



March 16, 2022

<b>National Stock Exchange of India Limited</b> <b>“Exchange Plaza”</b> <b>Bandra Kurla Complex</b> <b>Bandra (East)</b> <b>Mumbai 400 051</b>	<b>BSE Limited</b> <b>Phiroze Jeejeebhoy Towers</b> <b>Dalal Street</b> <b>Fort</b> <b>Mumbai 400 001</b>
<b>Symbol: GRINDWELL</b>	<b>Scrip Code No. 506076</b>

Dear Sir/Madam,

**Sub: Voting results and Scrutinizer Report on Postal Ballot - Disclosure under Regulation 30 and 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

This is with reference to our Postal Ballot Notice dated February 14, 2022, seeking approval of the shareholders by way of Postal Ballot through electronic means (“remote e-Voting”) on the following resolutions:

<b>Sr. No.</b>	<b>Description</b>
<b>1</b>	<b>Ordinary resolution for appointment of Mr. Krishna Prasad (Director Identification No. 00130438) as a Director of the Company</b>
<b>2</b>	<b>Ordinary resolution for appointment of Mr. Krishna Prasad (Director Identification No. 00130438) as a Whole-Time Director of the Company</b>
<b>3</b>	<b>Ordinary resolution for appointment of Mr. David Eric Molho (Director Identification No. 09326249) as a Director of the Company</b>

The voting on Postal Ballot concluded at 5:00 p.m. IST on March 16, 2022 and the Scrutinizer has submitted his report on the Postal Ballot through remote e-Voting on March 16, 2022.

Pursuant to regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that said resolution has been passed with the requisite majority. The details of the vote cast by shareholders are enclosed.

As required under Section 108 of the Companies Act, 2013 read with Rule 20(4) of the Companies (Management and Administration) Rules, 2014, the Scrutinizer’s Report on the Postal Ballot is enclosed.



Further, results of e-voting along with Scrutinizer's Report are also available on the Company's website and on the website of NSDL [www.eVoting.nsdl.com](http://www.eVoting.nsdl.com).

Request to kindly take the same on record.

Thanking you,

Yours faithfully,  
For **Grindwell Norton Limited**

**K. Visweswaran**  
**Company Secretary**  
**Membership No. A16123**

**Encl: as above**

**Grindwell Norton Ltd**

Resolution Required : (Ordinary)			1 - Appointment of Mr. Krishna Prasad (Director Identification No. 00130438) as a Director of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
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	No. of votes Invalid
		[1]	[2]	$[3]=\{[2]/[1]\}*100$	[4]	[5]	$[6]=\{[4]/[2]\}*100$	$[7]=\{[5]/[2]\}*100$	[8]
Promoter and Promoter Group	E-Voting	64301772	64301772	100.0000	64301772	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>64301772</b>	<b>100.0000</b>	<b>64301772</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	24704571	21761402	88.0865	20967009	794393	96.3495	3.6505	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>21761402</b>	<b>88.0865</b>	<b>20967009</b>	<b>794393</b>	<b>96.3495</b>	<b>3.6505</b>	<b>0</b>
Public Non Institutions	E-Voting	21713657	104638	0.4819	103185	1453	98.6114	1.3886	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>104638</b>	<b>0.4819</b>	<b>103185</b>	<b>1453</b>	<b>98.6114</b>	<b>1.3886</b>	<b>0</b>
<b>Total</b>		<b>110720000</b>	<b>86167812</b>	<b>77.8250</b>	<b>85371966</b>	<b>795846</b>	<b>99.0764</b>	<b>0.9236</b>	<b>0</b>



*K. Sundar*

Grindwell Norton Ltd

Resolution Required : (Ordinary)			2 - Appointment of Mr. Krishna Prasad (Director Identification No. 00130438) as a Whole- Time Director of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	64301772	64301772	100.0000	64301772	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>64301772</b>	<b>100.0000</b>	<b>64301772</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	24704571	21761402	88.0865	18741422	3019980	86.1223	13.8777	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>21761402</b>	<b>88.0865</b>	<b>18741422</b>	<b>3019980</b>	<b>86.1223</b>	<b>13.8777</b>	<b>0</b>
Public Non Institutions	E-Voting	21713657	104638	0.4819	103165	1473	98.5923	1.4077	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>104638</b>	<b>0.4819</b>	<b>103165</b>	<b>1473</b>	<b>98.5923</b>	<b>1.4077</b>	<b>0</b>
<b>Total</b>		<b>110720000</b>	<b>86167812</b>	<b>77.8250</b>	<b>83146359</b>	<b>3021453</b>	<b>96.4935</b>	<b>3.5065</b>	<b>0</b>



