



23rd December, 2021

The Manager - Listing
BSE Limited
BSE Code - 501455

The Manager - Listing
National Stock Exchange of India Limited
NSE Code - GREAVESCOT

Dear Sir/Madam,

Sub: Declaration of Results of Postal Ballot through Remote e-voting along with the Scrutinizers Report

This is further to our letter dated 22nd November, 2021 and pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the details of the voting results (through Remote e-voting) in the prescribed format along with the copy of Scrutinizer's Report for the resolutions as set out in the Postal Ballot Notice dated 27th October, 2021.

The said resolutions have been passed by the shareholders with requisite majority and are deemed to have been passed on 22nd December, 2021 i.e. the last date specified for remote e-voting.

Considering the current COVID-19 pandemic, the voting results of the Postal Ballot is being placed only on the website of the Company at www.greavescotton.com and will also be uploaded on the website of the KFin Technologies Private Limited at www.kfintech.com.

Kindly take the same on record.

Thanking you,

Yours faithfully,
For Greaves Cotton Limited

Atindra Basu
General Counsel and Company Secretary

Encl.: a/a

GREAVES COTTON LIMITED

Email ID: investorservices@greavescotton.com Website: www.greavescotton.com

Registered Office: Unit No. 701, 7th Floor, Tower 3, Equinox Business Park, LBS Marg, Kurla West, Mumbai 400 070, India

Tel: +91 22 41711700 CIN: L99999MH1922PLC000987

Format of Voting Results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Company Name	GREAVES COTTON LTD
Date of the AGM/EGM	December 22, 2021 (Date on which the resolution is deemed to have been passed i.e. last date specified for remote e-voting)
Total number of shareholders on record date	196071
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoters and Promoter Group:	-
Public:	-
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable
Promoters and Promoter Group:	-
Public:	-

Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Firdose Vandrevala (DIN: 00956609) as an Independent Director							
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	128614955	128614955	100.0000	128614955	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	30654819	14152016	46.1657	14152016	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	71974711	128906	0.1791	126528	2378	98.1552	1.8448
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Total		231244485	142895877	61.7943	142893499	2378	99.9983	0.0017



(Handwritten signature)

Resolution required: (Ordinary/ Special)	SPECIAL - Approval for appointment and payment of minimum remuneration to Mr. Sunil Shahi (DIN: 01887403) in capacity of Whole-time Director till October 26, 2021							
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	128614955	128614955	100.0000	128614955	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	30654819	14152016	46.1657	14034122	117894	99.1669	0.8330
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	71974711	128876	0.1791	119106	9770	92.4190	7.5809
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Total		231244485	142895847	61.7943	142768183	127664	99.9107	0.0893



AMS

Resolution required: (Ordinary/ Special)	ORDINARY - Payment of remuneration to Non-Executive Directors							
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	128614955	128614955	100.0000	128614955	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	30654819	14152016	46.1657	14152016	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	71974711	128702	0.1788	117965	10737	91.6574	8.3425
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Total		231244485	142895673	61.7942	142884936	10737	99.9925	0.0075



A handwritten signature in blue ink, appearing to be "A. M. ...".

Sunny Gogiya & Associates
Practising Company Secretary

SCRUTINIZER'S REPORT

23rd December 2021

To,
The Chairman
Greaves Cotton Limited
Unit No. 701, 7th Floor,
Tower 3, Equinox Business Park,
LBS Marg, Kurla West, Mumbai -400070

Sub: Greaves Cotton Limited – Scrutinizer’s Report on Postal Ballot (E-voting) Results

Dear Sir,

The Board of Directors of Greaves Cotton Limited (hereinafter referred to as “*the Company*”) at its meeting held on 26th October 2021, appointed me as a Scrutinizer to conduct and scrutinize the Postal Ballot E-voting process in a fair and transparent manner in respect of all the resolutions as circulated/stated in the Postal Ballot Notice dated 27th October 2021.

