



Since 1957

12/08/2016

To,
The Deputy General Manager
Corporate Relationship Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai -400001

Ref. : Security Code No. 505710

Sub. : 58th Annual General Meeting – Voting Results

Pursuant to Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, please find enclosed herewith the voting results and Scrutinizer's Report on the resolutions passed at the Annual General Meeting held on August 11, 2016.

Kindly take the same on your record and acknowledged the receipt.

Thanking you,

Yours faithfully,

FOR GRAUER & WEIL (INDIA) LTD.


COMPANY SECRETARY

Encl: A/a

CHEMICAL DIVISION
Certified by



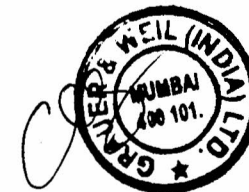
Member of



Branches: Amdavad | Aurangabad | Bangaluru | Chennai | Kochi
Colmatore | Indore | Kolkata | Ludhlana | Noida | Pune | Secunderabad | Rajkot

Grauer & Weil (India) Limited

Resolution Required : (Ordinary)		1 - To receive, consider, approve and adopt the Standalone and Consolidated Audited Profit and Loss Account for the year ended March 31, 2016 and the Balance Sheet as on that date together with the Report of the Directors and the Auditors thereon.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	156479509	155897009	99.6277	155897009	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		155897009	99.6277	155897009	0	100.0000	0.0000
Public Institutions	E-Voting	40120	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	70186121	16570	0.0236	16570	0	100.0000	0.0000
	Poll		1853372	2.6407	1853372	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1869942	2.6643	1869942	0	100.0000	0.0000
Total		226705750	157766951	69.5911	157766951	0	100.0000	0.0000



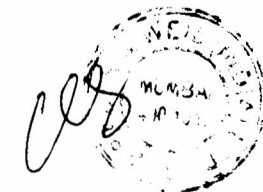
Grauer & Weil (India) Limited

Resolution Required : (Ordinary)		2 - To confirm the payment of Interim Dividend and declare a Final Dividend on Equity Shares for the Financial Year ended March 31, 2016.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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
			[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100
Promoter and Promoter Group	E-Voting	156479509	155897009	99.6277	155897009	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		155897009	99.6277	155897009	0	100.0000	0.0000
Public Institutions	E-Voting	40120	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	70186121	16570	0.0236	16570	0	100.0000	0.0000
	Poll		1853372	2.6407	1853372	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1869942	2.6643	1869942	0	100.0000	0.0000
Total		226705750	157766951	69.5911	157766951	0	100.0000	0.0000



Grauer & Weil (India) Limited

Resolution Required : (Ordinary)		3 - To appoint a Director in place of Shri Rohitkumar More (DIN: 00139797), who retires by rotation and being eligible, offers himself for reappointment						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100
Promoter and Promoter Group	E-Voting	156479509	155897009	99.6277	155897009	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		155897009	99.6277	155897009	0	100.0000	0.0000
Public Institutions	E-Voting	40120	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	70186121	16570	0.0236	16570	0	100.0000	0.0000
	Poll		1853372	2.6407	1853372	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1869942	2.6643	1869942	0	100.0000	0.0000
Total		226705750	157766951	69.5911	157766951	0	100.0000	0.0000

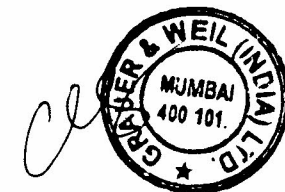


Grauer & Weil (India) Limited

Resolution Required : (Ordinary) 4 - To ratify the appointment of M/s M. M. Nissim & Co., Chartered Accountants, (Firm Registration Number 107122W) as Statutory Auditors of the Company, to hold office from the conclusion of 58th Annual General Meeting (AGM) till the conclusion of the 59th AGM of the Company and to authorise the

Whether promoter/ promoter group are interested in the agenda/resolution?

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
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100
Promoter and Promoter Group	E-Voting	156479509	155897009	99.6277	155897009	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		155897009	99.6277	155897009	0	100.0000	0.0000
Public Institutions	E-Voting	40120	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	70186121	16570	0.0236	16570	0	100.0000	0.0000
	Poll		1853372	2.6407	1853372	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1869942	2.6643	1869942	0	100.0000	0.0000
Total		226705750	157766951	69.5911	157766951	0	100.0000	0.0000



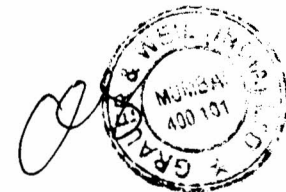
Grauer & Weil (India) Limited

Resolution Required : (Special)

5 - Reappointment of Shri Vinod Haritwal as a CEO & Wholetime Director of the Company

Whether promoter/ promoter group are interested in the agenda/resolution?

