

From Corporate Office: 510, A Wing, Kohinoor City C-I
Kiroli Road, Off L.B.S. Marg, Kurla (W)
Mumbai - 400 070, India
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14.08.2021

To
BSE Limited
PhirozeJeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.

To
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E),
Mumbai - 400 051.

Scrip code : 509152

Symbol : GRPLTD – Series: EQ

Dear Sir / Madam,

Sub.: Voting results of the business transacted at the 47th Annual General Meeting

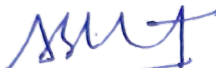
Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we are submitting herewith the details regarding the voting results of the business transacted at the 47th Annual General Meeting (AGM) of the Company held on 12th August, 2021 through Video Conferencing (“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 13th August, 2021 issued by CS Khyati Shah (Firm Name: 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. 12th August, 2021.

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

Thanking you,

Yours truly,
For GRP Limited


Abhijeet Sawant
Company Secretary

Encl.: As above

| | | |
|---|---|-------------------------------|
| Date of the AGM | : | 12 th August, 2021 |
| Total number of shareholders on record date / book closure date | : | 3175 |
| 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 | : | 5 |
| d) Public | : | 26 |
| Total | : | 31 |

Resolution No. 1

Adoption of :

- Adoption of audited financial statements for the year ended 31st March, 2021 and the Reports of Board of Directors and Auditors thereon.
- 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 | 320716 | 320716 | 100.000 | 320716 | 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 | | 320716 | 100.000 | 320716 | 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 | 61812 | 61812 | 100.000 | 61811 | 1 | 99.998 | 0.002 |
| | 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 | | 61812 | 100.000 | 61811 | 1 | 99.998 | 0.002 |
| Total | | 382528 | 382528 | 100.000 | 382527 | 1 | 100.000 | NIL |

Resolution No. 2

Declaration of Dividend on equity shares for the financial year 2020-21.

| 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 | 320716 | 320716 | 100.000 | 320716 | 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 | | 320716 | 100.000 | 320716 | 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 | 61812 | 61812 | 100.000 | 61811 | 1 | 99.998 | 0.002 |
| | 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 | | 61812 | 100.000 | 61811 | 1 | 99.998 | 0.002 |
| Total | | 382528 | 382528 | 100.000 | 382527 | 1 | 100.000 | NIL |

Resolution No. 3

Appointment of a director in place of Rajendra V. Gandhi (DIN:00189197),who retires by rotation and being eligible, 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 | 247997 | 247997 | 100.000 | 247997 | 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 | | 247997 | 100.000 | 247997 | 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 | 61812 | 61812 | 100.000 | 61791 | 21 | 99.966 | 0.034 |
| | 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 | | 61812 | 100.000 | 61791 | 21 | 99.966 | 0.034 |
| Total | | 309809 | 309809 | 100.000 | 309788 | 21 | 99.993 | 0.007 |

Resolution No. 4

Appointment of a director in place of Harsh Gandhi (DIN:00133091), who retires by rotation and being eligible, 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 | 238264 | 238264 | 100.000 | 238264 | 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 | | 238264 | 100.000 | 238264 | 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 | 61812 | 61812 | 100.000 | 61791 | 21 | 99.966 | 0.034 |
| | 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 | | 61812 | 100.000 | 61791 | 21 | 99.966 | 0.034 |
| Total | | 300076 | 300076 | 100.000 | 300055 | 21 | 99.993 | 0.007 |

Resolution No. 5

Re-appointment of and revision in remuneration of Harsh R. Gandhi (DIN:00133091) as a Whole-time Director designated as Joint Managing Director.

| 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 | 238264 | 238264 | 100.000 | 238264 | 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 | | 238264 | 100.000 | 238264 | 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 | 61812 | 61812 | 100.000 | 57600 | 4212 | 93.186 | 6.814 |
| | 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 | | 61812 | 100.000 | 57600 | 4212 | 93.186 | 6.814 |
| Total | | 300076 | 300076 | 100.000 | 295864 | 4212 | 98.596 | 1.404 |

Resolution No. 6

Payment of Rs.12,00,000/- (Rupees Twelve Lakh only) to Rajeev M. Pandia (DIN: 00021730), Non-Executive Independent Director, as remuneration by way of commission for the financial year ending 31st March, 2022.

| 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 | 320716 | 320716 | 100.000 | 320716 | 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 | | 320716 | 100.000 | 320716 | 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 | 61812 | 61812 | 100.000 | 52504 | 9308 | 84.941 | 15.059 |
| | 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 | | 61812 | 100.000 | 52504 | 9308 | 84.941 | 15.059 |
| Total | | 382528 | 382528 | 100.000 | 373220 | 9308 | 97.567 | 2.433 |

