

From Corporate Office: 510, A Wing, Kohinoor City C-1
Kirof Road, Off L.B.S. Marg, Kurla (W)
Mumbai - 400 070, India
T: +91 22 6708 2600 / 2500



07.08.2023

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

Subject: Scrutinizer's report and voting results of the business transacted at the 49th Annual General Meeting of the Company held on 4th August, 2023.

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 49th Annual General Meeting (AGM) of the Company held on 4th August, 2023 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 5th August, 2023 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. 4th August, 2023.

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

Thanking you,

Yours truly,

For GRP Limited

JYOTI SANCHETI Digitally signed by JYOTI
SANCHETI
Date: 2023.08.07 18:00:06 +05'30'

Jyoti Sancheti
Company Secretary & Compliance Officer

Encl.: As above

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

Date of the AGM	:	4 th August, 2023
Total number of shareholders on record date / book closure date	:	3054
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	:	16
Total	:	21

Resolution No. 1

- a) Adoption of audited financial statements for the year ended 31st March, 2023 and the Reports of Board of Directors and Auditors thereon
b) Adoption of audited consolidated financial statements for the year ended 31st March, 2023 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	540084	286691	53.0827	286691	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		286691	53.0827	286691	NIL	100.000	NIL
Public-Institutions	E-voting	50	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	793199	47702	6.0139	47656	46	99.9036	0.0964
	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		47702	6.0139	47656	46	99.9036	0.0964
Total		1333333	334393	25.0795	334347	46	99.9862	0.0138

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GRP Ltd.

CIN No.: L25191GJ1974PLC002555

Registered Office:

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Resolution No. 2

Declaration of Dividend on equity shares 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	540084	286691	53.0827	286691	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		286691	53.0827	286691	NIL	100.000	NIL
Public-Institutions	E-voting	50	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	793199	47702	6.0139	47656	46	99.9036	0.0964
	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		47702	6.0139	47656	46	99.9036	0.0964
Total		1333333	334393	25.0795	334347	46	99.9862	0.0138

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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	540084	286691	53.0827	286691	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		286691	53.0827	286691	NIL	100.000	NIL
Public-Institutions	E-voting	50	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	793199	47702	6.0139	47656	46	99.9036	0.0964
	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		47702	6.0139	47656	46	99.9036	0.0964
Total		1333333	334393	25.0795	334347	46	99.9862	0.0138

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From

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Kiroi Road, Off L.B.S. Marg, Kurla (W)
Mumbai - 400 070, India
T: +91 22 6708 2600 / 2500



Resolution No. 4

Payment of remuneration by way of commission to Rajeev M. Pandia (DIN: 00021730), Independent Director, for the financial year ending 31st March, 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	540084	286691	53.0827	286691	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		286691	53.0827	286691	NIL	100.000	NIL
Public-Institutions	E-voting	50	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	793199	47702	6.0139	47654	48	99.8994	0.1006
	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		47702	6.0139	47654	48	99.8994	0.1006
Total		1333333	334393	25.0795	334345	48	99.9856	0.0144

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Date: 2023.08.07
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GRP Ltd.

CIN No.: L25191GJ1974PLC002555

Registered Office:

Plot No. 8, G.I.D.C., Ankleshwar - 393 002, Dist. Bharuch, Gujarat, India

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Resolution No. 5.

Ratification of Remuneration payable to M/s. Kishore Bhatia & Associates, Cost Accountants as Cost Auditor for auditing the cost accounting records of the company for the year ending 31st March, 2024.

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	540084	286691	53.0827	286691	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		286691	53.0827	286691	NIL	100.000	NIL
Public-Institutions	E-voting	50	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	793199	47702	6.0139	47656	46	99.9036	0.0964
	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		47702	6.0139	47656	46	99.9036	0.0964
Total		1333333	334393	25.0795	334347	46	99.9862	0.0138

JYOTI SANCHETI Digitally signed by JYOTI SANCHETI
Date: 2023.08.07 18:04:37 +05'30'



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 49th Annual General Meeting of
GRP Limited held on Friday, 4th August, 2023 at 12.30 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 49th AGM.

I, CS Khyati Vejani, 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 49th AGM of the company held on Friday, 4th August, 2023 at 12.30 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 27th May, 2023 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 Tuesday 1st August, 2023 (09:00 a.m) and ended on Thursday, 3rd August, 2023 (5.00 p.m).



4. The shareholder holding shares as on the "cut-off" date i.e. July 28,2023 were entitled to vote on the proposed resolutions.
5. The votes were unblocked on 5th August,2023 at around 08:57 AM. in presence of two witnesses Mr Stuti Kinariwala 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 Friday,4th August,2023 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,2023 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,2023 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	1	12500	3.73
Remote E Voting	33	321847	96.26
Total	34	334347	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	46	0.01
Total	2	46	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. 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 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	1	12500	3.73
Remote E Voting	33	321847	96.26
Total	34	334347	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	46	0.01
Total	2	46	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. 2 of the notice stands passed with the requisite majority.

c) Resolution No. 3 (Ordinary Resolution)

To Consider appointment 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	1	12500	3.73
Remote E Voting	33	321847	96.26
Total	34	334347	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	46	0.01
Total	2	46	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		

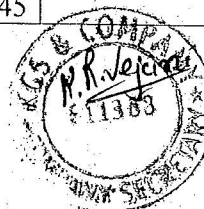
Item no. 3 of the notice stands passed with the requisite majority.

d) Resolution No. 4 (Special Resolution)

Payment of remuneration by way of commission to Rajeev M. Pandia (DIN: 00021730), Independent Director, for the financial year ending 31st March, 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	1	12500	3.73
Remote E Voting	32	321845	96.26
Total	33	334345	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	3	48	0.01
Total	3	48	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 (Ordinary Resolution)

Ratification of Remuneration payable to M/s. Kishore Bhatia & Associates, Cost Accountants as Cost Auditor for auditing the cost accounting records of the company for the year ending 31st March, 2024.

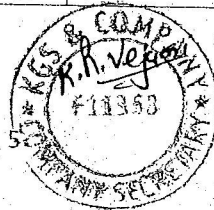
(i) Voted **in favour** of the resolution:

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	1	12500	3.73
Remote E Voting	33	321847	96.26
Total	34	334347	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	46	0.01
Total	2	46	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.

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: 5th August, 2023**

K. R. Khyati Shah
CS Khyati Shah
(Proprietor)
Mem. No.: F11368 C. P. No. 18549
Peer reviewed Certi No: 1571/2021
UDIN: F011368E000749215



Witness:

S.K. Kinariwala
Stuti Kinariwala

Karan Shah
Karan Shah

Counter Signed & Received by:

Jyoti Sancheti
Jyoti Sancheti
Company Secretary
GRP Limited