

Date: 03.10.2024

To,
Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001

(Scrip Code: 539522)

Sub: Voting Results and Scrutinizer Report.

Dear Sir/Madam,

The 39th Annual General Meeting (AGM) of **Grovy India Limited** (herein after referred as “the Company”) was held on Monday, 30th September, 2024 through Video Conferencing (VC)/Other Audio Visual Means (OAVM), in this regard, please find attached herewith following:

1. Voting Results of the Annual General Meeting in compliance with Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 annexed as **Annexure-A**.
2. Consolidated Scrutinizer Report on remote e-voting prior and during the AGM and venue voting is annexed as **Annexure-B**.

This is for your information and records please.

Thanking You.

For and on behalf of
Grovy India Limited

Megha Mishra
Company Secretary and Compliance Officer
Membership Number: A73040

VOTING PATTERN OF AGM
[Pursuant to Regulation 44 of SEBI (Listing Obligation and Disclosure Requirement)
Regulation, 2015]

Date of the Annual General Meeting	30.09.2024
Total Number of Shareholders on Record Date	1288
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group Public	NA
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group Public	5 13

DETAILS OF THE VOTING HELD THROUGH REMOTE AND VENUE IN RESPECT OF ANNUAL GENERAL MEETING OF GROVY INDIA LIMITED HELD ON 30.09.2024

- Adoption of Financial Statements of the Company for the year ended 31st March, 2024 including Balance Sheet as at 31st March, 2024 and the Statement of Profit & Loss, Reports of the Board of Directors and Auditors thereon.**

Resolution Required			Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Promoter / Public	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 in – 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	2419829	2419829	100%	2419829	0	100%	0
	Poll		0	0	0	0	0	0
	Total	2419829	2419829	100%	2419829		100%	0
Public Institutions	E-Voting							
	Poll							
	Total							
Public Non Institutions	E-Voting	914239	211582	23.14%	211550	32	99.99%	0
	Poll		0	0	0	0	0	0
	Total	914239	211582	23.14%	211550	32	99.99%	0
Total		3334068	2631411	78.92%	2631379	32	99.98%	0

The resolution was passed with requisite votes

2. To declare final dividend on Equity Shares @ 1% i.e. Rs. 0.1/- (Ten Paisa) per share for the Financial Year ended 31st March, 2024.

Resolution Required			Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Promoter / Public	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 in - 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	2419829	2419829	100%	2419829	0	100%	0
	Poll		0	0	0	0	0	0
	Total	2419829	2419829	100%	2419829		100%	0
Public Institutions	E-Voting							
	Poll							
	Total							
Public Non Institutions	E-Voting	914239	211582	23.14%	211550	32	99.99%	0
	Poll		0	0	0	0	0	0
	Total	914239	211582	23.14%	211550	32	99.99%	0
Total		3334068	2631411	78.92%	2631379	32	99.98%	0

The resolution was passed with requisite votes

3. To Appoint Mrs. Anita Jalan (DIN: 00475635) as director, who retires by rotation and, being eligible, offers herself for re-appointment

Resolution Required			Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Promoter / Public	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 in - 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	2419829	2419829	100%	2419829	0	100%	0
	Poll		0	0	0	0	0	0
	Total	2419829	2419829	100%	2419829		100%	0
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non Institutions	E-Voting	914239	211582	23.14%	211110	472	99.78%	00.02%
	Poll		0	0	0	0	0	0
	Total	914239	211582	23.14%	211110	472	99.78%	00.02%
Total		3334068	2631411	78.92%	2630939	472	99.98%	00.02%

The resolution was passed with requisite votes

4. Appointment of Statutory Auditor to fill casual vacancy

Resolution Required			Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Promoter / Public	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 in - 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	2419829	2419829	100%	2419829	0	100%	0
	Poll		0	0	0	0	0	0
	Total	2419829	2419829	100%	2419829		100%	0
Public Institutions	E-Voting	0	0	0	0	0	0	
	Poll							
	Total							
Public Non Institutions	E-Voting	914239	211582	23.14%	211550	32	99.99%	0
	Poll		0	0	0	0	0	0
	Total	914239	211582	23.14%	211550	32	99.99%	0
Total		3334068	2631411	78.92%	2631379	32	99.98%	0

The above resolution was passed unanimously.

5. Appointment of Statutory Auditor

Resolution Required			Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Promoter / Public	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 in – 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	2419829	2419829	100%	2419829	0	100%	0
	Poll		0	0	0	0	0	0
	Total	2419829	2419829	100%	2419829		100%	0
Public Institutions	E-Voting							
	Poll							
	Total							
Public Non Institutions	E-Voting	914239	211582	23.14%	211550	32	99.99%	0
	Poll		0	0	0	0	0	0
	Total	914239	211582	23.14%	211550	32	99.99%	0
Total		3334068	2631411	78.92%	2631379	32	99.98%	0

The above resolution was passed unanimously.

