

July 25, 2013

**Bombay Stock Exchange Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Fort, Mumbai - 400 001.

**National Stock Exchange of India Limited**

"Exchange Plaza",  
Bandra-Kurla Complex,  
Bandra (East)  
Mumbai – 400 051

Dear Sir,

**Sub: Disclosure under Clause 35A of the Listing Agreement**

We wish to inform that the 63<sup>rd</sup> Annual General Meeting of the Company was held on July 24, 2013 at M.C. Ghia Hall, Bhogilal Hargovindas Building, 18/20, Kaikushru Dubash Marg, (Rampart Row), Mumbai – 400 001. The voting results at the Annual General Meeting is as follows:

**Date of the AGM/EGM: 24<sup>th</sup> July 2013**

**Total number of shareholders on record date (18<sup>th</sup> June 2013): 12,430**

<b>No. of Shareholders present in the meeting either in person or through proxy:</b>	
Promoters and Promoter Group:	<b>14</b>
Public:	<b>32</b>
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	
Promoters and Promoter Group:	<b>NA</b>
Public	<b>NA</b>

**The Agenda wise approval at the Annual General Meeting is as under:-**

<b>Item No. 1 - Approval of Audited Annual Accounts for the financial year ended March 31, 2013</b>	
<b>Resolution required</b>	<b>Ordinary</b>
<b>Mode of voting</b>	<b>Show of hands</b>
<b>Item No. 2 - Declare dividend @ Rs.6.50/- per equity share of Rs.5/-</b>	
<b>Resolution required</b>	<b>Ordinary</b>
<b>Mode of voting</b>	<b>Show of hands</b>
<b>Item No. 3 - Reappointment of Mr. M. M. Narang as Director, liable to retire by rotation.</b>	
<b>Resolution required</b>	<b>Ordinary</b>
<b>Mode of voting</b>	<b>Show of hands</b>
<b>Item No. 4 - Reappointment of Mr. P. Millot as Director, liable to retire by rotation.</b>	
<b>Resolution required</b>	<b>Ordinary</b>
<b>Mode of voting</b>	<b>Show of hands</b>

<b>Item No. 5</b> - Reappointment of M/s. Kalyaniwalla & Mistry, Chartered Accountants (Firm Registration No. 1040607W) as Auditors of the Company to hold office until the conclusion of the next Annual General Meeting.	
<b>Resolution required</b>	<b>Ordinary</b>
<b>Mode of voting</b>	<b>Show of hands</b>
<b>Item No. 6</b> - Appointment of Mr. Keki M. Elavia as Director, liable to retire by rotation.	
<b>Resolution required</b>	<b>Ordinary</b>
<b>Mode of voting</b>	<b>Show of hands</b>

No voting was done through postal ballot /e-voting and no poll was conducted for any resolution.

Thanking You,

Yours faithfully,

For GRINDWELL NORTON LIMITED



**K. VISWESWARAN**  
**COMPANY SECRETARY**