

To,

<p>The General Manager, Listing Department, <b>Bombay Stock Exchange Limited</b>, P.J. Towers, Dalal Street, Mumbai - 400 001</p> <p><b>Scrip Code: 531449</b></p>	<p>The Manager, Listing &amp; Compliance Department <b>The National Stock Exchange of India Limited</b> Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra East, Mumbai - 400051</p> <p><b>Symbol: GRMOVER</b></p>
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**Subject: Disclosure in terms of Regulation 32(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Statement of deviation or variation**

Dear Sir / Madam,

Pursuant to Regulation 32(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/CMD1/162/2019 dated December 24, 2019, we hereby confirm that there has been no deviation or variation in the use of proceeds of funds raised through Convertible Warrant for purposes other than those mentioned in the offer document.

In this regard, please find enclosed a 'NIL' statement of deviation or variation in the prescribed format.

The above statement has been reviewed and noted by the Audit Committee of the Company.

You are requested to kindly take the same on your record.

Thanking you,

**Yours faithfully,  
For GRM Overseas Limited**

**Sachin Narang  
Company Secretary & Compliance Officer  
Membership No.: 65535**



**Registered Office**  
128, First Floor,  
Shiva Market Pitampura,  
Delhi 110034, India. • +91-11-4733 0330

**Corporate Office**  
8 K.M. Stone, Gohana-Rohtak Road  
Village Naultha, Panipat 132145  
Haryana, India • +91-972964 7000/8000

**Factory**  
• Gohana Road (Panipat), Haryana  
• Naultha (Panipat), Haryana  
• Gandhidham, Gujarat

Statement of Deviation or Variation						
Name of Listed Entity		GRM Overseas Limited				
Mode of Fund Raising		Preferential Issue of Convertible Warrants				
Type of Instrument		Convertible Warrants				
Date of Raising Funds		August 08, 2024*				
Amount Raised (Rs. In Crores)		34.01 Crores**				
Report filed for the quarter ended		September 30, 2024				
Monitoring Agency		Yes				
Monitoring Agency Name, if applicable		CARE Ratings Limited				
Is there a Deviation/Variation in use of funds raised?		No				
Whether any approval is required to vary the objects of the issue stated in the prospectus/ offer document?		Not Applicable				
If Yes, details of the approval so required		Not Applicable				
Date of Approval		Not Applicable				
Explanation for the Deviation/Variation		Not Applicable				
Comments of the Audit Committee after review		The Audit Committee has noted that there was no deviation/ variation in the use of funds raised by issue of Warrant				
Comments of the Auditors, if any		There is no comment from the Auditor.				
Objects for which funds have been raised and where there has been a deviation, in the following table						
Sr. No	Item Head	Original amount (as per the Offer Document) (INR in Crores)	Revised Cost (INR in Crores)	Reason for Cost Revision	Fund Utilized (INR in Crores)	Amount of Deviation/Variation for the quarter according to the applicable object (INR Crores and in %)
1	Working capital requirements	60.00	Not Applicable	Not Applicable	13.47	Not Applicable
2	Investment in Subsidiary	30.00			0.00	Not Applicable
3	Inorganic growth opportunities	10.00			10.00	Not Applicable
4	Investment in Plant and Machinery	5.00			0.29	Not Applicable
5	General Corporate Purposes	31.05			7.49	Not Applicable
	<b>Total</b>	<b>136.05</b>			<b>31.25</b>	



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Deviation could mean:

- (a) Deviation in the objects or purposes for which the funds have been raised
- (b) Deviation in the amount of funds utilized as against what was originally disclosed or
- (c) Change in terms of a Contract referred to in the fund raising document i.e prospectus, Letter of Offer etc.

Notes:

\*The Convertible Warrants were allotted on August 08, 2024.

\*\* The total issue size was Rs 136.05 Crores, out of which 25% amount was received upfront i.e amounting to Rs. 34.01 Crores, being 25% of the issue price per warrant.

Yours faithfully,  
For GRM Overseas Limited

Sachin Narang  
Company Secretary & Compliance Officer  
Membership No.: 65535



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