6. To approve Increase in Authorized Share Capital of the Company and alteration of Capital Clause of Memorandum of Association of the Company

Resolution Required			Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Promoter / Public	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 in - 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	2419829	2419829	100%	2419829	0	100%	0
	Poll		0	0	0	0	0	0
	Total	2419829	2419829	100%	2419829		100%	0
Public Institutions	E-Voting							
	Poll							
	Total							
Public Non Institutions	E-Voting	914239	211582	23.14%	211550	32	99.99%	0
	Poll		0	0	0	0	0	0
	Total	914239	211582	23.14%	211550	32	99.99%	0
Total		3334068	2631411	78.92%	2631379	32	99.98%	0

The above resolution was passed unanimously.

7. To approve the issuance of Bonus Shares

Resolution Required			Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Promoter / Public	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 in - 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	2419829	2419829	100%	2419829	0	100%	0
	Poll		0	0	0	0	0	0
	Total	2419829	2419829	100%	2419829		100%	0
Public Institutions	E-Voting							
	Poll							
	Total							
Public Non Institutions	E-Voting	914239	211582	23.14%	211550	32	99.99%	0
	Poll		0	0	0	0	0	0
	Total	914239	211582	23.14%	211550	32	99.99%	0
Total		3334068	2631411	78.92%	2631379	32	99.98%	0

The above resolution was passed unanimously.

For Grovy India Limited

Megha Mishra
Company Secretary and Compliance Officer

Date: 03.10.2024

Place: New Delhi

AKSHIT GUPTA & ASSOCIATES

(Advocates & Corporate Consultants)

Mob: 9999270516

Email id: advocateakshitgupta@gmail.com

SCRUTINIZER'S REPORT

To,

The Chairman

Grovya India Limited

122, 1st Floor, Vinobapuri,

Lajpat Nagar Part II,

South Delhi, 110024

Dear Sir,

Reference: Annual General Meeting

Subject: Consolidated Scrutinizer's Report on remote e-voting conducting pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the 39th Annual General meeting of Grovya India Limited held on Monday, September 30, 2024 at 12:30 P.M. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

We, Akshit Gupta & Associates, Advocates & Corporate Consultants through partner Mr. Akshit Gupta, advocate, having its office at D-14, 8-9, Third Floor, Sector 8, Rohini, Delhi-110085, have been appointed as Scrutinizer by the Board of Directors of the Grovya India Limited in its Board Meeting dated 30th August, 2024 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the e-voting process in respect of below mentioned resolutions proposed at the 39th Annual General Meeting ("AGM") of Grovya India Limited ("the Company") held on Monday, September 30, 2024 at 12:30 P.M. through VC/OAVM.

The notice dated September 02, 2024, convening AGM, as confirmed by the company, was sent to the shareholders in respect of below mentioned resolutions proposed to be passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/Depositories.

The AGM notice sent to members along with annual report of the company (electronically through email) contained the detail procedure to followed by members who were desirous of casting their votes electronically as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments thereto.

The Company had availed the e-voting facility offered by Central Depository Services Limited ("CSDL") for conducting remote e-voting by the Shareholders of the Company.

The voting period for remote e-voting commenced on Friday, September 27, 2024 (9:00 A.M) and ends on Sunday, September 29, 2024 (5:00 P.M) and the CSDL evoting platform was disabled thereafter.

The Company had also provided remote 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

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Mob: 9999270516

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holding shares as on the "cut-off" date of September 23, 2024 were entitled to vote on the resolutions as contained in the Notice of the AGM.

Thereafter, the e-voting summary of the votes cast by the members through remote e-voting process before the 39th AGM and through e-voting process during the 39th AGM on the agenda items contained in the AGM Notice was generated from the electronic voting system provided by Central Depository Services (India) Limited.

I have scrutinized and reviewed the remote e-voting prior to and during the AGM and votes cast therein based on the data downloaded from the CSDL 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 prior to and during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting 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 prior to and during the AGM in respect of the said resolutions.