*K. Sundar*

**Grindwell Norton Ltd**

Resolution Required : (Ordinary)			3 - Appointment of Mr. David Eric Molho (Director Identification No. 09326249) as a Director of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
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	No. of votes Invalid
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100	[8]
Promoter and Promoter Group	E-Voting	64301772	64301772	100.0000	64301772	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>64301772</b>	<b>100.0000</b>	<b>64301772</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	24704571	21761402	88.0865	21692723	68679	99.6844	0.3156	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>21761402</b>	<b>88.0865</b>	<b>21692723</b>	<b>68679</b>	<b>99.6844</b>	<b>0.3156</b>	<b>0</b>
Public Non Institutions	E-Voting	21713657	104640	0.4819	103384	1256	98.7997	1.2003	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>104640</b>	<b>0.4819</b>	<b>103384</b>	<b>1256</b>	<b>98.7997</b>	<b>1.2003</b>	<b>0</b>
<b>Total</b>		<b>110720000</b>	<b>86167814</b>	<b>77.8250</b>	<b>86097879</b>	<b>69935</b>	<b>99.9188</b>	<b>0.0812</b>	<b>0</b>



*D. Sunday*

**PARIKH & ASSOCIATES**  
**COMPANY SECRETARIES**

Office

111, 11<sup>th</sup> Floor, Sai-Dwar CHS Ltd  
Sab TV Lane, Opp. Laxmi Industrial Estate,  
Off Link Road, Above Shabari Restaurant,  
Andheri (W), Mumbai : 400053  
Tel No 26301232 / 26301233 / 26301240  
Email : [cs@parikhassociates.com](mailto:cs@parikhassociates.com)  
[parikh.associates@rediffmail.com](mailto:parikh.associates@rediffmail.com)

March 16, 2022

To,  
**Grindwell Norton Limited**  
**CIN: L26593MH1950PLC008163**  
5<sup>th</sup> Level, Leela Business Park, Andheri-Kurla Road,  
Marol, Andheri (East),  
Mumbai - 400059

**Kind Attn: Mr. K Visweswaran– Company Secretary**

Sub.: Report on Postal Ballot Voting of Grindwell Norton Limited.

Dear Sir,

I refer to my appointment as Scrutinizer to conduct the postal ballot process in respect of the following Ordinary Resolutions:

- (i) Appointment of Mr. Krishna Prasad (Director Identification No.00130438) as a Director of the Company.
- (ii) Appointment of Mr. Krishna Prasad (Director Identification No.00130438) as a Whole-Time Director of the Company.
- (iii) Appointment of Mr. David Eric Molho (Director Identification No.09326249) as a Director of the Company.

I now enclose the following:

- a) My report to the Chairman of the Company on the result of the postal ballots received from shareholders only through the remote electronic voting process.
- b) The register showing the particulars of the e-votes registered on the National Securities Depository Limited (“NSDL”) e-voting system in respect of the said Resolutions.

Thanking-you.

Yours faithfully,

MITESH

DHABLIWALA

Mitesh Dhabliwala  
Parikh & Associates

Digitally signed by MITESH  
DHABLIWALA  
Date: 2022.03.16 18:49:07  
+05'30'

Encl.: As above.

**PARIKH & ASSOCIATES**  
**COMPANY SECRETARIES**

Office

111, 11<sup>th</sup> Floor, Sai-Dwar CHS Ltd  
Sab TV Lane, Opp Laxmi Industrial Estate,  
Off Link Road, Above Shabari Restaurant,  
Andheri (W), Mumbai : 400053  
Tel No 26301232 / 26301233 / 26301240  
Email: [cs@parikhassociates.com](mailto:cs@parikhassociates.com)  
[parikh.associates@rediffmail.com](mailto:parikh.associates@rediffmail.com)

To,  
**Grindwell Norton Limited**  
**CIN: L26593MH1950PLC008163**  
5<sup>th</sup> Level, Leela Business Park, Andheri-Kurla Road,  
Marol, Andheri (East),  
Mumbai - 400059

