



Ref No. GIL/CFD/SEC/21/157/SE

22nd February 2021

BSE Limited
Dalal Street,
Phiroze Jeejeebhoy Towers,
Mumbai 400 001
Scrip Code: 500300

The National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1,
G Block, Bandra-Kurla Complex,
Bandra (East), Mumbai 400 051
Symbol: GRASIM

Dear Sirs,

Sub: Proceedings/Outcome of the Extraordinary General Meeting of the Company

Ref: Regulations 30 and 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')

The Extraordinary General Meeting (EGM) of the Company was held today, i.e. Monday, 22nd February 2021 at 3.00 p.m. (IST) through video conference (VC) / other audio-visual means (OAVM) in accordance with the relevant circulars issued by the Ministry of Corporate Affairs, Government of India and the Securities and Exchange Board of India.

The following business as set out in the Notice dated 22nd January 2021, has been transacted at the EGM:

Item No.	Business	Resolution required (Ordinary/ Special)	Remarks
1.	Alteration of the Object Clause of the Memorandum of Association of the Company	Special	Passed with requisite majority

In terms of the provisions of the Companies Act, 2013 and the Listing Regulations, the Company had provided remote e-voting facility and e-voting facility (Insta Poll) at the EGM. Mr. Ashish Garg, Practicing Company Secretary scrutinized the remote e-voting process and e-voting (Insta Poll) at the EGM. The Scrutinizer's Report dated 22nd February 2021 is attached as **Annexure 1**. Resolution as set out in the Notice of the EGM was approved by the shareholders with requisite majority.

In terms of the provisions of Regulation 44 of the Listing Regulations, the combined results of voting held through remote e-voting and e-voting at the EGM (Insta Poll) is attached as **Annexure 2**. The voting results along with Scrutinizer's Report are also available on the Company's website at www.grasim.com.

Grasim Industries Limited
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Regd. Office : Birlagram, Nagda – 456 331 (M.P.)



Alteration to the Object Clause of the Memorandum of Association of the Company, as approved by the members at the EGM is attached as **Annexure 3**.

The above is for your information and record.

Thank you.

Yours faithfully,

For Grasim Industries Limited

HUTOKSHI
ROHINTON
WADIA

Digitally signed by
HUTOKSHI ROHINTON
WADIA
Date: 2021.02.22 21:07:14
+05'30'

Hutokshi Wadia

President & Company Secretary

Cc: Luxembourg Stock Exchange
Market & Surveillance Dept.,
P.O. Box 165, L-2011 Luxembourg,
Grand Duchy of Luxembourg,
EUROPE

Citi Bank N.A.
Depository Receipt Services
388 Greenwich Street,
6th Floor, New York,
NY 10013

Citi Bank N.A.
Custodial Services
FIFC, 11th Floor, C-54 & 55,
G Block, Bandra Kurla
Complex, Bandra (East),
Mumbai 400 098

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*Ashish Garg*MA, M Com, LLB, FCS
Practicing Company Secretary
+91 98260 42902**Scrutinizer's Report-Combined**

[Pursuant to Sections 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administrations) Rules 2014, as amended]

To,
The Chairman of Extraordinary General Meeting /
Authorised Person
Grasim Industries Limited,
Birlagram, Nagda
District Ujjain (M.P.) 456331

Dear Sir,

Sub: Combined Report on the resolution passed through remote e-voting and e-voting (Insta Poll) at the Extraordinary General Meeting ("EGM") of Grasim Industries Limited held through Video Conference ("VC") or Other Audio Visual Means ("OAVM") on 22nd February 2021.