ITEM NO. 1: (Ordinary Resolution)

Adoption of the Audited Financial Statements of the Company and the Profit & Loss Account for the Financial Year ended March 31, 2024 and the reports of the Board of Directors and Auditors thereon.

i. Voted in **favour** of the resolution:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	46	2627022	100%
Number of members voted through remote e-voting during AGM	1	4357	100%
Total	47	2631379	100%

ii. Voted **against** the resolution:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	14	32	0%

M. Akshat Gupta
Adv Akshat Gupta
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Number of members voted through remote e-voting during AGM	0	0	0%
Total	14	32	0%

iii. **Invalid** votes:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	-	-	-
Number of members voted through remote e-voting during AGM	-	-	-
Total	-	-	-

ITEM NO. 2: (Ordinary Resolution)

To approve and declare the payment of final dividend on Equity Shares @ 1% i.e. Rs. 0.1/- (Ten Paisa) per share for the Financial Year ended March 31, 2024.

i. Voted in **favour** of the resolution:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	46	2627022	100%
Number of members voted through remote e-voting during AGM	1	4357	100%
Total	47	2631379	100%

ii. Voted **against** the resolution:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	14	32	0%

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Number of members voted through remote e-voting during AGM	0	0	0%
Total	14	32	0%

iii. **Invalid** votes:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	-	-	-
Number of members voted through remote e-voting during AGM	-	-	-
Total	-	-	-

ITEM NO. 3: (Ordinary Resolution)

To appoint Mrs. Anita Jalan (DIN: 00475635) as director, liable to retire by rotation, and being eligible, offers herself for re-appointment.

i. Voted in **favour** of the resolution:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	45	2626582	99.98%
Number of members voted through remote e-voting during AGM	1	4357	100%
Total	46	2630939	99.98%

ii. Voted **against** the resolution:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	15	472	0.02%

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Adv Akshita Gupta
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Number of members voted through remote e-voting during AGM	0	0	0%
Total	15	472	0.02%

iii. **Invalid** votes:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	-	-	-
Number of members voted through remote e-voting during AGM	-	-	-
Total	-	-	-

SPECIAL BUSINESS:

ITEM NO. 4: (Ordinary Resolution)

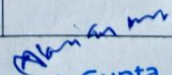
Appointment of Statutory Auditor to fill casual vacancy.

i. Voted in **favour** of the resolution:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	46	2627022	100%
Number of members voted through remote e-voting during AGM	1	4357	100%
Total	47	2631379	100%

ii. Voted **against** the resolution:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	14	32	0%


Adv Akshit Gupta
M.Com, FCS, LLB, DIM
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Number of members voted through remote e-voting during AGM	0	0	0%
Total	14	32	0%

iii. **Invalid votes:**

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	-	-	-
Number of members voted through remote e-voting during AGM	-	-	-
Total	-	-	-

ITEM NO. 5: (Ordinary Resolution)

Appointment of Statutory Auditor

i. Voted in **favour** of the resolution:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	46	2627022	100%
Number of members voted through remote e-voting during AGM	1	4357	100%
Total	47	2631379	100%

ii. Voted **against** the resolution:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	14	32	0%

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Number of members voted through remote e-voting during AGM	0	0	0%
Total	14	32	0%

iii. **Invalid votes:**

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	-	-	-
Number of members voted through remote e-voting during AGM	-	-	-
Total	-	-	-

ITEM NO. 6: (Ordinary Resolution)

Increase in Authorized Share Capital of the Company and alteration of Capital Clause of Memorandum of Association of the Company.

i. Voted in **favour** of the resolution:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	46	2627022	100%
Number of members voted through remote e-voting during AGM	1	4357	100%
Total	47	2631379	100%

ii. Voted **against** the resolution:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	14	32	0%

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Number of members voted through remote e-voting during AGM	0	0	0%
Total	14	32	0%

iii. **Invalid votes:**

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	-	-	-
Number of members voted through remote e-voting during AGM	-	-	-
Total	-	-	-

ITEM NO. 7: (Ordinary Resolution)

To approve the issuance of Bonus Shares

i. Voted in **favour** of the resolution:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	46	2627022	100%
Number of members voted through remote e-voting during AGM	1	4357	100%
Total	47	2631379	100%

ii. Voted **against** the resolution:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	14	32	0%

Akshita m
Adv Akshit Gupta
M.Com, FCS, LLB, DIM
Regn. No.: D-823/2024

AKSHIT GUPTA & ASSOCIATES

(Advocates & Corporate Consultants)

Mob: 9999270516

Email id: advocateakshitgupta@gmail.com

Number of members voted through remote e-voting during AGM	0	0	0%
Total	14	32	0%

iii. **Invalid** votes:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	-	-	-
Number of members voted through remote e-voting during AGM	-	-	-
Total	-	-	-

The register, all other papers and relevant records related to electronic voting shall remain in our safe until the chairman considers, approves and sign the minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

For Akshit Gupta & Associates
(Advocates & Corporate Consultants)

Adv. Akshit Gupta
M.Com, FCS, LLB, DIM
Regn. No.: D-823/2024

Adv. Akshit Gupta
D/823/2024
Add: D-14, 8-9, Third Floor
Sector 8, Rohini Delhi 110085

Date: 30.09.2024

Place: Delhi