In compliance with provisions of Sections 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 (Act) read with rules made thereunder, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) and in accordance with the provisions of the General Circulars No. 14/2020 dated 8th April 2020, No. 17/2020 dated 13th April 2020, No. 22/2020 dated 15th June 2020, No. 33/2020 dated 28th September 2020, No. 39/2020 dated 31st December 2020 and No. 10/2021 dated 23rd June 2021 issued by Ministry of Corporate Affairs (MCA Circulars), the Company had provided facility for voting through electronic means (E-voting) to all members of the Company, to enable them to cast their votes electronically instead of submitting the postal ballot form.

The Company had engaged its Registrar and Share Transfer Agent viz KFin Technologies Private Limited, as the Electronic Voting Service Provider (hereinafter referred to as “KFinTech” or “EVSP” or “RTA”) who had made necessary arrangements to facilitate E-voting by shareholders of the Company on their website at <https://evoting.kfintech.com/>. The Company had sent the Postal ballot Notice including all requisite information required to cast the vote, in electronic form only to all its members who have registered their e-mail addresses with the Company / Registrar & Transfer Agents / Depository Participants. The communication of the assent or dissent of the members was sought through the E-voting system only.

In order to facilitate those members who had not yet registered their e-mail address, a proper procedure was laid down to get their email address registered with the RTA so that they could also participate in the E-voting extended by the Company.

The Company and the RTA had uploaded the notice together with the explanatory statement on their respective websites viz. www.greavescotton.com and <https://evoting.kfintech.com>.

The Company and the RTA had complied with all the necessary formalities specified under the Act, the Rules and MCA Circulars issued in this regard.

SUNNY
LAKHMICHA
ND GOGIYA

Digitally signed by
SUNNY LAKHMICHAND
GOGIYA
Date: 2021.12.23
06:07:04 +05'30'

Sunny Gogiya & Associates *Practising Company Secretary*

The aforesaid Postal Ballot Notice was sent on 22nd November 2021 through e-mail to all the members of the Company whose name appeared on the Register of Members/List of Beneficial Owners as on 12th November 2021 (cut-off date) and whose email addresses were registered with the Company.

The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules thereunder and SEBI Listing Regulations relating to the items being placed for approval of the members through postal ballot by E-voting.

My responsibility as the Scrutinizer of the voting process (through E-voting), was restricted to scrutinize the E-voting process in a fair and transparent manner and to prepare a scrutinizer's report of the votes cast in favour and in against the resolutions as stated in the Notice, based on the reports generated from the E-voting system provided by EVSP.

I report that the Notice was sent through email to 1,80,938 members whose email id was registered with the Depositories and as made available with the RTA. The total number of members as on cut-off date was 1,96,071. The E-voting period commenced from Tuesday, 23rd November 2021 at 09:00 hours IST and ended on Wednesday, 22nd December 2021 at 17:00 hours IST. A public notice with regard to the Postal Ballot Notice was published on 23rd November 2021 in Business Standard (all editions) English Newspaper and in Navshakti (Mumbai edition) Marathi Newspaper, providing requisite information and contact details of the EVSP for registering email Id and queries on e-voting.

The items for which approval of the members of the Company was sought as stated in the Notice are mentioned hereunder:

Resolutions:

1. Appointment of Mr. Firdose Vandrevala (DIN: 00956609) as an Independent Director - Ordinary Resolution.
2. Approval for appointment and payment of minimum remuneration to Mr. Sunil Shahi (DIN: 01887403) in capacity of Whole-time Director till October 26, 2021- Special Resolution.
3. Payment of Remuneration to Non-executive Directors - Ordinary Resolution.

SUMMARY OF VOTES CAST

The E-voting process concluded at 17:00 hours IST on 22nd December 2021. After closure of E-voting process the votes cast through E-voting facility were duly un-blocked by me as a scrutinizer in the presence of Ms. Prapti Dhingra and Mr. Gaurav Sainani witnesses, not in employment of the Company, as prescribed under sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014. Since E-voting facility was provided by KFintech, the details of the E-voting exercised by the members were duly complied by KFintech, the compilation of the register containing the statement of member's name, DP Id/Client Id and/or Folio number, number of shares held, number of votes exercised, votes in favour, vote against were registered by KFintech i.e. <https://evoting.kfintech.com>, and were duly scrutinised.

