From

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



06.08.2024

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

Dear Sir / Madam,

Sub: <u>Scrutinizer's report and voting results of the business transacted at the</u> <u>50th Annual General Meeting of the Company held on 2th August, 2024.</u>

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 50th Annual General Meeting (AGM) of the Company held on 2nd August, 2024 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, 2024 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. 2nd August, 2024.

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

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

Jyoti Sancheti Company Secretary & Compliance Officer

Encl.: As above





Date of the AGM	:	2 nd August, 2024
Total number of shareholders on record date / book closure date	:	6989
No. of Shareholders present in the meeting either in person of	or th	rough proxy:
a) Promoters and Promoters Group	:	Not Applicable
b) Public	:	Not Applicable
Total	:	
No. of Shareholders present in the meeting through Video Co	onfe	rencing:
c) Promoters and Promoters Group	:	4
d) Public	:	26
Total	:	30

Resolution No. 1:

Adoption of Audited Standalone Financial statements:

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2024 together with the Reports of the Board of Directors and the Auditors thereon.

Resolution r (Ordinary/ S			Ordinary	Resolution				
	omoter/ promoter ed in the	C .	No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on	No. of Votes – in favour	No. of Votes	% of Votes in favour on	% of Votes against
		(1)	(2)	outstandi ng shares (3)=[(2)/(1)]* 100	(4)	agains t (5)	votes polled (6)=[(4)/(2)]*100	on votes polled (7)=[(5)/(2)]*100
	E-Voting	537398	295100	54.9127	295100	0	100.0000	0.0000
Promoter	Poll		0	0.0000	0	0	0	0
and Promoter	Postal Ballot (if							
Group	applicable) Total	537398	0 295100	0.0000 54.9127	0 295100	0	0	0.0000
	E-Voting	88	0	0.0000	0	0	0	0.0000
Public-	Poll	00	0	0.0000	0	0	0	0
Institutio ns	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	88	0	0.0000	0	0	0.0000	0.0000
Dublia	E-Voting	795847	141073	17.7261	140712	361	99.7441	0.2559
Public- Non	Poll		0	0.0000	0	0	0	0
Institutio	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
ns	Total	795847	141073	17.7261	140712	361	99.7441	0.2559
Total	Total	1333333	436173	32.7130	435812	361	99.9172	0.0828







Resolution No. 2

Adoption of Audited Consolidated Financial statements:

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2024 together with the Reports of Auditors thereon.

Resolution	required:		Ordinary R	esolution				
(Ordinary/	Special)		_					
Whether p	romoter/ pron	noter	No					
	interested in t	he						
agenda/res	solution?							
Category	Mode of	No. of	No. of	% of	No. of	No. of	% of	% of
	Voting	shares	votes	Votes	Votes –	Votes	Votes in	Votes
		held	polled	Polled on	in favour	-	favour on	against
				outstandi		agains	votes	on votes
		(1)	(2)	ng	(4)	t	polled	polled
				shares			(6)=[(4)/((7)=[(5)/(
				(3)=[(2)/((5)	2)]*100	2)]*100
				1)]* 100				
	E-Voting	537398	295100	54.9127	295100	0	100.0000	0.0000
Promote	Poll		0	0.0000	0	0	0	0
r and	Postal		0	0.0000				
Promote	Ballot (if							
r Group	applicabl							
1 Group	e)				0	0	0	0
	Total	537398	295100	54.9127	295100	0	100.0000	0.0000
	E-Voting	88	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
Public-	Postal		0	0.0000				
Institutio	Ballot (if							
ns	applicabl							
	e)				0	0	0	0
	Total	88	0	0.0000	0	0	0.0000	0.0000
	E-Voting	795847	141073	17.7261	140712	361	99.7441	0.2559
Dublic	Poll		0	0.0000	0	0	0	0
Public- Non	Postal		0	0.0000				
Non Institutio	Ballot (if							
nsiliulio	applicabl							
115	e)				0	0	0	0
	Total	795847	141073	17.7261	140712	361	99.7441	0.2559
Total	Total	1333333	436173	32.7130	435812	361	99.9172	0.0828







Resolution No. 3

Declaration of Dividend

To declare a dividend of 37.50 per equity share of face value of 10/- each for the financial year 2023-24.

