

July 29, 2022

National Stock Exchange of India Limited "Exchange Plaza" Bandra Kurla Complex Bandra (East) Mumbai 400 051

Phiroze Jeejeebhoy Towers Dalal Street Fort Mumbai 400 001

**BSE Limited** 

Symbol: GRINDWELL Scrip Code No. 506076

Dear Sir/Madam,

## 72<sup>nd</sup> Annual General Meeting ("AGM") and voting results

The 72<sup>nd</sup> AGM of the Company was held today and the business mentioned in the Notice dated May 6, 2022 were transacted. In this regard, please find enclosed the following:

- Summary of proceedings as required under Regulation 30, Part-A of Schedule-III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").
- Voting results as required under Regulation 44 of the Listing Regulations.
- Report of Scrutinizer dated July 29, 2022, pursuant to Section 108 of the Companies Act, 2013 ("Act") and Rules framed thereunder.

The Company facilitated live webcast of the proceedings of the meeting. The archive of webcast of the 72<sup>nd</sup> AGM is being made available on the Company's website, <u>www.grindwellnorton.co.in</u>.

This is for your information and records.

Thanking you,

Yours faithfully,

For Grindwell Norton Limited

K. Visweswaran Company Secretary Membership No. A16123

Encl: As above.





#### Summary of proceedings of the 72nd Annual General Meeting('AGM')

The 72<sup>nd</sup> AGM of the Members of Grindwell Norton Limited ("GNO") was held on Friday, July 29, 2022 at 3:00 p.m. IST through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM"). The meeting was held in compliance with the General Circulars 2/2022 and 19/2021, other circulars issued by the Ministry of Corporate Affairs ("MCA") and Circular SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 issued by SEBI (hereinafter collectively referred to as "the Circulars").

Directors in attendance through VC/OAVM	Joined through VC/OAVM from		
Mr. Keki Elavia	Mumbai		
Chairman, Independent, Non- executive Director			
Dr. Archana Hingorani	Mumbai		
Independent Director, Non- executive Director			
Mr. Subodh Nadkarni	Mumbai		
Independent Director, Non- executive Director			
Mr. Laurent Tellier	Paris		
Non-Executive Director			
Mr. David Eric Molho	Paris		
Non- Executive Director			
Mr. Anand Mahajan	Mumbai		
Non-Executive Director			
Mr. Krishna Prasad	Mumbai		
Executive Director			
Mr. B. Santhanam	Mumbai		
Managing Director			
Mr. Deepak Chindarkar	Mumbai		
Chief Financial Officer			
Mr. K. Visweswaran	Mumbai		
Company Secretary			
Mr. Sachin Parekh	Mumbai		
Price Waterhouse Chartered Accountants LLP			
Mr. Mitesh Dhabliwala	Mumbai		
Parikh & Associates, Company Secretaries			

Mr. Keki Elavia chaired the meeting. The requisite quorum being present, the Chairman called the meeting to order. He requested other Directors to introduce themselves.

The Chairman delivered his speech. The Chairman informed that the Company has provided the Members, facility to cast their vote electronically, on all resolutions set forth in the Notice. Members who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes electronically at the Meeting.





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The following items of business, as per the Notice of AGM dated May 6, 2022, were transacted at the meeting.

Item No.	Resolutions	Type of Resolution						
Ordin	ary Business							
1.	To receive, consider and adopt:							
	a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2022, together with the Reports of the Board of Directors and the Auditors thereon; and,	Ordinary						
	b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2022, together with the Report of the Auditors thereon.							
2.	To declare a dividend on Equity Shares for the financial year ended March 31, 2022.	Ordinary						
3.	To appoint a Director in place of Mr. Laurent Tellier (Director Identification No. 08587279), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary						
4.	Appointment of Statutory Auditor of the Company.	Ordinary						
Specia	ecial Business							
5.	Payment of Commission to Non-Whole-Time Directors.	Special						
6.	Ratification of Remuneration to Cost Auditor of the Company.	Ordinary						

The clarification was provided to the queries raised by the Member(s).

