



July 18, 2024

National Stock Exchange of India Limited
“Exchange Plaza”
Bandra Kurla Complex
Bandra (East)
Mumbai 400 051

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Fort
Mumbai 400 001

Symbol: GRINDWELL

Scrip Code No. 506076

Dear Sir/Madam,

74th Annual General Meeting (“AGM”) and voting results

The 74th AGM of the Company was held today, i.e. July 18, 2024, wherein, the business mentioned in the Notice dated May 6, 2024 were transacted. In this regard, please find enclosed the following:

- Summary of proceedings as required under Regulation 30, Part-A of Schedule-III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”).
- Voting results as required under Regulation 44 of the Listing Regulations.
- Report of Scrutinizer dated July 18, 2024, pursuant to Section 108 of the Companies Act, 2013 (“Act”) and Rules framed thereunder.

The Company facilitated live webcast of the proceedings of the meeting. The archive of webcast of the 74th AGM is being made available on the Company’s website, www.grindwellnorton.co.in.

This is for your information and records.

Thanking you,

Yours faithfully,

For **Grindwell Norton Limited**

K. Visweswaran
Company Secretary
Membership No. A16123

Encl: As above.



Summary of proceedings of the 74th Annual General Meeting ('AGM')

The 74th AGM of the Members of Grindwell Norton Limited (“GNO”) was held on Thursday, July 18, 2024 at **3:00 p.m. IST** through Video Conferencing (“VC”)/Other Audio-Visual Means (“OAVM”) and concluded at **3:57 p.m. IST**. The meeting was held in compliance with the General Circulars 20/2020 and 09/2023 dated May 5, 2020 and September 25, 2023 respectively and other circulars issued by the Ministry of Corporate Affairs (“MCA”) and Circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 issued by Securities and Exchange Board of India (“SEBI”) (hereinafter collectively referred to as “the Circulars”).

Directors in attendance through VC/OAVM	Joined through VC/OAVM from
Mr. Keki Elavia Chairman, Independent Director	Mumbai
Dr. Archana Hingorani Independent Director	Mumbai
Mr. Aakil Mahajan Non-Executive Director	Malmö, Sweden
Mr. Jean-Claude Lasserre Non-Executive Director	France
Mr. Subodh Nadkarni Independent Director	Mumbai
Mr. Venugopal Shanbhag Executive Director	Mumbai
Mr. B. Santhanam Managing Director	Mumbai
Mr. Hari Singudasu Chief Financial Officer	Mumbai
Mr. K. Visweswaran Company Secretary	Mumbai
Mr. Daraius Fraser M/s. Kalyaniwalla & Mistry LLP, Statutory Auditor	Mumbai
Mr. Santosh Shanbhag M/s. Kalyaniwalla & Mistry LLP, Statutory Auditor	Mumbai
Mr. Mitesh Dhaliwala Parikh & Associates, Company Secretaries Secretarial Auditor & Scrutinizer	Mumbai

Mr. Keki Elavia chaired the meeting. The requisite quorum being present, the Chairman called the meeting to order. He requested other Directors to introduce themselves.

The Chairman delivered his speech. The Chairman informed that the Company has provided the Members, facility to cast their vote electronically, on all resolutions set forth in the Notice. Members who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes electronically at the Meeting.



The following items of business, as per the Notice of AGM dated May 6, 2024, were transacted at the meeting.