SUNNY
LAKHMICHA
ND GOGIYA

Digitally signed by
SUNNY LAKHMICHAND
GOGIYA
Date: 2021.12.23
00:07:34 +05'30'

Sunny Gogiya & Associates
Practising Company Secretary

Item No. 1: As an Ordinary Resolution

Appointment of Mr. Firdose Vandrevala (DIN: 00956609) as an Independent Director

Total no. of members	1,96,071	
Total no. of Equity Shares	23,12,44,485	
E-voting as per Postal Ballot Notice	From Tuesday, 23 rd November 2021 at 09:00 hours IST and ended on Wednesday, 22 nd December 2021 at 17:00 hours IST	
	No of Votes	No of Shares
Total votes cast through e-voting	481	14,28,96,501
Less: Invalid e-voting abstained/less voted Refer note below	9	624
Net e-voting considered valid	472	14,28,95,877

NOTE:

- (i) Votes cast in favour or against has been considered on the basis of number of shares held as on cut-off date reckoned for the purpose of the postal ballot.
- (ii) A vote cast in favour or against is calculated based on the valid votes cast through remote e-voting.

Summary of e-voting through Postal Ballot

Promoter /Public	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 in against on votes polled (7) = (5)/ (2) *100)
Promoter and Promoter Group	12,86,14,955	12,86,14,955	100	12,86,14,955	0	100	0
Public - Institutional Holders	3,06,54,819	1,41,52,016	46.17	1,41,52,016	0	100	0
Public - Others	7,19,74,711	1,28,906	0.18	1,26,528	2,378	98.16	1.84
Total	23,12,44,485	14,28,95,877	61.79	14,28,93,499	2,378	99.99	0.01

Results:

As the number of vote cast in favour of the resolution is more than the number of votes cast against, I report that the Ordinary Resolution as per Item No. 1 as set forth in the Postal Ballot Notice dated 27th October 2021 has been passed by the members with requisite majority. The Resolution is deemed as passed on the last date of the voting i.e. Wednesday, 22nd December 2021.

SUNNY
LAKHMICHAN
D GOGIYA

Digitally signed by
SUNNY LAKHMICHAN
GOGIYA
Date: 2021.12.23
00:07:49 +05'30'

Sunny Gogiya & Associates
Practising Company Secretary

Item No. 2: As a Special Resolution

Approval for appointment and payment of minimum remuneration to Mr. Sunil Shahi (DIN: 01887403) in capacity of Whole-time Director till October 26, 2021

Total no. of members	1,96,071	
Total no. of Equity Shares	23,12,44,485	
E-voting as per Postal Ballot Notice	From Tuesday, 23 rd November 2021 at 09:00 hours IST and ended on Wednesday, 22 nd December 2021 at 17:00 hours IST	
	No of Votes	No of Shares
Total votes cast through e-voting	481	14,28,96,501
Less: Invalid e-voting abstained/less voted Refer note below	10	654
Net e-voting considered valid	471	14,28,95,847

NOTE:

- (i) Votes cast in favour or against has been considered on the basis of number of shares held as on cut-off date reckoned for the purpose of the postal ballot.
- (ii) A vote cast in favour or against is calculated based on the valid votes cast through remote e-voting.

Summary of e-voting through Postal Ballot

Promoter/P ublic	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outsta nding 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 in against on votes polled (7) = (5)/ (2) *100)
Promoter and Promoter Group	12,86,14,955	12,86,14,955	100	12,86,14,955	0	100	0
Public - Institutional Holders	3,06,54,819	1,41,52,016	46.17	1,40,34,122	1,17,894	99.17	0.83
Public – Others	7,19,74,711	1,28,876	0.18	1,19,106	9,770	92.42	7.58
Total	23,12,44,485	14,28,95,847	61.79	14,27,68,183	1,27,664	99.91	0.09

Results:

As the number of vote cast in favour of the resolution is more than three times the number of votes cast against, I report that the Special Resolution as per Item No. 2 as set forth in the Postal Ballot Notice dated 27th October 2021 has been passed by the members with requisite majority. The Resolution is deemed as passed on the last date of the voting i.e. Wednesday, 22nd December 2021.