**Report of Scrutinizer**

I, Mitesh Dhaliwala, of Parikh & Associates, Practising Company Secretaries (Membership No. FCS 8331 COP No. 9511), having my office at 111, 11<sup>th</sup> Floor, Sai Dwar CHS Ltd., Sab TV Lane, Opp. Laxmi Indl. Estate, Off Link Road, Andheri (West), Mumbai-400053, have been appointed as the Scrutinizer to conduct the remote electronic voting process ("remote e-Voting") in respect of the following Ordinary Resolutions:

- (i) Appointment of Mr. Krishna Prasad (Director Identification No.00130438) as a Director of the Company.
- (ii) Appointment of Mr. Krishna Prasad (Director Identification No.00130438) as a Whole-Time Director of the Company.
- (iii) Appointment of Mr. David Eric Molho (Director Identification No.09326249) as a Director of the Company.

pursuant to the Notice dated February 03, 2022, issued under Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") (including any statutory modification or re-enactment thereof for the time being in force) read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (the "Rules"), as amended from time to time, read with the General Circular No. 14/ 2020 dated April 8, 2020, the General Circular No. 17/ 2020 dated April 13, 2020 and the General Circular No. 10/ 2021 dated June 23, 2021 in relation to "*Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid-19*" issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars") and other applicable laws and regulations.

The Notice dated February 03, 2022 along with statement setting out material facts under Section 102 of the Act in respect of the above mentioned resolution, as confirmed by the Company, was sent, via e-mail only to the Members whose names appeared in the Register of Members / List of Beneficial Owners as received from National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") and whose e-mail addresses were available with the Company as on Friday, February 04, 2022 ("cut-off date").

The Company had availed the e-voting facility offered by NSDL for conducting e-voting by the shareholders of the Company.

Contd....2

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The shareholders of the Company holding shares as on the cut-off date of Friday, February 04, 2022 were entitled to vote on the resolutions as contained in the Notice.

The voting period for remote e-voting commenced on Tuesday, February 15, 2022 at (09:00 a.m. IST) and ended on Wednesday, March 16, 2022 at (05:00 p.m. IST) and the NSDL e-voting module was disabled thereafter.

The votes cast under remote e-voting facility were thereafter unblocked.

I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the NSDL e-voting system and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, rules and the MCA Circulars relating to remote e-voting on the Resolutions contained in the notice of Postal Ballot.

My responsibility as scrutinizer for the voting through remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the said resolutions.

I now submit my Scrutinizer Report on the results of the voting by postal ballot only through the remote electronic voting process in respect of the Resolutions as under:

Contd...3



**Resolution 1: Ordinary Resolution****Appointment of Mr. Krishna Prasad (Director Identification No.00130438) as a Director of the Company.**(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
427	8,53,71,966	99.08

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

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
36	7,95,846	0.92

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes (Shares)
NIL	NIL

Contd....4

**Resolution 2: Ordinary Resolution****Appointment of Mr. Krishna Prasad (Director Identification No.00130438) as a Whole-Time Director of the Company.**(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
370	8,31,46,359	96.49

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

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
93	30,21,453	3.51

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes (Shares)
NIL	NIL

**Resolution 3: Ordinary Resolution****Appointment of Mr. David Eric Molho (Director Identification No.09326249) as a Director of the Company.**(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
436	8,60,97,879	99.92

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

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
28	69,935	0.08

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes (Shares)
NIL	NIL

MITESH  
DHABLIWA  
LA

Digitally signed by MITESH DHABLIWALA  
DN: cn=M, o=Personal, postalCode=400056,  
st=Maharashtra  
2.5.4.20=93dfe8136c49c0a2dd48db1e0a324bcc  
dda8397ae00205ac7cb1269b568b79,  
pseudoym=222a764e922364ed90f23475021f  
08e0e28c6d4c,  
serialNumber=276A7AE99C804FA7001EBCF53A  
REDC0273635D60055851E40027F3756775FA,  
cn=MITESH DHABLIWALA  
Date: 2022.03.16 18:40:07 +05'30'

Signature:  
Name : Mitesh Dhabilitywa  
Scrutinizer  
FCS: 8331 CP: 9511  
UDIN: F008331C002958553  
PR: 1129/2021

Dated: March 16, 2022

Place: Mumbai