Item No.	Resolutions	Type of Resolution
Ordinary Business		
1.	To receive, consider and adopt: a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and the Auditors thereon; and, b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, together with the Report of the Auditors thereon.	Ordinary
2.	To declare a dividend on Equity Shares for the financial year ended March 31, 2024.	Ordinary
3.	To appoint a Director in place of Mr. David Eric Molho (Director Identification No. 09326249), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary
Special Business		
4.	Appointment of Mr. Kaustubh Govind Shukla as an Independent Director of the Company.	Special
5.	Appointment of Mr. Venugopal Shanbhag as a Director of the Company.	Ordinary
6.	Appointment of Mr. Venugopal Shanbhag as a Whole-Time Director designated as Executive Director of the Company.	Ordinary
7.	Re-appointment of Mr. Subodh Nadkarni as an Independent Director of the Company.	Special
8.	Ratification of Remuneration to Cost Auditors of the Company.	Ordinary

Members who attended the Meeting were given an opportunity to raise queries and seek clarification(s). Accordingly, appropriate clarifications were provided to the queries raised by the Member(s).

The Chairman authorised the Company Secretary to declare the results of voting and meeting was declared as closed after the last vote was cast.



Mr. Mitesh Dhabliwala, Parikh & Associates, Company Secretaries who was appointed as the Scrutinizer to scrutinize the voting by remote e-voting and votes cast at the AGM in a fair and transparent manner, has submitted his report. The Scrutinizer's Report was received and accordingly all the Resolutions as set out in the Notice were declared as passed with requisite majority.

This is for your information and records.

Thanking you,

Yours faithfully,

For **Grindwell Norton Limited**

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K. Visweswaran

Company Secretary

Membership No. A16123

Voting results	
Record date	11-07-2024
Total number of shareholders on record date	48978
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	10
b) Public	54
No. of resolution passed in the meeting	8

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt: a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and the Auditors thereon; and b. the Audited Consolidated Financial Statements of				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	64254259	57128000	88.9093	57128000	0	100.0000	0.0000
	Poll		3724543	5.7966	3724543	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		64254259	60852543	94.7059	60852543	0	100.0000
Public- Institutions	E-Voting	27540508	24004191	87.1596	24004191	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		27540508	24004191	87.1596	24004191	0	100.0000
Public- Non Institutions	E-Voting	18925233	47191	0.2494	46981	210	99.5550	0.4450
	Poll		16779	0.0887	16779	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		18925233	63970	0.3380	63760	210	99.6717
Total		110720000	84920704	76.6986	84920494	210	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare a dividend on Equity Shares for the financial year ended March 31, 2024.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	64254259	57128000	88.9093	57128000	0	100.0000	0.0000
	Poll		3724543	5.7966	3724543	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		64254259	60852543	94.7059	60852543	0	100.0000
Public-Institutions	E-Voting	27540508	24004191	87.1596	24004191	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		27540508	24004191	87.1596	24004191	0	100.0000
Public- Non Institutions	E-Voting	18925233	47191	0.2494	46980	211	99.5529	0.4471
	Poll		16779	0.0887	16779	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		18925233	63970	0.3380	63759	211	99.6702
Total		110720000	84920704	76.6986	84920493	211	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

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Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. David Eric Molho (Director Identification No. 09326249), who retires by rotation and being eligible, offers himself for re-appointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	64254259	57128000	88.9093	57128000	0	100.0000	0.0000
	Poll		3724543	5.7966	3724543	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		64254259	60852543	94.7059	60852543	0	100.0000
Public-Institutions	E-Voting	27540508	24004191	87.1596	12724654	11279537	53.0101	46.9899
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		27540508	24004191	87.1596	12724654	11279537	53.0101
Public- Non Institutions	E-Voting	18925233	47191	0.2494	45145	2046	95.6644	4.3356
	Poll		16779	0.0887	16779	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		18925233	63970	0.3380	61924	2046	96.8016
Total		110720000	84920704	76.6986	73639121	11281583	86.7152	13.2848
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