Resolution re			Ordinary	Resolution	1						
	noter/ promote the agenda/res		No	No							
Category	ne agenda/res Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstan ding shares (3)=[(2)/ (1)]* 100	No. of Votes – in favour (4)	No. of Votes agains t (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100			
Promoter and	E-Voting	537398	295100	54.9127	295100	0	100.0000	0.0000			
Promoter	Poll		0	0.0000	0	0	0	0			
Group	Postal Ballot (if applicable)		0	0.0000	0	0	0	0			
	Total	537398	295100	54.9127	295100	0	100.0000	0.0000			
Public- Institutions	E-Voting	88	0	0.0000	0	0	0	0			
mstitutions	Poll		0	0.0000	0	0	0	0			
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0			
	Total	88	0	0.0000	0	0	0.0000	0.0000			
Public- Non	E-Voting	795847	141077	17.7266	140716	361	99.7441	0.2559			
Institutions	Poll		0	0.0000	0	0	0	0			
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0			
	Total	795847	141077	17.7266	140716	361	99.7441	0.2559			
Total	Total	1333333	436177	32.7133	435816	361	99.9172	0.0828			







Resolution No. 4

Appointment of a Director

To appoint a director in place of Harsh R. Gandhi (DIN: 00133091), who retires by rotation and being eligible, seeks re-appointment

Resolution (Ordinary)	n required:		Ordinary	Resolution				
Whether p	promoter/ pron interested in t		No					
Categor y	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandi ng	No. of Votes – in favour (4)	No. of Votes agains t	% of Votes in favour on votes polled	% of Votes against on votes polled
				shares (3)=[(2)/(1)]* 100		(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting	537398	295100	54.9127	295100	0	100.0000	0.0000
Promot	Poll		0	0.0000	0	0	0	0
er and Promot er	Postal Ballot (if applicable							
Group)		0	0.0000	0	0	0	0
	Total	537398	295100	54.9127	295100	0	100.0000	0.0000
	E-Voting	88	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
Public- Instituti ons	Postal Ballot (if applicable							
)		0	0.0000	0	0	0	0
	Total	88	0	0.0000	0	0	0.0000	0.0000
	E-Voting	795847	141073	17.7261	140712	361	99.7441	0.2559
Public-	Poll		0	0.0000	0	0	0	0
Non Instituti ons	Postal Ballot (if applicable							
5115)		0	0.0000	0	0	0	0
	Total	795847	141073	17.7261	140712	361	99.7441	0.2559
Total	Total	1333333	436173	32.7130	435812	361	99.9172	0.0828







Resolution No. 5.

Payment of commission to Rajendra V. Gandhi (DIN No. 00189197), Whole time Director designated as an Executive Chairman of the Company for the financial year 2023-24.

Resolution (Ordinary)	n required:		Special F	lesolution							
	promoter/ pron	noter	No	No							
group are	interested in t										
agenda/re Categor	Mode of	No. of	No. of	% of	No. of	No. of	% of	% of			
y	Voting	shares	votes	Votes	Votes –	Votes	Votes in	Votes			
,	55 5	held	polled	Polled on	in favour	_	favour on	against			
				outstandi		agains	votes	on votes			
		(1)	(2)	ng shares	(4)	t	polled (6)=[(4)/(polled (7)=[(5)/(
				(3)=[(2)/(1)]* 100		(5)	(0)=[(4)/(2)]*100	(7)=[(3)/(2)]*100			
Promot	E-Voting	537398	295100	54.9127	295100	0	100.0000	0.0000			
er and Promot	Poll		0	0.0000	0	0	0	0			
er Group	Postal Ballot (if		0	0.0000	0	0	0	0			
	applicable)										
	Total	537398	295100	54.9127	295100	0	100.0000	0.0000			
Public- Instituti	E-Voting	88	0	0.0000	0	0	0	0			
ons	Poll		0	0.0000	0	0	0	0			
	Postal Ballot (if applicable				0	0	0	0			
)		0	0.0000							
	Total	88	0	0.0000	0	0	0.0000	0.0000			
Public- Non	E-Voting	795847	141073	17.7261	140703	370	99.7377	0.2623			
Instituti	Poll		0	0.0000	0	0	0	0			
ons	Postal Ballot (if				0	0	0	0			
	applicable		0	0.0000							
) Total	795847	141073	17.7261	140703	370	99.7377	0.2623			
Total	Total	1333333	436173	32.7130	435803	370	99.9152	0.0848			



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Resolution No. 6.