The Chairman authorised the Company Secretary to declare the results of voting.

Mr. Mitesh Dhabliwala, who was appointed as the Scrutinizer to scrutinize the voting by remote e-voting and votes cast at the AGM in fair and transparent manner, has submitted his report. The Scrutinizer's Report was received and accordingly all the Resolutions as set out in the Notice were declared as passed.





This is for your information and records.

Thanking you,

Yours faithfully,

For Grindwell Norton Limited

K. Visweswaran

**Company Secretary** 

Membership No. A16123

				Promoter and Promoter Group			Category	Whether promoter/ promoter group are interested in the agenda/resolution?	Resolution required: (Ordinary/ Special)	Resolution No.	Public:	Promoters and Promoter Group:	No. of Shareholders attended the meeting through Video Conferencing	Public:	* Promoters and Promoter Group:	No. of shareholders present in the meeting either in person or through proxy:	Total number of shareholders on record date	Date of the AGM/EGM		
E Voting	Total	applicable)	Postal Ballot (if	E-Voning	E-Voting		Mode of Voting	No	ORDINARY - To receive, conside the Board of Directors and the A Report of the Auditors thereon.	1			ough Video Conterenc			er in person or throu				
25 385 896					64.301.772		No. of shares held (1)		ORDINARY - To receive, consider and adopt a, the Audited Standatone Financial Statements of the Board of Directors and the Auditors thereon and,b. the Audited Consolidated Financial Statements of the Board of the Auditors thereon.											
	64,301,772		0	0	64,301,772		No. of votes polled (2)		adopt a. the Audi		30	36		MOL Applicable	Not Applicable	int Applicable	74114	7207-10-67	GRINDWELL NORTON LIMITED	TOOT NODE
90.6725	100.0000		0.0000	0.0000	100.0000	(3)=[(2)/(1)]* 100	standing		the Audited Consc	- Laboratoria									ON LIMITED	CALLINAITED
23,018,035	64,301,//2		,	0	64,301,772				blidated Financial S	ancial Statements										
0			0	0	0		against (5)		statements of the (	of the Company fo										
100.0000		100 0000	0.0000		10	)/(2)]*100	favour on votes	of Votos in	Company for the fire	or the financial yea										
0.0000		0.0000	0.0000			(7)=[(5)/(2)]*100	votes	% of Votes	ORDINARY - To receive, consider and adopt a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2022, together with the the Board of Directors and the Auditors thereon and,b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2022, together with the the Board of Directors and the Auditors thereon.	r ended March 31,										
		0						Votes Invalid	March 31, 2022, to	2022, together with										
0,202	8 767	0						Votes Abstained	gether with the	the Reports of										