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Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Kaustubh Govind Shukla as an Independent Director of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	64254259	57128000	88.9093	57128000	0	100.0000	0.0000
	Poll		3724543	5.7966	3724543	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		64254259	60852543	94.7059	60852543	0	100.0000
Public-Institutions	E-Voting	27540508	24004191	87.1596	23899797	104394	99.5651	0.4349
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		27540508	24004191	87.1596	23899797	104394	99.5651
Public- Non Institutions	E-Voting	18925233	47191	0.2494	46831	360	99.2371	0.7629
	Poll		16779	0.0887	16779	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		18925233	63970	0.3380	63610	360	99.4372
Total		110720000	84920704	76.6986	84815950	104754	99.8766	0.1234
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

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Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Venugopal Shanbhag as a Director of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	64254259	57128000	88.9093	57128000	0	100.0000	0.0000
	Poll		3724543	5.7966	3724543	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		64254259	60852543	94.7059	60852543	0	100.0000
Public-Institutions	E-Voting	27540508	24004191	87.1596	23768704	235487	99.0190	0.9810
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		27540508	24004191	87.1596	23768704	235487	99.0190
Public- Non Institutions	E-Voting	18925233	47191	0.2494	46881	310	99.3431	0.6569
	Poll		16779	0.0887	16779	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		18925233	63970	0.3380	63660	310	99.5154
Total		110720000	84920704	76.6986	84684907	235797	99.7223	0.2777
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

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Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Venugopal Shanbhag as a Whole-Time Director designated as Executive Director of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	64254259	57128000	88.9093	57128000	0	100.0000	0.0000
	Poll		3724543	5.7966	3724543	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		64254259	60852543	94.7059	60852543	0	100.0000
Public-Institutions	E-Voting	27540508	24004191	87.1596	21662743	2341448	90.2457	9.7543
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		27540508	24004191	87.1596	21662743	2341448	90.2457
Public- Non Institutions	E-Voting	18925233	47191	0.2494	46881	310	99.3431	0.6569
	Poll		16779	0.0887	16779	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		18925233	63970	0.3380	63660	310	99.5154
Total		110720000	84920704	76.6986	82578946	2341758	97.2424	2.7576
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

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Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Subodh Nadkarni as an Independent Director of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	64254259	57128000	88.9093	57128000	0	100.0000	0.0000
	Poll		3724543	5.7966	3724543	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		64254259	60852543	94.7059	60852543	0	100.0000
Public-Institutions	E-Voting	27540508	24004191	87.1596	23322384	681807	97.1596	2.8404
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		27540508	24004191	87.1596	23322384	681807	97.1596
Public- Non Institutions	E-Voting	18925233	47191	0.2494	46880	311	99.3410	0.6590
	Poll		16779	0.0887	16779	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		18925233	63970	0.3380	63659	311	99.5138
Total		110720000	84920704	76.6986	84238586	682118	99.1968	0.8032
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

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Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (8)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of Remuneration to Cost Auditors of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	64254259	57128000	88.9093	57128000	0	100.0000	0.0000
	Poll		3724543	5.7966	3724543	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		64254259	60852543	94.7059	60852543	0	100.0000
Public-Institutions	E-Voting	27540508	24004191	87.1596	24004191	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		27540508	24004191	87.1596	24004191	0	100.0000
Public- Non Institutions	E-Voting	18925233	47180	0.2493	46763	417	99.1162	0.8838
	Poll		16779	0.0887	16779	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		18925233	63959	0.3380	63542	417	99.3480
Total		110720000	84920693	76.6986	84920276	417	99.9995	0.0005
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

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Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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To,
The Chairman
Grindwell Norton Limited
5th Level, Leela Business Park, Andheri-Kurla Road
Marol, Andheri (East)
Mumbai 400 059

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the 74th Annual General Meeting of Grindwell Norton Limited held on Thursday, July 18, 2024 at 3:00 p.m. IST through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').

I, Mitesh Dhaliwala, of Parikh & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Grindwell Norton Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 74th Annual General Meeting ("AGM") of Grindwell Norton Limited on Thursday, July 18, 2024 at 3:00 p.m. IST through VC/OAVM.

I was also appointed as Scrutinizer to scrutinize the remote e-voting process at the said AGM.