Reappointment of Harsh R. Gandhi (DIN: 00133091), Whole-time Director designated as a Managing Director of the Company for a period of three years from 16th June, 2024 to 15th June, 2027.

	n required:		Special F	lesolution				
(Ordinary) Whether r	promoter/ pron	noter	No					
group are	interested in t							
agenda/re		<u> </u>						
Categor	Mode of Voting	No. of shares	No. of votes	% of Votes	No. of Votes –	No. of Votes	% of Votes in	% of Votes
У	voting	held	polled	Polled on	in favour		favour on	against
		noid	ponod	outstandi	in laroa	agains	votes	on votes
		(1)	(2)	ng	(4)	t	polled	polled
				shares		(5)	(6) = [(4)/((7) = [(5)/(
				(3)=[(2)/(1)]* 100		(5)	2)]*100	2)]*100
Promot er and	E-Voting	537398	295100	54.9127	295100	0	100.0000	0.0000
Promot	Poll		0	0.0000	0	0	0	0
er	Postal		0	0.0000	0	0	0	0
Group	Ballot (if applicable)							
	Total	537398	295100	54.9127	295100	0	100.0000	0.0000
Public- Instituti	E-Voting	88	0	0.0000	0	0	0	0
ons	Poll		0	0.0000	0	0	0	0
	Postal		0	0.0000	0	0	0	0
	Ballot (if applicable)							
	Total	88	0	0.0000	0	0	0.0000	0.0000
Public- Non	E-Voting	795847	141073	17.7261	140712	361	99.7441	0.2559
Instituti	Poll		0	0.0000	0	0	0	0
ons	Postal Ballot (if		0	0.0000	0	0	0	0
	applicable)							
	Total	795847	141073	17.7261	140712	361	99.7441	0.2559
Total	Total	1333333	436173	32.7130	435812	361	99.9172	0.0828







Resolution No. 7.

Reappointment of Rajendra V. Gandhi (DIN No. 00189197), Whole time Director designated as an Executive Chairman of the Company for the period from 1st August, 2024 up to the conclusion of 51st Annual General Meeting of the Company.

Resolution (Ordinary)	n required:		Special F	Resolution				
Whether p	promoter/ pron interested in t		No					
Categor y	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandi ng shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes agains t (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promot er and	E-Voting	537398	295100	54.9127	295100	0	100.0000	0.0000
Promot	Poll		0	0.0000	0	0	0	0
er Group	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	537398	295100	54.9127	295100	0	100.0000	0.0000
Public- Instituti	E-Voting	88	0	0.0000	0	0	0	0
ons	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	88	0	0.0000	0	0	0.0000	0.0000
Public- Non	E-Voting	795847	141073	17.7261	140712	361	99.7441	0.2559
Instituti	Poll		0	0.0000	0	0	0	0
ons	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	795847	141073	17.7261	140712	361	99.7441	0.2559
Total	Total	1333333	436173	32.7130	435812	361	99.9172	0.0828







Resolution No. 8.

Revision in remuneration of Hemal H. Gandhi (DIN: 01444424), Whole Time Director designated as an Executive Director of the Company for the period of one year from 22nd August, 2024 to 21st August, 2025.

