monday, 22nd August, 2022 at 2.30 p.m., submit my report as under:

1. After the time fixed for E-Voting facility to the shareholders present at the AGM through VC/ OAVM by the chairman, electronic voting system for voting was started.
2. The company had appointed National Depository Services (India) Limited (NSDL) as the agency for providing e-voting facility to the shareholders at the AGM through VC/OAVM and who had not casted their vote earlier through remote E voting facility.
3. Since this AGM was being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members had been dispensed with. Accordingly, the facility for appointment of proxies by the Members was not available.
4. The result of the e-voting during AGM is as under:

(a) Resolution No. 1 (Ordinary Resolution)

Adoption of

- a) audited Standalone Financial Statements of the company for the financial year ended 31st March, 2022 together with the Reports of the Board of Directors and the Auditors thereon.
- b) audited Consolidated Financial Statements of the company for the financial year ended 31st March, 2022 together with the Reports of the Auditors thereon.



(i) Voted **in favour** of the resolution:

Number of members present through VC/OAVM and voting	Number of votes cast by them	% of total number of valid votes cast
NIL		

(ii) Voted **against** the resolution:

Number of members present through VC/OAVM and voting	Number of votes cast by them	% of total number of valid votes cast
NIL		

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	

(b) Resolution No. 2 (Ordinary Resolution)

Declaration of Dividend on equity shares for the financial year 2021-22.

(i) Voted **in favour** of the resolution:

Number of members present through VC/OAVM and voting	Number of votes cast by them	% of total number of valid votes cast
NIL		

(ii) Voted **against** the resolution:

Number of members present through VC/OAVM and voting	Number of votes cast by them	% of total number of valid votes cast
NIL		

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	

(c) Resolution No. 3 (Ordinary Resolution)



To Consider retirement of Mahesh Gandhi (DIN:00133203), who being liable for retire by rotation, does not seek reappointment.

(i) Voted **in favour** of the resolution:

Number of members present through VC/OAVM and voting	Number of votes cast by them	% of total number of valid votes cast
NIL		

(ii) Voted **against** the resolution:

Number of members present through VC/OAVM and voting	Number of votes cast by them	% of total number of valid votes cast
NIL		

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	

(d) Resolution No. 4 (Ordinary Resolution)

To Consider retirement of Dr. Peter Philip (DIN:0820202), who being liable for retire by rotation, does not seek reappointment.:

(i) Voted **in favour** of the resolution:

Number of members present through VC/OAVM and voting	Number of votes cast by them	% of total number of valid votes cast
NIL		

(ii) Voted **against** the resolution:

Number of members present through VC/OAVM and voting	Number of votes cast by them	% of total number of valid votes cast
NIL		

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	

(e) Resolution No. 5 (Ordinary Resolution)



Re-appointment of Harsh R. Gandhi (DIN:00133091) , who retires by rotation, offers himself for re appointment.

(i) Voted **in favour** of the resolution:

Number of members present through VC/OAVM and voting	Number of votes cast by them	% of total number of valid votes cast
NIL		

(ii) Voted **against** the resolution:

Number of members present through VC/OAVM and voting	Number of votes cast by them	% of total number of valid votes cast
NIL		

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	

(f) Resolution No. 6 (Ordinary Resolution)

Appointment of Rajendra and Co., Statutory Auditors for five consecutive years from the conclusion of the 48th AGM till the conclusion of the 53rd AGM.

(i) Voted **in favour** of the resolution:

Number of members present through VC/OAVM and voting	Number of votes cast by them	% of total number of valid votes cast
NIL		

(ii) Voted **against** the resolution:

Number of members present through VC/OAVM and voting	Number of votes cast by them	% of total number of valid votes cast
NIL		

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	

(g) Resolution No. 7 (Special Resolution)



Reappointment of Rajendra Gandhi as Managing Director of the company for a period from 1st August, 2022 to 17th December, 2024.

(i) Voted **in favour** of the resolution:

Number of members present through VC/OAVM and voting	Number of votes cast by them	% of total number of valid votes cast
NIL		

(ii) Voted **against** the resolution:

Number of members present through VC/OAVM and voting	Number of votes cast by them	% of total number of valid votes cast
NIL		

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	

(h) Resolution No. 8 (Special Resolution)

Approval of payment of commission to Rajeev Pandia, Non-Executive Independent Director for the financial year ending 31st March, 2023.