The notice dated May 6, 2024, as confirmed by the Company was sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA General Circular Nos. 20/2020 dated May 5, 2020 and 09/2023 dated September 25, 2023 and other circulars issued in this respect ("MCA Circulars") (collectively referred to as "MCA Circulars") and SEBI Circulars Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 ("SEBI Circular").

The Company had availed the e-voting facility offered by KFin Technologies Limited ("KFintech") for conducting remote e-voting by the Shareholders of the Company and e-voting at the said AGM.

The remote e-voting period commenced on Monday, July 15, 2024 at 9:00 A.M. (IST) and ended on Wednesday, July 17, 2024 at 5:00 P.M. (IST) and the KFinTech e-voting platform was disabled thereafter.

The Company had also provided e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.

The Shareholders of the Company holding shares as on the "cut-off" date of Thursday, July 11, 2024 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of e-voting at the AGM, the report on voting done at the meeting and the votes cast under remote e-voting facility were unblocked and were counted.

I have scrutinized and reviewed the remote e-voting and e-voting at the meeting and votes cast therein based on the data downloaded from the KFinTech e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and e-voting at the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and the e-voting at the AGM is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated Report as under on the result of the remote e-voting and the e-voting at the AGM in respect of the said resolutions.

Resolution 1: Ordinary Resolution

To receive, consider and adopt:

- a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and the Auditors thereon; and
- b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, together with the Report of the Auditors thereon.

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
324	8,49,20,494	100.00 (Rounded Off)

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
2	210	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 2: Ordinary Resolution**To declare a dividend on Equity Shares for the financial year ended March 31, 2024.**(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
323	8,49,20,493	100.00 (Rounded Off)

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	211	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 3: Ordinary Resolution

To appoint a Director in place of Mr. David Eric Molho (Director Identification No. 09326249), who retires by rotation and being eligible, offers himself for re-appointment.

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
195	7,36,39,121	86.72

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
132	1,12,81,583	13.28

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 4: Special Resolution

Appointment of Mr. Kaustubh Govind Shukla (Director Identification No.10580359) as an Independent Director of the Company.

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
319	8,48,15,950	99.88

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
7	1,04,754	0.12

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 5: Ordinary Resolution

Appointment of Mr. Venugopal Shanbhag (Director Identification No. 08888359) as a Director of the Company.

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
311	8,46,84,907	99.72

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
19	2,35,797	0.28

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 6: Ordinary Resolution

Appointment of Mr. Venugopal Shanbhag (Director Identification No. 08888359) as a Whole-Time Director designated as Executive Director of the Company.

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
292	8,25,78,946	97.24

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
38	23,41,758	2.76

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 7: Special Resolution

Re-appointment of Mr. Subodh Nadkarni (Director Identification No. 00145999) as an Independent Director of the Company.

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
288	8,42,38,586	99.20

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
41	6,82,118	0.80

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 8: Ordinary Resolution**Ratification of Remuneration to Cost Auditors of the Company.**(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
320	8,49,20,276	100.00 (Rounded Off)

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
5	417	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Thanking you,
Yours faithfully,

Mitesh Dilip Dhabliwala
Digitally signed by Mitesh Dilip Dhabliwala
Date: 2024.07.18 17:48:27 +05'30'

Mitesh Dhabliwala

Parikh & Associates**Practising Company Secretaries**

FCS: 8331 CP No.: 9511

UDIN: F008331F000773414

111,11th Floor, Sai Dwar CHS Ltd

Sab TV Lane, Opp. Laxmi Indl. Estate,

Off Link Road, Above Shabari Restaurant,

Andheri West, Mumbai - 400053

Place: Mumbai

Dated: July 18, 2024

KRISHNAS WAMY VISWESWARAN RAN
Digitally signed by KRISHNASWAMY VISWESWARAN
Date: 2024.07.18 21:17:28 +05'30'