Resolution (Ordinary)	n required: / Special)		Special F	esolution				
Whether p	promoter/ pron		No					
	interested in t	he						
agenda/re								
Categor	Mode of	No. of	No. of	% of	No. of	No. of	% of	% of
У	Voting	shares	votes	Votes	Votes -	Votes	Votes in	Votes
		held	polled	Polled on	in favour	—	favour on	against
		(4)		outstandi		agains	votes	on votes
		(1)	(2)	ng	(4)	t	polled	polled
				shares		(5)	(6)=[(4)/((7) = [(5)/(
				(3)=[(2)/((5)	2)]*100	2)]*100
	E Voting	E07000	295100	1)]* 100	295100		100.0000	0.0000
Dromot	E-Voting Poll	537398	295100	54.9127	295100	0	100.0000	0.0000
Promot er and	Postal		0	0.0000	0	0	0	0
Promot	Ballot (if							
er	applicable							
Group			0	0.0000	0	0	0	0
aroup	/ Total	537398	295100	54.9127	295100	0	100.0000	0.0000
	E-Voting	88	0	0.0000	0	0	0	0.0000
	Poll	00	0	0.0000	0	0	0	0
Public-	Postal		0	0.0000			Ŭ	<u> </u>
Instituti	Ballot (if		· ·	010000				
ons	applicable							
)				0	0	0	0
	Total	88	0	0.0000	0	0	0.0000	0.0000
	E-Voting	795847	141073	17.7261	140710	363	99.7427	0.2573
Public-	Poll		0	0.0000	0	0	0	0
Non	Postal		0	0.0000				
Instituti	Ballot (if							
ons	applicable							
0113)				0	0	0	0
	Total	795847	141073	17.7261	140710	363	99.7427	0.2573
Total	Total	1333333	436173	32.7130	435810	363	99.9168	0.0832







Resolution No. 9.

Increase in the authorized share capital of the Company and consequential amendment in Memorandum of Association of the Company.

Resolution re (Ordinary/ Sp			Special R	Special Resolution							
Whether propage interested agenda/resol	moter/ promoted d in the lution?	0	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandi ng shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes agains t (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100			
Promoter and	E-Voting Poll	537398	295100 0	54.9127 0.0000	295100 0	0	100.0000	0.0000			
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0	0			
	Total	537398	295100	54.9127	295100	0	100.0000	0.0000			
Public- Institution	E-Voting	88	0	0.0000	0	0	0	0			
S	Poll		0	0.0000	0	0	0	0			
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0			
	Total	88	0	0.0000	0	0	0.0000	0.0000			
Public- Non	E-Voting	795847	141077	17.7266	140714	363	99.7427	0.2573			
Institution	Poll		0	0.0000	0	0	0	0			
S	Postal Ballot (if applicable)		0	0.0000	0	0	0	0			
	Total	795847	141077	17.7266	140714	363	99.7427	0.2573			
Total	Total	1333333	436177	32.7133	435814	363	99.9168	0.0832			



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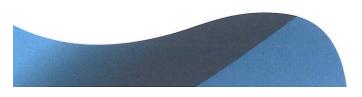




Resolution No. 10.

Issue of Bonus Equity Shares to the Shareholders of the Company

Resolution (Ordinary)	n required:		Ordinary	Resolution				
Whether p	promoter/ pron interested in t		No					
agenda/re	esolution?							
Categor	Mode of Voting	No. of shares	No. of votes	% of Votes	No. of Votes –	No. of Votes	% of Votes in	% of Votes
У	voung	held	polled	Polled on	in favour	voles –	favour on	against
				outstandi		agains	votes	on votes
		(1)	(2)	ng	(4)	t	polled	polled
				shares (3)=[(2)/(1)]* 100		(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promot	E-Voting	537398	295100	54.9127	295100	0	100.0000	0.0000
er and Promot	Poll		0	0.0000	0	0	0	0
er Group	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	537398	295100	54.9127	295100	0	100.0000	0.0000
Public- Instituti	E-Voting	88	0	0.0000	0	0	0	0
ons	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	88	0	0.0000	0	0	0.0000	0.0000
Public- Non	E-Voting	795847	141077	17.7266	140716	361	99.7441	0.2559
Instituti	Poll		0	0.0000	0	0	0	0
ons	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	795847	141077	17.7266	140716	361	99.7441	0.2559
Total	Total	1333333	436177	32.7133	435816	361	99.9172	0.0828



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Resolution No. 11.