**Public- Non Institutions** 

applicable)
Total
E-Voting
Poll
Postal Ballot (if applicable)
Total

19,347

18,947 87,338,754

97.9325 99.9995

21,032,332

23,018,035 16,216 3,131

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23,018,035 15,816 3,131

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**Public-Institutions** 

E-Voting
Poll
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25,385,896

64,301,772 23,018,035

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64,301,772 23,018,035

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O	8,947 400 7,016 400	r Identification No. 0    1	## Tellier (Director Identification No. of Votes Polled No. of Votes — in on outstanding favour (4)  ## shares    3 = (2)/(1) * 100	No. of votes polled (2)  2 64,301,772 2 64,3025,297 6 23,025,297 2 3,025,297 2 15,216 3,131 0 0	No. of shares held (1)  64,301,772  25,385,896	Mode of Voting  Mode of Voting  E-Voting  Poll  Postal Ballot (if applicable)  Total  Postal Ballot (if applicable)  Postal Ballot (if applicable)  Postal Ballot (if applicable)  Postal Ballot (if applicable)	Whether promoter/ promoter group interested in the agenda/resolution?  Category  Promoter and Promoter Group  Public- Institutions  Public- Non Institutions
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100.0000 0.0000 0  100.0000 0.0000 0.0000 0  100.0000 0.0000 0.0000 0  100.0000 0.0000 0.0000 0  100.0000 0.0000 0.0000 0  100.0000 0.0000 0.0000 0  100.0000 0.0000 0.0000 0  100.0000 0.0000 0.0000 0  100.0000 0.0000 0.0000 0  100.0000 0.0000 0.0000 0  100.0000 0.0000 0.0000 0  100.0000 0.00000 0.0000 0  100.0000 0.0000 0.0000 0  100.0000 0.0000 0.0000 0  100.0000 0.0000 0.0000 0  100.0000 0.0000 0.0000 0  100.0000 0.0000 0.0000 0  100.0000 0.0000 0.0000 0  100.0000 0.0000 0.0000 0  100.0000 0.0000 0.0000 0  100.0000 0.0000 0.0000 0  100.0000 0.0000 0.0000 0  100.0000 0.0000 0.0000 0  100.0000 0.0000 0.0000 0  100.0000 0.0000 0.0000 0  100.0000 0.0000 0  100.0000 0.00000 0  100.0000 0.0000 0  100.0000 0.0000 0  100.0000 0.0000 0.0000 0  100.0000 0.0000 0  100.0000 0.0000 0  100.0000 0.0000 0.0000 0  100.0000 0.0000 0  100.0000 0.0000 0  100.0000 0.0000 0.0000 0  100.0000 0.0000 0  100.0000 0.0000 0  100.0000 0.0000 0  100.0000 0.0000 0  100.0000 0.0000 0  100.0000 0.0000 0  100.0000 0.0000 0  100.0000 0.0000 0  100.0000 0.0000 0  100.0000 0.0000 0  100.0000 0.0000 0  100.0000 0.0000 0  100.0000 0.0000 0  100.0000 0.0000 0  100.0000 0.0000 0  100.0000 0.0000 0  100.0000 0.0000 0  100.0000 0.0000 0  100.0000 0 0.0000 0  100.0000 0 0.0000 0  100.0000 0 0.0000 0  100.0000 0 0.0000 0  100.0000 0 0.0000 0  100.0000 0 0.0000 0  100.0000 0 0.0000 0  100.0000 0 0.0000 0  100.0000 0 0.0000 0  100.0000 0 0.0000 0  100.0000 0 0.0000 0  100.0000 0 0.0000 0  100.0000 0 0.0000 0  100.0000 0 0.0000 0  100.0000 0 0.0000 0  100.0000 0 0.0000 0  100.0000 0 0.0000	16. 08587279), who r	r Identification N  No. of Votes – i favour (4)  0 64,301,7 0 64,301,7 11 16,238,7 11 16,238,7 11 16,238,7 13 16,238,7 13 16,238,7 13 16,238,7 13 16,238,7 13 16,238,7 14 15,238,7 15 15,238,7 15 15,238,7 16 15,238,7 17 15,238,7 18 3,238,7 18 3,238,7 19 3,238,7 19 3,238,7	% of Votes Polled on outstanding shares (3)=(2)/(1)]* 100.000 0 0.000	Place of Mr. Laur Polled (2) No. of votes polled (2) 64,301,77 6 23,026,22 2 16,2 2 3,026,22 2 3,026,22	No. of shares held (1) 64,301,772 25,385,896	No  Mode of Voting  E-Voting Poll Postal Ballot (if applicable) Total Postal Ballot (if applicable) Postal Ballot (if applicable) Postal Ballot (if applicable) Postal Ballot (if applicable) Total E-Voting Poll	Whether promoter/ promoter group Interested in the agenda/resolution? Category  Promoter and Promoter Group  Public- Institutions  Public- Non Institutions
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100,0000   0,0000   0   0   0   0   0   0	16 400 16 400 16 400 16 400 17 400 18 400 19 400 10 400	r Identification N  No. of Votes – i favour (4)  0 64,301,7 0 64,301,7 16,238,7	## Tellier (Directo ## of Votes Pollec on outstanding shares (3)=[(2)/(1)]* 100 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	Place of Mr. Laur Polled (2) Polled (2) 64,301,77	No. of shares held (1) 64,301,772	Mode of Voting  E-Voting  Postal Ballot (if applicable)  Total  E-Voting  Poll	Whether promoter/ promoter group interested in the agenda/resolution?  Category  Promoter and Promoter Group  Public- Institutions