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
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100
Promoter and Promoter Group	E-Voting	156479509	155897009	99.6277	155897009	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		155897009	99.6277	155897009	0	100.0000	0.0000
Public Institutions	E-Voting	40120	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	70186121	16570	0.0236	16570	0	100.0000	0.0000
	Poll		1853372	2.6407	1853372	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1869942	2.6643	1869942	0	100.0000	0.0000
Total		226705750	157766951	69.5911	157766951	0	100.0000	0.0000



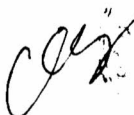

Grauer & Weil (India) Limited

Resolution Required : (Special)

6 - Reappointment of Shri Rohitkumar More as a Wholetime Director of the Company.

Whether promoter/ promoter group are interested in the agenda/resolution?

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
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100
Promoter and Promoter Group	E-Voting	156479509	155897009	99.6277	155897009	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		155897009	99.6277	155897009	0	100.0000	0.0000
Public Institutions	E-Voting	40120	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	70186121	16570	0.0236	16570	0	100.0000	0.0000
	Poll		1853372	2.6407	1853372	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1869942	2.6643	1869942	0	100.0000	0.0000
Total		226705750	157766951	69.5911	157766951	0	100.0000	0.0000

Grauer & Weil (India) Limited

Resolution Required : (Special)

7 - Reappointment of Shri Nirajkumar More as a Managing Director of the Company.

Whether promoter/ promoter group are interested in the agenda/resolution?

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
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100
Promoter and Promoter Group	E-Voting	156479509	155897009	99.6277	155897009	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		155897009	99.6277	155897009	0	100.0000	0.0000
Public Institutions	E-Voting	40120	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	70186121	16570	0.0236	16570	0	100.0000	0.0000
	Poll		1853372	2.6407	1853372	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1869942	2.6643	1869942	0	100.0000	0.0000
Total		226705750	157766951	69.5911	157766951	0	100.0000	0.0000



Grauer & Weil (India) Limited

Resolution Required : (Special)

8 - To ratify the remuneration of Cost Auditors for the Financial Year ending March 31, 2017 :

Whether promoter/ promoter group are interested in the agenda/resolution?

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
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100
Promoter and Promoter Group	E-Voting	156479509	155897009	99.6277	155897009	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		155897009	99.6277	155897009	0	100.0000	0.0000
Public Institutions	E-Voting	40120	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	70186121	16570	0.0236	16570	0	100.0000	0.0000
	Poll		1853372	2.6407	1853372	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1869942	2.6643	1869942	0	100.0000	0.0000
Total		226705750	157766951	69.5911	157766951	0	100.0000	0.0000



FORM No. MGT-13

Combined Report of Scrutinizer for Remote e-voting & Poll Process
[Pursuant to Section 108/109 of the Companies Act, 2013 read with the Rule 20(4) (xii) of
the Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairperson,
M/s. Grauer & Weil (India) Limited,
Growel's 101 Mall,
Akurli Road,
Kandivali East,
Mumbai 400101

Subject: 58th Annual General Meeting of the Shareholders of M/s. Grauer & Weil (India) Limited held on 11th August, 2016 at 5:00 P.M. at Growel's 101 Mall, Akurli Road, Kandivali (East), Mumbai - 400101.

Dear Sir,

We, M/s. GMJ & Associates, Company Secretaries, represented by Mr. Mahesh Soni, Partner have been duly appointed by the Board of Directors for the purpose of scrutinizing the Remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any amendment thereof and voting through Poll at the venue of the Annual General Meeting (AGM) in a fair and transparent manner in respect of the Resolutions contained in the Notice of the 58th AGM of Equity Shareholders of M/s. Grauer & Weil (India) Limited at their Meeting held on 11th August, 2016 at Growel's 101 Mall, Akurli Road, Kandivali (East), Mumbai - 400101.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to voting through electronic means (Remote e-voting) and voting by Poll at the venue of AGM on the Resolutions contained in the Notice of the 58th AGM of the Members of the Company. Our responsibility as a Scrutinizer for the Remote e-voting process and for the Poll at the 58th AGM is restricted to make a Scrutinizer's Report of the Votes Cast "in favour" or "against" the Resolutions as



stated below on the report generated from the Remote e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorised agency engaged by Company to provide Remote e-voting facilities and the Report generated electronically for voting by Poll at the venue of AGM.

After the time fixed for closing of Poll by the Chairperson, Ballot box kept for polling was locked in our presence with due identification marks placed by us.

The locked Ballot box was subsequently opened by us in the presence of two witnesses, who are not in employment of the Company, thereafter; the Poll papers were diligently scrutinized. The Poll papers were reconciled with the records maintained by the Registrar and Transfer Agents/ the Company and the authorizations/ proxies lodged with the Company. Incomplete, invalid and defective Poll papers were rejected by us.

The Consolidated Scrutinizer's Report on the resolutions proposed in the Notice of the AGM with respect to Remote e-voting and Poll Process is as under:

ITEM NO. 1: ORDINARY RESOLUTION:

(a) Adoption of Audited Financial Statements for the Financial Year ended 31st March, 2016 together with the Reports of the Board of Directors and Auditors thereon;

(b) The Audited Consolidated Financial Statements for the financial year ended 31st March, 2016 together with the Report of the Auditors thereon.

