

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



06.08.2024

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

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

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

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

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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 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	:	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 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	537398	295100	54.9127	295100	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		537398	295100	54.9127	295100	0	100.0000
Public-Institutions	E-Voting	88	0	0.0000	0	0	0	0
	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
Public-Non Institutions	E-Voting	795847	141073	17.7261	140712	361	99.7441	0.2559
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		795847	141073	17.7261	140712	361	99.7441
Total	Total	1333333	436173	32.7130	435812	361	99.9172	0.0828

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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/ 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	537398	295100	54.9127	295100	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	537398	295100	54.9127	295100	0	100.0000	0.0000
Public-Institutions	E-Voting	88	0	0.0000	0	0	0	0
	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 Institutions	E-Voting	795847	141073	17.7261	140712	361	99.7441	0.2559
	Poll		0	0.0000	0	0	0	0
	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. 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 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	537398	295100	54.9127	295100	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	537398	295100	54.9127	295100	0	100.0000	0.0000
Public-Institutions	E-Voting	88	0	0.0000	0	0	0	0
	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 Institutions	E-Voting	795847	141077	17.7266	140716	361	99.7441	0.2559
	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

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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 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	537398	295100	54.9127	295100	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		537398	295100	54.9127	295100	0	100.0000
Public-Institutions	E-Voting	88	0	0.0000	0	0	0	0
	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
Public-Non Institutions	E-Voting	795847	141073	17.7261	140712	361	99.7441	0.2559
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		795847	141073	17.7261	140712	361	99.7441
Total	Total	1333333	436173	32.7130	435812	361	99.9172	0.0828

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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 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	537398	295100	54.9127	295100	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		537398	295100	54.9127	295100	0	100.0000
Public-Institutions	E-Voting	88	0	0.0000	0	0	0	0
	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
Public-Non Institutions	E-Voting	795847	141073	17.7261	140703	370	99.7377	0.2623
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		795847	141073	17.7261	140703	370	99.7377
Total	Total	1333333	436173	32.7130	435803	370	99.9152	0.0848

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.

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	537398	295100	54.9127	295100	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		537398	295100	54.9127	295100	0	100.0000
Public-Institutions	E-Voting	88	0	0.0000	0	0	0	0
	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
Public-Non Institutions	E-Voting	795847	141073	17.7261	140712	361	99.7441	0.2559
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		795847	141073	17.7261	140712	361	99.7441
Total	Total	1333333	436173	32.7130	435812	361	99.9172	0.0828

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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 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	537398	295100	54.9127	295100	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		537398	295100	54.9127	295100	0	100.0000
Public-Institutions	E-Voting	88	0	0.0000	0	0	0	0
	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
Public-Non Institutions	E-Voting	795847	141073	17.7261	140712	361	99.7441	0.2559
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		795847	141073	17.7261	140712	361	99.7441
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 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	537398	295100	54.9127	295100	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		537398	295100	54.9127	295100	0	100.0000
Public-Institutions	E-Voting	88	0	0.0000	0	0	0	0
	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
Public-Non Institutions	E-Voting	795847	141073	17.7261	140710	363	99.7427	0.2573
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		795847	141073	17.7261	140710	363	99.7427
Total	Total	1333333	436173	32.7130	435810	363	99.9168	0.0832

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Resolution No. 9.

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

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	537398	295100	54.9127	295100	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		537398	295100	54.9127	295100	0	100.0000
Public-Institutions	E-Voting	88	0	0.0000	0	0	0	0
	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
Public-Non Institutions	E-Voting	795847	141077	17.7266	140714	363	99.7427	0.2573
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		795847	141077	17.7266	140714	363	99.7427
Total	Total	1333333	436177	32.7133	435814	363	99.9168	0.0832

Resolution No. 10.

Issue of Bonus Equity Shares to the Shareholders of the Company

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	537398	295100	54.9127	295100	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		537398	295100	54.9127	295100	0	100.0000
Public-Institutions	E-Voting	88	0	0.0000	0	0	0	0
	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
Public-Non Institutions	E-Voting	795847	141077	17.7266	140716	361	99.7441	0.2559
	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
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 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	537398	295100	54.9127	295100	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		537398	295100	54.9127	295100	0	100.0000
Public-Institutions	E-Voting	88	0	0.0000	0	0	0	0
	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
Public-Non Institutions	E-Voting	795847	141073	17.7261	140712	361	99.7441	0.2559
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		795847	141073	17.7261	140712	361	99.7441
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.

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	537398	295100	54.9127	295100	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		537398	295100	54.9127	295100	0	100.0000
Public-Institutions	E-Voting	88	0	0.0000	0	0	0	0
	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
Public-Non Institutions	E-Voting	795847	141073	17.7261	140712	361	99.7441	0.2559
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		795847	141073	17.7261	140712	361	99.7441
Total	Total	1333333	436173	32.7130	435812	361	99.9172	0.0828

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 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	6	57123	13.10
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	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 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 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	6	57123	13.10
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	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 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.

(i) Voted **in favour** of 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	6	57123	13.10
Remote E-Voting	57	378693	86.82
Total	63	435816	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	Total number of votes cast by them
E-Voting by shareholders at the AGM	NIL	
Remote E-Voting		
Total		

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

d) Resolution No. 4 (Ordinary Resolution)

To Consider 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 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	6	57123	13.10
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	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)**

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 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	6	57123	13.10
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 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)

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 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	6	57123	13.10
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	Total number of votes cast by them
E-Voting by shareholders at the AGM	NIL	
Remote E-Voting		
Total		

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

g) Resolution No. 7 (Special Resolution)

Reappointment of Rajendra 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 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	6	57123	13.10

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	Total number of votes cast by them
E-Voting by shareholders at the AGM	NIL	
Remote E-Voting		
Total		

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

h) Resolution No. 8 (Special Resolution)

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 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	6	57123	13.10
Remote E-Voting	55	378687	86.82
Total	61	435810	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	2	3	0
Total	3	363	0.08

(iii) **Invalid** votes:

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

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

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

(i) Voted **in favour** of 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	6	57123	13.10
Remote E-Voting	56	378691	86.82
Total	62	435814	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	2	3	0
Total	2	363	0.08

(iii) **Invalid** votes:

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

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

i) Resolution No. 10 (Ordinary Resolution)

Issue of Bonus Equity Shares to the Shareholders of the Company

(i) Voted **in favour** of 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	6	57123	13.10
Remote E-Voting	57	378693	86.82
Total	63	435816	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	1
Total	2	361	0.08

(iii) **Invalid** votes:

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

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

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 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	6	57123	13.10
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	Total number of votes cast by them
E-Voting by shareholders at the AGM	NIL	
Remote E-Voting		
Total		

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

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 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	6	57123	13.10
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	Total number of votes cast by them
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**

Vejan Khyati
Ruchit

Digitally signed by
Vejan Khyati Ruchit
Date: 2024.08.05
17:29:16 +05'30'

**CS Khyati Vejan
(Proprietor)**

Mem. No.: F11368 C. P. No. 18549

Peer reviewed Certi. No:1571/2021

UDIN:F011368F000901114

Place: Ahmedabad

Date: 5th August, 2024

Counter Signed & Received by:

JYOTI
SANCHETI

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

**Jyoti Sancheti
Company Secretary
GRP Limited**