100,0000   0,0000   0   0   0   0   0   0	16 400 16 400 16 400 16 100 10 00 100 10 00 100 10 00 100 10 100 100	r Identification N  No. of Votes – i favour (4)  0 64,301,7 0 64,331,7 1 16,238,7	## Tellier (Directo  ## of Votes Pollec  on outstanding  shares (3)=[(2)/(1)]* 100  0 0.000  100.000  100.000  100.000  100.000	No. of votes polled (2)  64,301,77  64,301,77	No. of shares held (1)  64,301,772	Mode of Voting  E-Voting Postal Ballot (if applicable) Total E-Voting	Whether promoter/ promoter group interested in the agenda/resolution? Category  Promoter and Promoter Group  Public- Institutions
100,0000   0,0000   0   0   0   0   0   0	16 400 16 400 16 400 16 08587279), who r 10 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	No. of Votes - i   favour (4)	## Tellier (Directo ent Tellier (Directo moutstanding shares (3)=[(2)/(1)]* 100 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	Place of Mr. Laur No. of votes polled (2) 64,301,77	No. of shares held (1) 64,301,772	Mode of Voting  Mode of Voting  E-Voting Poll Postal Ballot (if applicable)  Total	Whether promoter/ promoter group encounterested in the agenda/resolution? Category  Promoter and Promoter Group
100,0000   0,0000   0   0   0   0   0   0	16 400 16 400 16 08587279), who r 10. 08587279), who r 10 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	No. of Votes – i favour (4)	% of Votes Polled on outstanding shares [3]=[(2]/(1)]* 100.000 0 0.000 0 0.000	place of Mr. Laur No. of votes polled (2)	No. of shares held (1)	Mode of Voting Mode of Voting E-Voting Poll Postal Ballot (if applicable)	Whether promoter/ promoter group interested in the agenda/resolution?  Category  Promoter and Promoter Group
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100,0000   0,0000   0   0   0   0   0   0	16 400 16 400 10. 08587279), who r 10. 08587279) against (5)	No. of Votes – i favour (4)	ent Tellier (Directo % of Votes Pollec on outstanding shares (3)=[(2)/(1)]* 100	place of Mr. Laur No. of votes polled (2)	No. of shares held (1)	No Mode of Voting	Whether promoter/ promoter group and interested in the agenda/resolution?  Category
100,0000	16 400 16 400 10. 08587279), who r 10. 08587279) against (5)	In Identification N	ent Tellier (Directo % of Votes Pollec on outstanding shares (3)=[(2)/(1)]* 100	place of Mr. Laur	No. of shares	No Mode of Voting	interested in the agenda/resolution?  Category
100,0000	16 400 16 400 10. 08587279), who r	r Identification N	ent Tellier (Directo	place of Mr. Laur	opoint a Director in	No	Whether promoter/ promoter group are interested in the agenda/resolution?
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0         100,0000         0,0000         0           0         100,0000         0,0000         0           0         0,0000         0,0000         0           0         0,0000         0,0000         0           0         100,0000         0,0000         0           0         97,5333         2,4666         0           0         1,00,000         0         0           0         0,0000         0         0           0         0,0000         0         0           0         97,9325         2,0675         0           0         99,9995         0,0005         0	47 400 16 400			87,347,445		3	Resolution No.
100,0000 0,0000	TH.	CONTRACTOR STATE			110,720,000	Total	
100,0000 0,0000	Till	87.	7			Total	
100,0000 0,0000 0 0,0000 0,0000 0 0,0000 0,0000 0 100,0000 0,0000 0 97,5333 2,4666 100,0000 0,0000 0		18,947	0.092	19.347		applicable)	
100,0000 0,00000	0		0.0000	0		Postal Ballot (if	
100,0000 0,0000 0,0000 0,0000 0,0000 0,0000 0,0000 0,0000 0,0000 0,0000 100,0000 0,0000 97,5333 2,4666		3,131		3,131		Poll	Public- Non Institutions
100.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000	2018 11.0			16,216	21.032,332	E-Voting	
100,0000 0.0000 0.0000 0.0000 0.0000 0.0000		23,026,297	90.7051	23,026,297		Total	
100,0000 0.0000 0.0000 0.0000 0.0000 0.0000			0.0000	0		Postal Ballot (if	
100.0000 0.0000			0.0000	0		Poll	Public- Institutions
100,0000 0,0000		23,026,29		23,026,297	25,385,896	E-Voting	- III Indiantions
			1	64,301,772		Total	
100,000				0		Postal Ballot (if applicable)	
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0.0000		07,000,00	-	64,301,772	64,301,772	E-Voting	Promoter and Promoter Group
		64 301 77	100,000				
favour on votes   against on votes   polled   polled   polled   (7)=[(5)/(2)]*100   (7)=[(5)/(2)]*100   polled   polled		favour (4)	on outstanding shares (3)=[(2)/(1)]* 100		held (1)	Mode of Voting	
% of Votes in % of Votes Votes Invalid Votes Abstained	No. of Votes -	No. of Votes - in	% of Votes Polled No. of Votes - in No. of Votes -	No. of votes			interested in the agenda/resolution?

