

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



17.12.2024

To  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001.

To  
National Stock Exchange of India Limited  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (E),  
Mumbai - 400 051.

**Scrip code : 509152**

**Symbol : GRPLTD – Series: EQ**

Dear Sir / Madam,

**Sub: Scrutinizer's report and voting results of the business transacted at the 1<sup>st</sup>(2024-25) Extra-Ordinary General Meeting of the Company held on 14<sup>th</sup> December, 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 1<sup>st</sup> (2024-2025) Extra-Ordinary General Meeting (EGM) of the Company held on 14<sup>th</sup> December, 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 EGM) dated 17<sup>th</sup> December, 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 Extra-Ordinary General Meeting have been passed with requisite majority and the same are deemed to be passed on the date of the Extra-Ordinary General Meeting i.e. 14<sup>th</sup> December, 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

www.grpweb.com

Date of the EGM	:	14 <sup>th</sup> December, 2024
Total number of shareholders on record date / book closure date	:	8908
No. of Shareholders present in the meeting either in person or through proxy:		
a) Promoters and Promoters Group	:	Not Applicable
b) Public	:	Not Applicable
<b>Total</b>	:	
No. of Shareholders present in the meeting through Video Conferencing:		
c) Promoters and Promoters Group	:	6
d) Public	:	33
<b>Total</b>	:	<b>39</b>

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval to raise capital by way of private offerings including through qualified institutions placement to eligible investors through an issuance of equity shares or any other eligible securities or a combination thereof				
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	2149092	1172740	54.5691	1172740	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		2149092	1172740	54.5691	1172740	0	100.0000
Public-Institutions	E-Voting	20977	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
	<b>Total</b>		20977	0	0.0000	0	0	0.0000
Public-Non Institutions	E-Voting	3163263	339224	10.7239	339220	4	99.9988	0.0012
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		3163263	339224	10.7239	339220	4	99.9988
<b>Total</b>		5333332	1511964	28.3493	1511960	4	99.9997	0.0003
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	

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Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To grant stock options to the employees of the Subsidiary company(ies)/subsidiary body corporate(s) (present and/or future) under the GRP Limited Employee Stock Option Plan, 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	2149092	1172740	54.5691	1172740	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>1172740</b>	<b>54.5691</b>	<b>1172740</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-Voting	20977	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
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public-Non Institutions	E-Voting	3163263	339224	10.7239	339198	26	99.9923	0.0077
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>339224</b>	<b>10.7239</b>	<b>339198</b>	<b>26</b>	<b>99.9923</b>	<b>0.0077</b>
<b>Total</b>		<b>5333332</b>	<b>1511964</b>	<b>28.3493</b>	<b>1511938</b>	<b>26</b>	<b>99.9983</b>	<b>0.0017</b>
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	

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Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Modification of GRP Limited Employee Stock Option Plan, 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	2149092	1172740	54.5691	1172740	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>1172740</b>	<b>54.5691</b>	<b>1172740</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-Voting	20977	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public-Non Institutions	E-Voting	3163263	339224	10.7239	339206	18	99.9947	0.0053
	Poll		0	0.0000	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	
	<b>Total</b>		<b>339224</b>	<b>10.7239</b>	<b>339206</b>	<b>18</b>	<b>99.9947</b>	<b>0.0053</b>
<b>Total</b>		<b>5333332</b>	<b>1511964</b>	<b>28.3493</b>	<b>1511946</b>	<b>18</b>	<b>99.9988</b>	<b>0.0012</b>
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	

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## SCRUTINIZER REPORT

To,  
The Chairman of the Extra Ordinary General Meeting of  
**GRP Limited** held on Saturday 14<sup>th</sup> December, 2024 at 10:35 a.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 Extra Ordinary General Meeting (EOGM) through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”) in respect of business outlined in the Notice of Extra Ordinary General Meeting.**

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 EOGM through Video Conferencing (“VC”)/Other Audio-Visual Means (“OAVM”) on the below-mentioned resolutions at EOGM of the company held on Saturday 14<sup>th</sup> December,2024 at 10:35 a.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 EOGM 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 EOGM dated 14<sup>th</sup> November,2024.

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 EOGM 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 EOGM 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 Wednesday, 11th December, 2024 at 9:00 A.M. and ended on Friday, 13th December, 2024 at 05:00 P.M.
4. The shareholders holding shares as on the "cut-off" date i.e. 7<sup>th</sup> December, 2024, were entitled to vote on the proposed resolutions.
5. The votes were unblocked on Saturday, 14<sup>th</sup> December 2024 at around 11:15 AM. 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 EOGM through VC/ OAVM, in respect of resolutions contained in the notice of EOGM held on Saturday 14<sup>th</sup> December, 2024 is as under:

**a) Resolution No. 1 (Special Resolution)**

**Approval to raise capital by way of private offerings including through a qualified institutions placement to eligible investors through an issuance of equity shares or any other eligible securities or a combination thereof.**

(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 EOGM	6	130954	8.66
Remote E-Voting	*43	1381006	91.34
<b>Total</b>	<b>49</b>	<b>1511960</b>	<b>100.00</b>

(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 EOGM	0	0	0
Remote E-Voting	1	4	0
<b>Total</b>	<b>1</b>	<b>4</b>	<b>0</b>

(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 EOGM	NIL	
Remote E-Voting		
<b>Total</b>		

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

**b) Resolution No. 2 (Special Resolution)**

**To grant stock options to the employees of the Subsidiary company(ies)/body corporates (present and/or future) under the 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 EOGM	6	130954	8.66
Remote E-Voting	*40	1380984	91.34
<b>Total</b>	<b>46</b>	<b>1511938</b>	<b>100.00</b>

(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 EOGM	0	0	0
Remote E-Voting	4	26	0
<b>Total</b>	<b>4</b>	<b>26</b>	<b>0</b>

(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 EOGM	NIL	
Remote E-Voting		
<b>Total</b>		

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

c) **Resolution No. 3 (Special Resolution)**

**Modification 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 EOGM	6	130954	8.64
Remote E-Voting	*41	1380992	91.34
<b>Total</b>	<b>47</b>	<b>1511946</b>	<b>100.00</b>

(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 EOGM	0	0	0
Remote E-Voting	3	18	0
<b>Total</b>	<b>3</b>	<b>18</b>	<b>0</b>

(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 EOGM	NIL	
Remote E-Voting		
<b>Total</b>		

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

(\*One shareholder of the promoter group is holding shares in two different demat accounts, for counting number of shareholders voted, we have considered it as one only)



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**

Digitally signed by  
Vejan Khyati Ruchit  
Ruchit Date: 2024.12.17  
14:30:47 +05'30'

**CS Khyati Vejan  
(Proprietor)**

**Mem. No.: F11368 C. P. No. 18549  
Peer reviewed Certi. No:1571/2021  
UDIN: F011368F003401645**

**Place: Ahmedabad  
Date: 17<sup>th</sup> December,2024**

**Counter Signed & Received by:**

Jyoti  
Sancheti Digitally signed  
by Jyoti Sancheti  
Date: 2024.12.17  
15:23:58 +05'30'

**Jyoti Sancheti**  
Company Secretary  
GRP Limited