I, Ashish Garg, Practicing Company Secretary have been appointed as the Scrutinizer on 22nd January 2021 at the meeting of the Board of Directors of Grasim Industries Limited (hereinafter referred to as "the Company") for the purpose of scrutinizing the remote e-voting process and e-voting (Insta Poll) at the EGM, pursuant to Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") as amended by the General Circular No. 14/2020 dated 8th April 2020; General Circular No. 17/2020 dated 13th April 2020 and General Circular No. 39/2020 dated 31st December 2020 issued by the Ministry of Corporate Affairs ("MCA") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January 2021 issued by the Securities and Exchange Board of India ("SEBI") [commonly referred to as "MCA & SEBI Circulars"], providing relaxation for the manner in which the EGM will be held and conducted. The MCA & SEBI Circulars provide for relaxation in the manner in which the EGM will be held including the manner of sending the Notices to the shareholders and the manner of voting at the meeting, which was necessitated on account of the outbreak of COVID-19 pandemic.



As mentioned in the Notice of EGM and in accordance with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") read with Clarification / Guidance on applicability of Secretarial Standards - 1 and 2 dated 15th April 2020 issued by the ICSI, the proceedings of the EGM were deemed to be conducted at the Registered Office of the Company and the same was deemed to be the venue of EGM.

I do hereby submit my Report as under:-

- (i) The Company had appointed KFin Technologies Private Limited ("KFinTech") as the **service provider**, for the purpose of extending the facility of remote e-voting to the Members of the Company and for e-voting (Insta Poll) at the meeting.
- (ii) KFinTech is also the Registrar and Transfer Agent ("RTA") of the Company.
- (iii) The Service Provider had provided a system for recording the votes of the Members electronically through remote e-voting as well as at the meeting on the item of the business sought to be transacted at the EGM of the Company, which was held on Monday, 22nd February 2021.
- (iv) The Service Provider had set up remote e-voting facility at <https://evoting.kfintech.com>. The Company had uploaded Notice of the EGM inter-alia containing the item of the business to be transacted at the EGM on the website of the Company and also its Service Provider and also on the websites of Stock Exchanges viz BSE Limited and National Stock Exchange of India Limited to facilitate their Members to cast their vote through remote e-voting.
- (v) The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules made there under and SEBI Listing Regulations.
- (vi) 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 against the resolutions stated in the Notice, based on the reports generated from the e-voting system provided by KFinTech, the service provider.



- (vii) As provided in the MCA & SEBI Circulars, the Company had advertised in the newspapers, asking members who have not registered their email IDs with the Company or KFinTech or with the respective Depository Participant(s) viz. National Securities Depository Limited ("NSDL") and the Central Depository Services (India) Limited ("CDSL") to do so and to the extent, details were provided by the shareholders were considered for sending the Notice of the EGM.
- (viii) The **Cut-off date** for the purpose of identifying the Members who were entitled to vote on the resolution placed for approval of the Members was **Monday, 15th February 2021**.
- (ix) The remote e-voting facility was open from **Friday, 19th February 2021, 9:00 A.M. (IST) to Sunday, 21st February 2021 5:00 P.M. (IST)**.
- (x) The Company completed the dispatch of the Notice of EGM by email to those members whose email IDs are registered with the KFinTech/ Depository Participant(s) by **Thursday, 28th January 2021**. For those Members whose email IDs were not available / registered, the Notice of the EGM could not be sent. The Notices sent through email contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended as provided in the MCA & SEBI Circulars.
- (xi) As prescribed in clause (v) of sub rule 4 of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the Company also released an advertisement, which was published in English language in Business Standard (having country-wide circulation) and in Hindi language in Naidunia (Indore edition), both on **Friday, 29th January, 2021**.
- (xii) At the end of the voting period on **Sunday, 21st February 2021 at 5.00 P.M. (IST)**, the voting portal of service provider was blocked.
- (xiii) KFinTech provided me the names, DP ID/ folio numbers and shareholding of Members who had cast their votes through remote e-voting.



(xiv) At the EGM of the Company held through VC/OAVM, on Monday, 22nd February 2021, after considering the item of business, the facility to vote electronically through Insta Poll was provided to facilitate those members who are attending the meeting through VC/OAVM but could not exercise their vote through remote e-voting, to cast their votes electronically. On 22nd February 2021, after tabulating the votes cast electronically by the system provided by KFinTech, the votes cast through remote e-voting facility was duly unblocked by me as a Scrutinizer in the presence of Mr. Yash Bagora and Mr. Hussain Bohra who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20. After the voting by electronic means, the votes cast through remote e-voting process was tabulated for the purpose of considering the total votes cast by the shareholders through both ways.