Resolution No.
Resolution required: (Ordinary/ Special)

2 ORDINARY - To declare a dividend on Equity Shares for the financial year ended March 31, 2022.

\* John Har

E-Voting   25,385,896   23,026,297   30,000   0   0   0,0000
Postal Ballot (if   0   0.0000   0   0   0.0000   0   0
Applicable   23,026,297   90,7051   20,334,324   2,591,973   88,3091   1
Total   23,025,237   50,7071   15,246   969   94,0240
E-Voting         21,032,332         16,215         0.0771         15,246         969         94,0240           Poll         3,131         0.0149         3,131         0         100,0000           Postal Ballot (iff applicable)         0         0.0000         0         0         0         0.0000           19,346         0.092         18,377         969         94,9912
Politicable   19,346   0.092   18,377   969   94.9912   19,346   0.092   18,377   969   94.9912
Ballot (if 0 0.0000 0 0 0.0000 able) 0.346 0.092 18,377 969 94.9912
Ballot (if 0 0.0000 0 0 0.0000 able) 19,346 0.092 18,377 969 94,9912
able) 19,346 0.092 18,377 969 94,9912
05 9170 OHCEL

Resolution required: (Ordinary/ Special)	ORDINARY - App	ORDINARY - Appointment of Statutory Auditor of the Company No	ry Auditor of the	Company				
Whether promoter/ promoter group are interested in the agenda/resolution?	No				lu- fuebec in	No of Votes -	% of Votes in	% of Votes Votes Invalid
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Poiled on outstanding shares (3)=[(2)/(1)]* 100	% of votes Police (No. of votes in the or votes)  shares (3)=[(2)/(1)]* 100	against (5)	100 es	against on votes polled (7)=[(5)/(2)]*100
The state of the s	E-Voting	64,301,772	64,301,772	10	64,301,772		00000	0.0000
Promoter and riomoter crosp	Poll			0.0000				
	Postal Ballot (if applicable)			0.0000			1	0.0000
	Total		64,301,772	100.0000				
	Total	25.385.896		7 90.7051	20,358,933	2,667,3		
Public- Institutions	E-Voting	-			0	0		
	Postal Ballot (if				0	0	0.0000	0.0000
The state of the s	applicable)				20 258 033	2.667.364	88.4160	11.5840
	Total		23,026,297	C. S. V. W. C.				2.4666
P.LI: No Institutions	E-Voting	21,032,332	2 16,216					
Public- Non insurations	Poll		3,131		3,13			
	Postal Ballot (if			0.0000		0	0.0000	
	- diable		10077	0.092	18.947	7 400	0 97.9325	2.0675
	applicable)		100				S CAES	3,05.42