Mode of voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot/e-voting entry	Nos.	% to total valid	No of ballot/e-voting entry	Nos.	% to total valid	
E-voting	155913579	29	155913579	98.83%	0	0	0	0
Poll/Ballot voting	1840784	37	1840784	1.17%	0	0	0	385
Total	157754363	66	157754363	100%	0	0	0	385



ITEM NO. 2: ORDINARY RESOLUTION:

To declare dividend on Equity Shares for the year ended 31st March, 2016.

Mode of voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot/e-voting entry	Nos.	% to total valid	No of ballot/e-voting entry	Nos.	% to total valid	Nos.
E-voting	155913579	29	155913579	98.83%	0	0	0	0
Poll/Ballot voting	1840784	37	1840784	1.17%	0	0	0	385
Total	157754363	66	157754363	100%	0	0	0	385

ITEM NO. 3: ORDINARY RESOLUTION:

Re-appointment of Shri Rohit Kumar More (DIN: 00139797), who retires by rotation.

Mode of voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot/e-voting entry	Nos.	% to total valid	No of ballot/e-voting entry	Nos.	% to total valid	Nos.
E-voting	155891979	27	155891979	98.83%	0	0	0	21600
Poll/Ballot voting	1840784	37	1840784	1.17%	0	0	0	385
Total	157732763	64	157732763	100%	0	0	0	21985

Note: Mr. Ramesh Kumar R. More was interested in the aforesaid resolution, hence abstained and did not Vote.



ITEM NO. 4: ORDINARY RESOLUTION:

Appointment of M/s. M. M. Nissim & Co., Chartered Accountants as the Statutory Auditors and fixing their remuneration.

Mode of voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot/e-voting entry	Nos.	% to total valid	No of ballot/e-voting entry	Nos.	% to total valid	
E-voting	155913579	29	155913579	98.83%	0	0	0	0
Poll/Ballot voting	1840784	37	1840784	1.17%	0	0	0	385
Total	157754363	66	157754363	100%	0	0	0	385

ITEM NO. 5: SPECIAL RESOLUTION:

Reappointment of Shri Vinod Haritwal as a CEO & Whole time Director.

Mode of voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot/e-voting entry	Nos.	% to total valid	No of ballot/e-voting entry	Nos.	% to total valid	
E-voting	155913579	29	155913579	98.83%	0	0	0	0
Poll/Ballot voting	1840784	37	1840784	1.17%	0	0	0	385
Total	157754363	66	157754363	100%	0	0	0	385



ITEM NO. 6: SPECIAL RESOLUTION:

Re-appointment of Shri Rohit Kumar More as a Whole time Director of the company.

Mode of voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot/e-voting entry	Nos.	% to total valid	No of ballot /e-voting entry	Nos.	% to total valid	
E-voting	155891979	27	155891979	98.83%	0	0	0	21600
Poll/Bal- lot voting	1840784	37	1840784	1.17%	0	0	0	385
Total	157732763	64	157732763	100%	0	0	0	21985

Note: Mr. Ramesh Kumar R. More was interested in the aforesaid resolution, hence abstained and did not Vote.

ITEM NO. 7: SPECIAL RESOLUTION:

Reappointment of Shri Niraj Kumar More as a Managing Director

Mode of voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot/e-voting entry	Nos.	% to total valid	No of ballot /e-voting entry	Nos.	% to total valid	
E-voting	89022840	18	89022840	98.83%	0	0	0	66890739
Poll/Bal- lot voting	1840784	37	1840784	1.17%	0	0	0	385
Total	90863624	55	90863624	100%	0	0	0	66891124



Note: Niraj Kumar More HUF, Niraj Kumar More, Pallavi More, Premlata More, Umesh Kumar Nandlal More, Shivani Rajgarhia and Aman Niraj Kumar More were interested in the aforesaid resolution, hence abstained and did not Vote.

ITEM NO. 8: ORDINARY RESOLUTION:

Ratification of the Remuneration of Cost Auditors for the Financial Year Ending March 31, 2017

Mode of voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot/e-voting entry	Nos.	% to total valid	No of ballot /e-voting entry	Nos.	% to total valid	
E-voting	155913579	29	155913579	98.83%	0	0	0	0
Poll/Ballot voting	1840784	37	1840784	1.17%	0	0	0	385
Total	157754363	66	157754363	100%	0	0	0	385

All the resolutions voted through Remote e-voting and Poll Process were passed with Requisite Majority.

The Poll papers and all other relevant records were sealed and handed over to the Chairperson of the Company for safe keeping.

For GMJ & ASSOCIATES
Company Secretaries


[CS MAHESH SONI]

PARTNER
FCS: 3706; COP: 2324

PLACE: MUMBAI
DATE: AUGUST 12, 2016.