Introduction and Implementation of GRP Limited Employee Stock Option Plan, 2024

Resolution (Ordinary/	n required:		Special F	Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No	No					
Categor	Mode of	No. of	No. of	% of	No. of	No. of	% of	% of	
y	Voting	shares	votes	Votes	Votes –	Votes	Votes in	Votes	
-	_	held	polled	Polled on	in favour	_	favour on	against	
			•	outstandi		agains	votes	on votes	
		(1)	(2)	ng	(4)	t	polled	polled	
		. ,		shares			(6)=[(4)/((7)=[(5)/(
				(3)=[(2)/((5)	2)]*100	2)]*100	
				`1)]* 100`		()	/1	/1	
Promot er and	E-Voting	537398	295100	54.9127	295100	0	100.0000	0.0000	
Promot	Poll		0	0.0000	0	0	0	0	
er Group	Postal Ballot (if applicable		0	0.0000	0	0	0	0	
	Total	537398	295100	54.9127	295100	0	100.0000	0.0000	
Public- Instituti	E-Voting	88	0	0.0000	0	0	0	0	
ons	Poll		0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	88	0	0.0000	0	0	0.0000	0.0000	
Public- Non	E-Voting	795847	141073	17.7261	140712	361	99.7441	0.2559	
Instituti	Poll		0	0.0000	0	0	0	0	
ons	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	795847	141073	17.7261	140712	361	99.7441	0.2559	
Total	Total	1333333	436173	32.7130	435812	361	99.9172	0.0828	



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Resolution No. 12.

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, 2025.

	n required:		Ordinary Resolution					
(Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Categor y	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandi ng shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes agains t (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promot er and	E-Voting	537398	295100	54.9127	295100	0	100.0000	0.0000
Promot er	Poll		0	0.0000	0	0	0	0
Group	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	537398	295100	54.9127	295100	0	100.0000	0.0000
Public- Instituti	E-Voting	88	0	0.0000	0	0	0	0
ons	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	88	0	0.0000	0	0	0.0000	0.0000
Public- Non	E-Voting	795847	141073	17.7261	140712	361	99.7441	0.2559
Instituti	Poll		0	0.0000	0	0	0	0
ons	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	795847	141073	17.7261	140712	361	99.7441	0.2559
Total	Total	1333333	436173	32.7130	435812	361	99.9172	0.0828





309, Aabhushan 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 50th Annual General Meeting of **GRP Limited** held on Friday, 2nd August, 2024 at 12.40 p.m. IST through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM").

Dear Sir,

Sub: Consolidated Scrutinizer's Report on voting by way of 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 outlined in the Notice of 50th AGM.

I, CS Khyati Vejani, Practicing Company Secretary, appointed as a 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 50th AGM of the company held on Friday, August 2nd 2024 at 12.40 p.m.

The management of the company is responsible for ensuring 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 giving a consolidated report on the votes cast by the members for the resolutions contained in the Notice of the AGM dated August 2nd, 2024 at 12.40 p.m. through Remote E-voting and E-voting by the shareholders present at the AGM through VC/OAVM.

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

- 1. After the time fixed for the E-Voting facility to the shareholders present at the AGM through VC/ OAVM by the chairman, an electronic voting system was started.
- 2. The company had appointed National Depository Services (India) Limited (NSDL) as an agency for providing an e-voting facility to the shareholders at the AGM through VC/OAVM who had not cast their vote earlier through a remote E-voting facility.
- 3. The remote e-voting period remained open from Tuesday 30th July 2024 (09:00 a.m.) and ended on Thursday, 1st August 2024 (5.00 p.m.).

- 4. The shareholders holding shares as on the "cut-off' date i.e. Saturday, July 27, 2024, were entitled to vote on the proposed resolutions.
- 5. The votes were unblocked on Friday, 2nd August 2024 at around 03:52 PM. in the presence of two witnesses Mrs. Stuti Kinariwala and Mr. Malav Shah who are not employed by 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, 2nd August 2024 is as under:

a) Resolution No. 1 (Ordinary Resolution)

Adoption of audited Standalone Financial Statements of the company for the financial year ended 31st March, 2024 together with the Reports of the Board of Directors and the Auditors thereon.

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

Voting Description	The number	Number of	% of the total
	of members	votes cast by	number of
	who voted	them	valid votes cast
E-Voting by shareholders at	6	57123	13.10
the AGM			
Remote E-Voting	56	378689	86.82
Total	62	435812	99.92

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

Voting Description	The number of	Number of votes	% of the total
	members who	cast by them	number of valid
	voted		votes cast
E-Voting by	1	360	0.08
shareholders at the			
AGM			
Remote E-Voting	1	1	0
Total	2	361	0.08

(iii) Invalid votes:

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

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

b) Resolution No. 2 (Ordinary Resolution)

Adoption of audited Consolidated Financial Statements of the company for the financial year ended 31st March 2024 together with the Reports of the Board of Directors and the Auditors thereon.