Resolution No. 7

Payment of commission not exceeding one per cent of the net profits of the Company, to the Non-Executive Directors of the Company for each financial year commencing from 1st April, 2021.

| 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 | 320716 | 320716 | 100.000 | 320716 | 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 | | 320716 | 100.000 | 320716 | 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 | 61812 | 61812 | 100.000 | 52774 | 9038 | 85.378 | 14.622 |
| | 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 | | 61812 | 100.000 | 52774 | 9038 | 85.378 | 14.622 |
| Total | | 382528 | 382528 | 100.000 | 373490 | 9038 | 97.637 | 2.363 |



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

To,

The Chairman of the 47th Annual General Meeting of

GRP Limited held on Thursday, 12th August, 2021 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 47th 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 facility by shareholders present at the AGM through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") on the below mentioned resolutions at 47th AGM of the company held on Thursday, 12th August, 2021 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 there under; (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 resolution contained in the Notice dated 21st May, 2021 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 Monday, 9th August, 2021 (10:00 a.m.) and ended on Wednesday, 11th August, 2021 (5.00 p.m.).



4. The shareholder holding shares as on the "cut-off" date i.e. 5th August,2021 were entitled to vote on the proposed resolutions.
5. The votes were unblocked on 12th August,2021 at around 03:50 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 shareholders present at the AGM through VC/ OAVM, in respect of Resolutions contained in the notice of AGM held on Thursday, 12th August,2021 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,2021 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,2021 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 | 4 | 29049 | 7.59 |
| Remote E Voting | 44 | 353478 | 92.41 |
| Total | 48 | 382527 | 100.00 |

(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 2020-21.

(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 | 4 | 29049 | 7.59 |
| Remote E Voting | 44 | 353478 | 92.41 |
| Total | 48 | 382527 | 100.00 |

(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)

Appointment of a director in place of Rajendra V. Gandhi (DIN:00189197), who retires by rotation and being eligible, 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 | 4 | 29049 | 9.37 |
| Remote E Voting | 42 | 280739 | 90.62 |
| Total | 46 | 309788 | 99.99 |

(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 | 21 | 0.01 |
| Total | 2 | 21 | 0.01 |

(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)

Appointment of a director in place of Harsh Gandhi (DIN:00133091), who retires by rotation and being eligible, 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 | 4 | 29049 | 9.68 |
| Remote E Voting | 40 | 271006 | 90.31 |
| Total | 44 | 300055 | 99.99 |



(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 | 21 | 0.01 |
| Total | 2 | 21 | 0.01 |

(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 (Special Resolution)

Re-appointment of and revision in remuneration of Harsh R. Gandhi (DIN:00133091) as a Whole-time Director designated as Joint Managing Director.

(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 | 4 | 29049 | 9.68 |
| Remote E Voting | 37 | 266815 | 88.92 |
| Total | 41 | 295864 | 98.60 |



(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 | 5 | 4212 | 1.40 |
| Total | 5 | 4212 | 1.40 |

(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 (Special Resolution)

Payment of Rs.12,00,000/- (Rupees Twelve Lakh only) to Rajeev M. Pandia (DIN: 00021730), Non-Executive Independent Director, as remuneration by way of commission for the financial year ending 31st March, 2022.

(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 | 4 | 29049 | 7.59 |
| Remote E Voting | 37 | 344171 | 89.97 |
| Total | 41 | 373220 | 97.56 |

(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 | 8 | 9308 | 2.44 |
| Total | 8 | 9308 | 2.44 |

(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 (Ordinary Resolution)

Payment of commission not exceeding one per cent of the net profits of the Company to the Non-Executive Directors of the Company for each financial year commencing from 1st April, 2021.

(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 | 4 | 29049 | 7.60 |
| Remote E Voting | 39 | 344441 | 90.04 |
| Total | 43 | 373490 | 97.64 |

(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 | 6 | 9038 | 2.36 |
| Total | 6 | 9038 | 2.36 |

(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.

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: 13th August, 2021**

K. G. Shah

**CS Khyati Shah
(Proprietor)
Mem. No. : A42442
C. P. No. 18549
UDIN: A042442C000782676**



Witness:

Ruchit

Ruchit Vejani

Karan

Karan Shah

Counter Signed & Received by:

Abhijeet
**Abhijeet Sawant
Company Secretary
GRP Limited**