GR WOHL

Resolution No.	6									
Resolution required: (Ordinary/ Special)	ORDINARY - Rati	ORDINARY - Ratification of Remuneration to Cost Auditor of the Company	ation to Cost Audi	tor of the Company						
Whether promoter/ promoter group are	No									
Category	Mode of Voting	No. of shares	No. of votes	% of Votes Polled No. of Votes – in on outstanding favour (4)		No. of Votes – against (5)	% of Votes in favour on votes	against on votes	Votes invalid	Aores Abstance
		nem (+)		0			polled polled polled (6)=[(4)/(2)]*100 (7)=[(5)/(2)]*100	polled (7)=[(5)/(2)]*100		
		67 201 777	64 301 772	100,0000	64.301.772	0	100.0000	0.0000		0
Promoter and Promoter Group	Sunon-a	Orizoni, i				0	0.0000	0.0000		0
	Portal Ballot (if				0	0	0.0000	0.0000		0
	applicable)							2000		
	Total		64,301,772	100.0000	64,301,772			THE PARTY OF		
Public Institutions	E-Voting	25,385,896	23,026,297	7 90.7051	21,085,199	1,941,098				
Public- Insuradoris	Poll				0	0	0.0000			0
	Postal Ballot (if			0.0000	0	0	0.0000	0.0000		0
	applicable)						91 5701	8 4799		0
	Total		23,026,297	THE PERSON NAMED IN	, Z1,U	Den'rec'r				
Public Non Institutions	E-Voting	21,032,332	16,216	6 0.0771	15,811					0 0
Public Noil Insurances	Poll	-1	3,131	0.0149	3,131	0	11			0
	Postal Ballot (if			0.0000	0	0	0.0000	0.0000		0
	applicable)		19.347	7 0.092	18,942	405	97.9067	2.0933		0
	Total	110.720.000	87.3	7	85,405,913	1,941,503	97.7773	2,2227		0



To,
The Chairman **Grindwell Norton Limited**5th Level, Leela Business Park, Andheri-Kurla Road
Marol, Andheri (East)
Mumbai 400 059

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the 72<sup>nd</sup> Annual General Meeting of Grindwell Norton Limited held on Friday, July 29, 2022 at 3:00 p.m. IST through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').

I, Mitesh Dhabliwala, of Parikh & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Grindwell Norton Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 72<sup>nd</sup> Annual General Meeting ("AGM") of Grindwell Norton Limited on Friday, July 29, 2022 at 3:00 p.m. IST through VC/OAVM.

I was also appointed as Scrutinizer to scrutinize the remote e-voting process at the said AGM.

The notice dated May 06, 2022, as confirmed by the Company was sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 and January 13, 2021 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020 and January 15, 2021.

The Company had availed the e-voting facility offered by KFin Technologies Limited ("KFintech") for conducting remote e-voting by the Shareholders of the Company and e-voting at the said AGM.

The remote e-voting period commenced on Tuesday, July 26, 2022 at 9:00 a.m. (IST) and ended on Thursday, July 28, 2022 at 5:00 p.m. (IST) and the KFintech e-voting platform was disabled thereafter.

The Company had also provided e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.

The Shareholders of the Company holding shares as on the "cut-off" date of Friday, July 22, 2022 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of e-voting at the AGM, the report on voting done at the meeting and the votes cast under remote e-voting facility were unblocked and were counted.

I have scrutinized and reviewed the remote e-voting and e-voting at the meeting and votes cast therein based on the data downloaded from the KFintech e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and e-voting at the AGM on the resolutions contained in the notice of the AGM.