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

Voting Description	The number	Number of	% of the total
	of members	votes cast by	number of
	who voted	them	valid votes cast
E-Voting by shareholders at	6	57123	13.10
the AGM			
Remote E-Voting	56	378689	86.82
Total	62	435812	99.92

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

Voting Description			% of the total
	members who	cast by them	number of valid
	voted		votes cast
E-Voting by	1	360	0.08
shareholders at the			
AGM			
Remote E-Voting	1	1	0
Total	2	361	0.08

(iii) Invalid votes:

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

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

c) Resolution No. 3 (Ordinary Resolution)

Declaration of Dividend of Rs. 37.50 per equity shares for the financial year 2023-24.

Voting Description	The number	Number of	% of the total
	of members	votes cast by	number of
	who voted	them	valid votes cast
E-Voting by shareholders at	6	57123	13.10
the AGM			
Remote E-Voting	57	378693	86.82
Total	63	435816	99.92

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

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

Voting Description	The number of members who	Number of votes cast by them	% of the total number of valid
	voted	-	votes cast
E-Voting by shareholders at the AGM	1	360	0.08
Remote E-Voting	1	1	0
Total	2	361	0.08

(iii) Invalid votes:

Voting Description	Total number of members	Total number of
	whose votes were declared	votes cast by them
	invalid	-
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 the appointment of Harsh R. Gandhi (DIN: 00133091), who retires by rotation and is eligible, seeks re-appointment.:

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

Voting Description	The number	Number of	% of the total
	of members	votes cast by	number of
	who voted	them	valid votes cast
E-Voting by shareholders at	6	57123	13.10
the AGM			
Remote E-Voting	56	378689	86.82
Total	62	435812	99.92

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

Voting Description	The number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
E-Voting by shareholders at the AGM	1	360	0.08
Remote E-Voting	1	1	0
Total	2	361	0.08

(iii) Invalid votes:

Voting Description	Total number of members whose votes were declared invalid	
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)

Payment of commission to Rajendra V. Gandhi (DIN No. 00189197), Whole time Director designated as an Executive Chairman of the Company for the financial year 2023-24.

(i) Voted in favour of the resolution:

Voting Description	The number	Number of	% of the total
	of members	votes cast by	number of
	who voted	them	valid votes cast
E-Voting by shareholders at	6	57123	13.10
the AGM			
Remote E-Voting	54	378680	86.82
Total	60	435812	99.92

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

Voting Description	The number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
E-Voting by shareholders at the AGM	1	360	0.08
Remote E-Voting	3	10	0
Total	4	370	0.08

(iii) Invalid votes:

Voting Description	Total number of members	Total number of
	whose votes were declared	votes cast by them
	invalid	-
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)

Reappointment of Harsh R. Gandhi (DIN: 00133091), Whole-time Director designated as a Managing Director of the Company for a period of three years from 16th June 2024 to 15th June 2027.

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

Voting Description	The number	Number of	% of the total
	of members	votes cast by	number of
	who voted	them	valid votes cast
E-Voting by shareholders at	6	57123	13.10
the AGM			
Remote E-Voting	56	378689	86.82
Total	62	435812	99.92

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

Voting Description	The number of members who	Number of votes cast by them	% of the total number of valid
	voted	east by them	votes cast
E-Voting by shareholders at the AGM	1	360	0.08
Remote E-Voting	1	1	0
Total	2	361	0.08

(iii) Invalid votes:

Voting Description	Total number of members whose votes were declared invalid	
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 V. Gandhi (DIN No. 00189197), Whole-time Director designated as an Executive Chairman of the Company for the period from 1st August 2024 up to the conclusion of the 51st Annual General Meeting of the Company.

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

Voting Description	The number	Number	of	% of the total
	of members	votes cast	by	number of
	who voted	them		valid votes cast
E-Voting by shareholders at	6		57123	13.10
the AGM				

Remote E-Voting	56	378689	86.82
Total	62	435812	99.92

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

Voting Description	The number of members who	Number of votes cast by them	% of the total number of valid
	voted		votes cast
E-Voting by shareholders at the AGM	1	360	0.08
Remote E-Voting	1	1	0
Total	2	361	0.08

(iii) Invalid votes:

Voting Description	Total number of members whose votes were declared	
	invalid	· · · · · · · · · · · · · · · · · · ·
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)

Revision in remuneration of Hemal H. Gandhi (DIN: 01444424), Whole Time Director designated as an Executive Director of the Company for the period of one year from 22nd August 2024 to 21st August 2025.