(i) Voted **in favour** of the resolution:

Number of members present through VC/OAVM and voting	Number of votes cast by them	% of total number of valid votes cast
NIL		

(ii) Voted **against** the resolution:

Number of members present through VC/OAVM and voting	Number of votes cast by them	% of total number of valid votes cast
NIL		

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	

(i) Resolution No. 9 (Special Resolution)

Reappointment of Saurabh Shah, Independent Director for a second consecutive term of five years from 12th September, 2022 to 11th September, 2027.

(i) Voted **in favour** of the resolution:



Number of members present through VC/OAVM and voting	Number of votes cast by them	% of total number of valid votes cast
NIL		

(ii) Voted **against** the resolution:

Number of members present through VC/OAVM and voting	Number of votes cast by them	% of total number of valid votes cast
NIL		

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	

(j) Resolution No. 10 (Ordinary Resolution)

Ratification of the remuneration of Cost Auditors, M/s Kishore Bhatia and Associates for the financial year 2021-22.

(i) Voted **in favour** of the resolution:

Number of members present through VC/OAVM and voting	Number of votes cast by them	% of total number of valid votes cast
NIL		

(ii) Voted **against** the resolution:

Number of members present through VC/OAVM and voting	Number of votes cast by them	% of total number of valid votes cast
NIL		

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	

(k) Resolution No. 11 (Ordinary Resolution)

Ratification of remuneration of Cost Auditors, M/s Kishore Bhatia and Associates for the financial year 2022-23.

(i) Voted **in favour** of the resolution:

Number of members present through VC/OAVM and voting	Number of votes cast by them	% of total number of valid votes cast
NIL		



NIL

(ii) Voted **against** the resolution:

Number of members present through VC/OAVM and voting	Number of votes cast by them	% of total number of valid votes cast
NIL		

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	

5. An electronic file containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

6. The e-voting results and all other relevant records were handed over to the Company Secretary/ Director authorized by the Board for safe keeping.

Thanking you,

For KGS And Company
Practicing Company Secretary

H. G. Shah

CS Khyati Shah
(Proprietor)

Memb. No.: F11338 C. P. No. 18549
UDIN: F011368D000833772



Place: Ahmedabad
Date: 23rd August, 2022



KGS And Company

CS Khyati Shah
(M.com, ACS)

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M: 89055 95255
Email: khyatishah.cs@gmail.com

SCRUTINIZER REPORT

To,
The Chairman of the 48th Annual General Meeting of
GRP Limited held on Monday, 22nd August, 2022 at 2.30 p.m. IST through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM").

Dear Sir,

Sub: Consolidated Scrutinizer's Report on voting by Remote E Voting and E Voting Facility to the Shareholders present at the Annual General Meeting (AGM) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in respect of business set forth in the Notice of 48th AGM.

I, CS Khyati Shah, Practicing Company Secretary, appointed as Scrutinizer by the board of directors of GRP Limited (the Company) for the purpose of scrutinizing Remote E voting and E Voting by the shareholders present at the AGM through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") on the below mentioned resolutions at 48th AGM of the company held on Monday, 22nd August, 2022 at 2.30 p.m.

The management of the company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and Rules made thereunder; (ii) the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard 2 on general meeting issued by the Institute of Company Secretaries of India, relating to E-voting facility to the shareholders present at the AGM through VC/OAVM and remote E Voting. My responsibility as a scrutinizer is restricted to give consolidated report on the vote cast by the members for the resolutions contained in the Notice dated 16th May, 2022 through Remote E-voting and E-voting by the shareholders present at the AGM through VC/OAVM and remote E-Voting.

As requested by management I submit herewith my report as under: -

1. After the time fixed for E-Voting facility to the shareholders present at the AGM through VC/ OAVM by the chairman, electronic voting system for voting was started.
2. The company had appointed National Depository Services (India) Limited (NSDL) as the agency for providing e-voting facility to the shareholders at the AGM through VC/OAVM and who had not casted their vote earlier through remote E voting facility.
3. The remote e-voting period remained open from Friday, 19th August, 2022 (10:00 a.m) and ended on Sunday, 21st August, 2022 (5.00 p.m).