SUNNY
LAKHMICHA
ND GOGIYA

Digitally signed by
SUNNY LAKHMICHAND
GOGIYA
Date: 2021.12.23
00:08:04 +05'30'

Sunny Gogiya & Associates
Practising Company Secretary

Item No. 3: As an Ordinary Resolution

Payment of Remuneration to Non-executive Directors

Total no. of members	1,96,071	
Total no. of Equity Shares	23,12,44,485	
E-voting as per Postal Ballot Notice	From Tuesday, 23 rd November 2021 at 09:00 hours IST and ended on Wednesday, 22 nd December 2021 at 17:00 hours IST	
	No of Votes	No of Shares
Total votes cast through e-voting	481	14,28,96,501
Less: Invalid e-voting abstained/less voted Refer note below	11	828
Net e-voting considered valid	470	14,28,95,673

NOTE:

- (i) Votes cast in favour or against has been considered on the basis of number of shares held as on cut-off date reckoned for the purpose of the postal ballot.
- (ii) A vote cast in favour or against is calculated based on the valid votes cast through remote e-voting.

Summary of e-voting through Postal Ballot

Promoter/P ublic	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outsta nding 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 in against on votes polled (7) = (5)/ (2) *100)
Promoter and Promoter Group	12,86,14,955	12,86,14,955	100	12,86,14,955	0	100	0
Public - Institutional Holders	3,06,54,819	1,41,52,016	46.16	1,41,52,016	0	100	0
Public – Others	7,19,74,711	1,28,702	0.18	1,17,965	10,737	91.66	8.34
Total	23,12,44,485	14,28,95,673	61.79	14,28,84,936	10,737	99.99	0.01

Results:

As the number of vote cast in favour of the resolution is more than the number of votes cast against, I report that the Ordinary Resolution as per Item No. 3 as set forth in the Postal Ballot Notice dated 27th October 2021 has been passed by the members with requisite majority. The Resolution is deemed as passed on the last date of the voting i.e. Wednesday, 22nd December 2021.

I further report that as per the Postal Ballot Notice dated 27th October 2021 and the Board Resolution dated 26th October 2021, the Chairman or the person authorised by him may declare and confirm the above results of voting by postal ballot in respect of the resolutions referred above. The result of the postal ballot will be displayed on the website of the Company (www.greavescotton.com), on the website of KFintech (www.kfintech.com) as well as on Stock Exchanges' website viz www.bseindia.com and

Sunny Gogiya & Associates
Practising Company Secretary

www.nseindia.com. Considering the current situation of COVID-19 pandemic, the Company may display the results of the Postal Ballot at its registered office.

I thank you for the opportunity given, to act as a Scrutinizer for the above postal ballot process of the Company.

Thanking you,

Yours faithfully

For Sunny Gogiya & Associates
Practising Company Secretary
ICSI Unique Code I2018MH1913800

SUNNY
LAKHMICHAND
GOGIYA

Digitally signed by SUNNY
LAKHMICHAND GOGIYA
Date: 2021.12.23 00:08:42
+05'30'

Sunny Gogiya
Proprietor
Membership No. A56804
COP No. 21563
UDIN: A056804C001876094
Peer Review Certificate No.: 1112/2021

Place: Thane
Date: 23rd December 2021

The following were the witnesses to the unblocking of the votes on 22nd December 2021.

PRAPTI
DHINGRA

Digitally signed by
PRAPTI DHINGRA
Date: 2021.12.23
00:10:14 +05'30'

Ms Prapti Dhingra

GAURAV
SAINANI

Digitally signed by
GAURAV SAINANI
Date: 2021.12.23
00:11:15 +05'30'

Mr. Gaurav Sainani

Received the Report

For Greaves Cotton Limited

ATINDRA
NATH
BASU

Digitally signed by ATINDRA NATH BASU
DN: cn=Atindra Nath Basu,
o=Greaves Cotton Limited,
ou=Greaves Cotton Limited,
c=India
Date: 2021.12.23 11:02:41 +05'30'

Atindra Basu
General Counsel & Company Secretary