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

I now submit my consolidated Report as under on the result of the remote e-voting and the e-voting at the AGM in respect of the said resolutions.

### **Resolution 1: Ordinary Resolution**

To receive, consider and adopt:

- a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2022, together with the Reports of the Board of Directors and the Auditors thereon; and
- b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2022, together with the Report of the Auditors thereon.
- (i) Voted **in favour** of the resolution:

Number	of members	Number of valid votes	% of total number of valid
voted		cast by them	votes cast
	240	8,73,38,754	100.00 (Rounded Off)

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

Ī	Number	of	members	Number of valid votes	% of total number of valid
	voted			cast by them	votes cast
			1	400	0.00

_	vote		Number of invalid votes cast by them
		NIL	NIL

## **Resolution 2: Ordinary Resolution**

## To declare a dividend on Equity Shares for the financial year ended March 31, 2022.

## (i) Voted **in favour** of the resolution:

Number of	members	Number of valid votes	% of total number of valid
voted		cast by them	votes cast
	241	8,73,47,016	100.00 (Rounded Off)

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

Number	of	members	Number of valid votes	% of total number of valid
voted			cast by them	votes cast
		1	400	0.00

1 -	vote		Number of invalid votes cast by them
		NIL	NIL

## **Resolution 3: Ordinary Resolution**

To appoint a Director in place of Mr. Laurent Tellier (Director Identification No. 08587279), who retires by rotation and being eligible, offers himself for re-appointment.

### (i) Voted **in favour** of the resolution:

Number of me	embers Numbe	er of valid votes	% of total number of valid
voted	cast by	them	votes cast
	170	8,05,59,014	92.23

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

Number	of	members	Number of valid votes	
voted			cast by them	votes cast
	•	72	67,88,402	7.78

Number whose declared i	vote		Number of invalid votes cast by them
		NIL	NIL

# **Resolution 4: Ordinary Resolution**

# **Appointment of Statutory Auditor of the Company**

# (i) Voted ${\bf in\ favour\ of\ the\ resolution:}$

Number voted	of	members	Number of valid votes cast by them	% of total number of valid votes cast
		235	8,46,79,652	96.95

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

Number voted	of	members	Number of valid votes cast by them	% of total number of valid votes cast
		7	26,67,764	3.05

_	of members votes were valid	Number of invalid votes cast by them
	NIL	NIL

# **Resolution 5: Special Resolution**

# Payment of Commission to Non-Whole-Time Directors

# (i) Voted **in favour** of the resolution:

Number of mem	nbers Number cast by th	of valid votes em	% of total number of valid votes cast
	228	8,46,54,473	96.92

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

Number voted	of	members	Number of valid votes cast by them	% of total number of valid votes cast
		13	26,92,942	3.08

1 -	votes		Number of invalid votes cast by them
		NIL	NIL

### **Resolution 6: Ordinary Resolution**

### Ratification of Remuneration to Cost Auditor of the Company.

#### (i) Voted **in favour** of the resolution:

Number of m	nembers	Number of valid votes cast by them	% of total number of valid votes cast
	237	8,54,05,913	97.78

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

Number	of	members	Number of valid votes	% of total number of valid
voted			cast by them	votes cast
		5	19,41,503	2.22

#### (iii) Invalid votes:

	votes		Number of invalid votes cast by them
NIL			NIL

Thanking you, Yours faithfully,

MITESH
DHABLIWALA
Digitally signed by MITESH
DHABLIWALA
Date: 2022.07.29 18:11:07 +05'30'

Mitesh Dhabliwala Parikh & Associates

**Practising Company Secretaries** 

FCS: 8331 CP No.: 9511 UDIN: F008331D000710923

111,11th Floor, Sai Dwar CHS Ltd Sab TV Lane, Opp. Laxmi Indl. Estate, Off Link Road, Above Shabari Restaurant,

Andheri West, Mumbai - 400053

Place: Mumbai Dated: July 29, 2022.