4. The shareholder holding shares as on the "cut-off" date i.e. 16th August,2022 were entitled to vote on the proposed resolutions.
5. The votes were unblocked on 22nd August,2022 at around 05:35 PM. in presence of two witnesses Mr. Ruchit Vejani and Mr. Karan Shah who are not in employment of the company.
6. The result of the scrutiny of Remote E-Voting and E-Voting by the shareholders present at the AGM through VC/ OAVM, in respect of Resolutions contained in the notice of AGM held on Monday, 22nd August,2022 is as under:

a) Resolution No. 1(Ordinary Resolution)

Adoption of

- a) audited Standalone Financial Statements of the company for the financial year ended 31st March,2022 together with the Reports of the Board of Directors and the Auditors thereon.
- b) audited Consolidated Financial Statements of the company for the financial year ended 31st March,2022 together with the Reports of the Auditors thereon.

(i) Voted **in favour** of the resolution:

Voting Description	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E- Voting by shareholders at the AGM	0	0	0
Remote E Voting	39	342701	100
Total	39	342701	100

(ii) Voted **against** the resolution:

Voting Description	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E- Voting by shareholders at the AGM	0	0	0
Remote E Voting	1	1	0
Total	1	1	0

(iii) **Invalid** votes:

Voting Description	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting by shareholders at the AGM	NIL	
Remote E Voting		
Total		

Item no. 1 of the notice stands passed with the requisite majority.



b) Resolution No. 2(Ordinary Resolution)

Declaration of Dividend on equity shares for the financial year 2021-22.

(i) Voted **in favour** of the resolution:

Voting Description	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E- Voting by shareholders at the AGM	0	0	0
Remote E Voting	39	342701	100
Total	39	342701	100

(ii) Voted **against** the resolution:

Voting Description	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E- Voting by shareholders at the AGM	0	0	0
Remote E Voting	1	1	0
Total	1	1	0

(iii) **Invalid** votes:

Voting Description	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting by shareholders at the AGM	NIL	
Remote E Voting		
Total		

Item no. 2 of the notice stands passed with the requisite majority.

c) Resolution No. 3 (Ordinary Resolution)

To Consider retirement of Mahesh Gandhi (DIN:00133203), who being liable for retire by rotation, does not seek reappointment.:



(i) Voted **in favour** of the resolution:

Voting Description	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E- Voting by shareholders at the AGM	0	0	0
Remote E Voting	39	342701	100
Total	39	342701	100

(ii) Voted **against** the resolution:

Voting Description	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E- Voting by shareholders at the AGM	0	0	0
Remote E Voting	1	1	0
Total	1	1	0

(iii) **Invalid** votes:

Voting Description	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting by shareholders at the AGM	NIL	
Remote E Voting		
Total		

Item no. 3 of the notice stands passed with the requisite majority.

d) Resolution No. 4 (Ordinary Resolution)

To Consider retirement of Dr. Peter Philip (DIN:0820202), who being liable for retire by rotation, does not seek reappointment.:

(i) Voted **in favour** of the resolution:

Voting Description	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E- Voting by shareholders at the AGM	0	0	0
Remote E Voting	39	342701	100
Total	39	342701	100



(ii) Voted **against** the resolution:

Voting Description	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E- Voting by shareholders at the AGM	0	0	0
Remote E Voting	1	1	0
Total	1	1	0

(iii) **Invalid** votes:

Voting Description	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting by shareholders at the AGM	NIL	
Remote E Voting		
Total		

Item no. 4 of the notice stands passed with the requisite majority.

e) Resolution No. 5 (Ordinary Resolution)

Re-appointment of Harsh R. Gandhi (DIN:00133091), who retires by rotation, offers himself for re-appointment.

(i) Voted **in favour** of the resolution:

Voting Description	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E- Voting by shareholders at the AGM	0	0	0
Remote E Voting	39	342701	100
Total	39	342701	100

(ii) Voted **against** the resolution:

Voting Description	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E- Voting by shareholders at the AGM	0	0	0
Remote E Voting	1	1	0
Total	1	1	0



(iii) **Invalid** votes:

Voting Description	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting by shareholders at the AGM	NIL	
Remote E Voting		
Total		

Item no. 5 of the notice stands passed with the requisite majority.

f) Resolution No. 6 (Ordinary Resolution)

Appointment of Rajendra and Co., Statutory Auditors for five consecutive years from the conclusion of the 48th AGM till the conclusion of the 53rd AGM.