Thereafter, I as a Scrutinizer duly compiled details of the remote e-voting carried out by the Members and the e-voting (Insta Poll) done at the EGM, the details of which are as follows:

Item No. 01 - Special Resolution

Alteration of the object clause of the Memorandum of Association of the Company.

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Total invalid votes	Total Abstained	Total Less voted votes
	No. of Members*	No. of Shares	%	No. of Members*	No. of Shares	%				
Remote E-voting	764	423530945	99.9998	7	801	0.0002	423531746	0	219933	1848328
e-voting (Insta Poll) at EGM	11	1519	100	0	0	0	1519	0	0	0
Total	775	423532464	99.9998	7	801	0.0002	423533265	0	219933	1848328

*No. of Members is equivalent to No. of folios/Accounts.

Percentage of votes cast in favour or against the resolution is calculated based on the Valid Votes cast through Remote e-Voting and through e-voting (Insta Poll) at the EGM.

(xv) The list of Equity shareholders who voted "FOR/AGAINST" for each resolution through remote e-voting process and e-voting at EGM (Insta Poll) has been is sent to Mrs. Hutokshi Wadia, President & Company Secretary of the Company for records.



(xvi) All relevant record of electronic voting will remain in my safe custody until the Chairman of the meeting considers, approves and signs the Minutes of the Extraordinary General Meeting and the same shall be handed over thereafter to the Chairman of the Meeting and the Company Secretary of the company for safe keeping.

You may accordingly declare the results of the Electronic Voting conducted in the EGM & voting done by the Equity shareholders through remote e-voting.

Thanking you,
Yours Faithfully,





Scrutinizer

Name: ASHISH GARG

Practicing Company Secretary

Membership No.: FCS 5181/ CP No. 4423

UDIN: F005181B003255538

Place: Indore

Date: 22nd February 2021

Counter signed by
For Grasim Industries Limited

HUTOKSHI
ROHINTON
WADIA

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WADIA
Date: 2021.02.22
21:07:46 +05'30'

Authorised Person

Hutokshi Wadia

Authorised by Mr. Kumar Mangalam Birla, Chairman of the Meeting

Place: Mumbai

Date: 22nd February 2021

	GRASIM INDUSTRIES LTD
Date of the AGM/EGM	22-02-2021
Total number of shareholders on record date	233206
No. of shareholders present in the meeting either in person or	
Promoters and Promoter Group:	10
Public:	46
No. of Shareholders attended the meeting through Video	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1							
(Ordinary/ Special)	SPECIAL - Alteration of the Object Clause of the Memorandum of Association of the Company							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
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	27,25,42,400	24,56,81,214	90.1442	24,56,81,214	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
	Total		24,56,81,214	90.1442	24,56,81,214	0	100.0000	0.0000
Public- Institutions	E-Voting	22,05,30,594	17,76,72,850	80.5661	17,76,72,850	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
	Total		17,76,72,850	80.5661	17,76,72,850	0	100.0000	0.0000
Public- Non Institutions	E-Voting	16,48,78,010	1,77,682	0.0011	1,76,881	801	99.5492	0.4508
	Poll		1,519	0.0009	1,519	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,79,201	0.11	1,78,400	801	99.5530	0.4470
Total		65,79,51,004	42,35,33,265	64.3716	42,35,32,464	801	99.9998	0.0002



Annexure -3

Alteration to the Object Clause of the Memorandum of Association of the Company, approved by the members at the EGM

Members approved alteration to the Object Clause of the Memorandum of Association ('MOA') of the Company by adding sub-clause 3(m), 3(n), 3(o) and 3(p) to the existing Clause 3 as mentioned herein under:

3(m) To carry on the business as manufacturers, dealers, sellers, traders, importers, exporters in:

Paints, coatings, industrial coatings, powder coatings, auto-OEM coatings, wallpapers, specialty chemicals, white and colored cements and waterproofing materials, compounds, etc. of all types and all kinds, including their all kinds of formulation but not limited to emulsions, synthetic resins, polymers, rutile (titanium dioxide), monomer, surfactants, dispersing agents, biocides, driers, colorants, lacquers, enamels, textures, wood and metal finish, paints, varnishes, oils, distempers, alkyd resins, polyurethane resin, acrylics resins, melamine resins, epoxy resins, latex, all types of putty, dry colors, minerals, disinfectants, turpentine, all types of painting brushes, tools, implements etc. for painting jobs, paint / color mixing machines and/or tinting machines and its variants / equipment etc. and / or any other item or items that can be manufactured on own or through contract manufacturing or traded or is auxiliary in connection with the aforesaid business.

3(n) To carry on the business as manufacturers, dealers, traders, sellers, importers, exporters in: -

- A. All types of plastics, lattices and formulations, thereof including all kinds of rubber and plastics, products and goods;
- B. Styrene, butadiene and similar monomers, ethylene, alcohol, petroleum fractions and other chemical substances of all kinds, to manufacture compounds, synthetic and other substances, basic, intermediate or otherwise from chemical substances of all kinds;
- C. All kinds of plastic materials, polystyrene, vinyl chloride, polyvinyl chloride, methyl methacrylate, butyl acrylate, ethyl hexa acrylate, hydroxy ethyl metha acrylate, polyethylene, polyolefines, vinyl acetate and copolymers of one or more of the above and/or other products, acrylics and polyesters, polycarbonate and polyethers, epoxy resins and compositions, silicon resins and compositions, P-F, U-F and other thermosetting resins

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- and molding compositions, nylons, Rilsan and similar thermoplastics and molding compositions including refabricated sections and shapes, cellulosic plastics and other thermosetting and thermoplastic materials (of synthetic or natural origin), allied types of reagents, weedicides, pesticides, fungicides, and lakes, dyes, toners, perfumes and flavoring chemicals, rubber chemicals, plastic and resinous materials, adhesive and sealant compositions, plasticizers, surface active agents, coating resins, solvents, marine chemicals, synthetic fibres, and all types of Industrial chemicals, hormones, trace elements, etc;
- D. Petrochemical, industrial and other preparations and articles of any nature and kind whatsoever, waxes natural and synthetic, industrial solvents and pasting agents, antioxidants, accelerators, reinforcing agents, silica compounds, softeners, and special chemical substances, plasticizers and extenders, dyestuffs and intermediates, etc;
- E. All kinds of pigments, pigment emulsions, binder materials, thickeners, chemicals, dyes and manures;
- F. Biochemical, industrial and other preparations and articles, dyes, chemicals, acids, alkalis, colors, glues, gums, pasters, organic or mineral intermediates, compositions, paint and color grinders, preparatory articles of all kinds, laboratory reagents, and to carry on the business of chemists and oil and colormen;
- G. All types of containers (included but not limited to metallic and plastic containers), receptacles, boxes, cartons, cages, bins, tubes, crates, packing cases, cans, ball strapping systems and bags and fittings therefore, of every kind for holding, keeping, storing, shipping and handling the products which the Company is entitled to manufacture or deal in or any of them.
- 3(o) To carry on the business of home improvement, all types of painting services, water-proofing and chemical treatment services, and decor for interior and exterior furnishers & decorators including all types of services – direct or online, through self, partners, associates, contracts, etc., and other related services for home, offices, factories or any other building/wall.

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3(p) To manufacture, process, produce, prepare, make, sell, service, contract (both service and material, etc.), purchase, store, import, export, trade, market, all types of items/products of exterior and interior decoration/ furnishing, wallpaper, wall cladding, textures, all types of building materials and/or linked services including flooring materials which includes tiles, wooden flooring, flooring laminates, industrial flooring, carpets, rugs, all types of roofing materials, shingles, insulation materials, construction chemicals, water proofing, prefabricated building materials and other building material and architectural work.

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