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

Voting Description	The number	Number of	% of the total
	of members	votes cast by	number of
	who voted	them	valid votes cast
E-Voting by shareholders at	6	57123	13.10
the AGM			
Remote E-Voting	55	378687	86.82
Total	61	435810	99.92

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

Voting Description		Number of votes	% of the total
	members who	cast by them	number of valid
	voted		votes cast
E-Voting by	1	360	0.08
shareholders at the			
AGM			
Remote E-Voting	2	3	0
Total	3	363	0.08

(iii) Invalid votes:

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

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

h) Resolution No. 9 (Special Resolution)

Increase in the authorized share capital of the Company and consequential amendment in the Memorandum of Association of the Company

Voting Description	The number	Number of	% of the total
	of members	votes cast by	number of
	who voted	them	valid votes cast
E-Voting by shareholders at	6	57123	13.10
the AGM			
Remote E-Voting	56	378691	86.82
Total	62	435814	99.92

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

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

Voting Description	The number of members who	Number of votes cast by them	% of the total number of valid
	voted	5	votes cast
E-Voting by shareholders at the AGM	1	360	0.08
Remote E-Voting	2	3	0
Total	2	363	0.08

(iii) Invalid votes:

Voting Description	Total number of members whose votes were declared invalid	
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)

Issue of Bonus Equity Shares to the Shareholders of the Company

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

Voting Description	The number	Number of	% of the total
	of members	votes cast by	number of
	who voted	them	valid votes cast
E-Voting by shareholders at	6	57123	13.10
the AGM			
Remote E-Voting	57	378693	86.82
Total	63	435816	99.92

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

Voting Description	The number of members who	Number of votes cast by them	% of the total number of valid
	voted	-	votes cast
E-Voting by shareholders at the AGM	1	360	0.08
Remote E-Voting	1	1	1
Total	2	361	0.08

(iii) Invalid votes:

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

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

j) Resolution No.11 (Special Resolution)

Introduction and Implementation of GRP Limited Employee Stock Option Plan, 2024

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

Voting Description	The number	Number of	% of the total
	of members	votes cast by	number of
	who voted	them	valid votes cast
E-Voting by shareholders at	6	57123	13.10
the AGM			
Remote E-Voting	56	378689	86.82
Total	62	435812	99.92

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

Voting Description	The number of members who	Number of votes cast by them	% of the total number of valid
	voted		votes cast
E-Voting by shareholders at the AGM	1	360	0.08
Remote E-Voting	1	1	0
Total	2	361	0.08

(iii) Invalid votes:

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

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

j) Resolution No.12 (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, 2025.

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

Voting Description	The number	Number of	% of the total
	of members	votes cast by	number of
	who voted	them	valid votes cast
E-Voting by shareholders at	6	57123	13.10
the AGM			
Remote E-Voting	56	378689	86.82
Total	62	435812	99.92

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

Voting Description	members who	Number of votes cast by them	% of the total number of valid
	voted		votes cast
E-Voting by	1	360	0.08
shareholders at the			
AGM			
Remote E-Voting	1	1	0
Total	2	361	0.08

(iii) Invalid votes:

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

Item no. 12 of the notice stands passed with the requisite majority.

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 safekeeping.

Thanking you,

For KGS and Company Practicing Company Secretary Vejani Khyati Vejani Khyati Ruchit Ruchit Date 202408.05 1729:164-0530' CS Khyati Vejani (Proprietor) Mem. No.: F11368 C. P. No. 18549 Peer reviewed Certi. No:1571/2021 Place: Ahmedabad Date: 5th August, 2024

Counter Signed & Received by:

UDIN:F011368F000901114

JYOTI Digitally signed by JYOTI SANCHETI SANCHETI Date: 2024.08.05 18:27:11 +05'30'

Jyoti Sancheti Company Secretary GRP Limited