(i) Voted **in favour** of the resolution:

Voting Description	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E- Voting by shareholders at the AGM	0	0	0
Remote E Voting	39	342701	100
Total	39	342701	100

(ii) Voted **against** the resolution:

Voting Description	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E- Voting by shareholders at the AGM	0	0	0
Remote E Voting	1	1	0
Total	1	1	0

(iii) **Invalid** votes:

Voting Description	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting by shareholders at the AGM	NIL	
Remote E Voting		
Total		

Item no. 6 of the notice stands passed with the requisite majority.



g) Resolution No. 7 (Special Resolution)

Reappointment of Rajendra Gandhi as Managing Director of the company for a period from 1st August, 2022 to 17th December, 2024.

(i) Voted **in favour** of the resolution:

Voting Description	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E- Voting by shareholders at the AGM	0	0	0
Remote E Voting	39	342701	100
Total	39	342701	100

(ii) Voted **against** the resolution:

Voting Description	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E- Voting by shareholders at the AGM	0	0	0
Remote E Voting	1	1	0
Total	1	1	0

(iii) **Invalid** votes:

Voting Description	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting by shareholders at the AGM	NIL	
Remote E Voting		
Total		

Item no. 7 of the notice stands passed with the requisite majority.

h) Resolution No. 8 (Special Resolution)

Approval of payment of commission to Rajeev Pandia, Non-Executive Independent. Director for the financial year ending 31st March, 2023.

(i) Voted **in favour** of the resolution:

Voting Description	Number of	Number of votes	% of total number
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	members voted	cast by them	of valid votes cast
E- Voting by shareholders at the AGM	0	0	0
Remote E Voting	38	342699	100
Total	38	342699	100

(ii) Voted **against** the resolution:

Voting Description	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E- Voting by shareholders at the AGM	0	0	0
Remote E Voting	2	3	0
Total	2	3	0

(iii) **Invalid** votes:

Voting Description	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting by shareholders at the AGM	NIL	
Remote E Voting		
Total		

Item no. 8 of the notice stands passed with the requisite majority.

i) Resolution No. 9 (Special Resolution)

To consider reappointment of Saurabh Shah, Independent Director for a second consecutive term of five years from 12th September, 2022 to 11th September, 2027.

(i) Voted **in favour** of the resolution:

Voting Description	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E- Voting by shareholders at the AGM	0	0	0
Remote E Voting	39	342701	100
Total	39	342701	100

(ii) Voted **against** the resolution:



Voting Description	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E- Voting by shareholders at the AGM	0	0	0
Remote E Voting	1	1	0
Total	1	1	0

(iii) **Invalid** votes:

Voting Description	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting by shareholders at the AGM	NIL	
Remote E Voting		
Total		

Item no. 9 of the notice stands passed with the requisite majority.

i) Resolution No. 10 (Ordinary Resolution)

Ratification of the remuneration of Cost Auditors, M/s Kishore Bhatia and Associates for the financial year 2021-22.

(i) Voted **in favour** of the resolution:

Voting Description	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E- Voting by shareholders at the AGM	0	0	0
Remote E Voting	39	342701	100
Total	39	342701	100

(ii) Voted **against** the resolution:

Voting Description	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E- Voting by shareholders at the AGM	0	0	0
Remote E Voting	1	1	0
Total	1	1	0



(iii) **Invalid** votes:

Voting Description	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting by shareholders at the AGM	NIL	
Remote E Voting		
Total		

Item no. 10 of the notice stands passed with the requisite majority.

i) Resolution No. 11 (Ordinary Resolution)

Ratification of remuneration of Cost Auditors, M/s Kishore Bhatia and Associates for the financial year 2022-23.

(i) Voted **in favour** of the resolution:

Voting Description	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E- Voting by shareholders at the AGM	0	0	0
Remote E Voting	39	342701	100
Total	39	342701	100

(ii) Voted **against** the resolution:

Voting Description	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E- Voting by shareholders at the AGM	0	0	0
Remote E Voting	1	1	0
Total	1	1	0

(iii) **Invalid** votes:

Voting Description	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting by shareholders at the AGM	NIL	
Remote E Voting		
Total		

Item no. 11 of the notice stands passed with the requisite majority.



7. The register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and the same will be handed over to the company secretary of the company for safe keeping.

Thanking you,

For KGS And Company
Practicing Company Secretary

Place: Ahmedabad
Date: 23rd August, 2022

K. G. Shah
CS Khyati Shah
(Proprietor)
Mem. No. : F11368 C. P. No. 18549
UDIN: F011368D000833772



Witness:

Ruchit
Ruchit Vejani

Karom. G. Shah
Karan Shah

Counter Signed & Received by:

Jyoti Sancheti
Jyoti Sancheti
Company Secretary
GRP Limited