

From | Corporate Office: 510, A Wing, Kohinoor City C-I  
Kiroi Road, Off L.B.Shastrri Marg, Kurla (W)  
Mumbai - 400 070, India  
T: +91 22 6708 2600 / 2500  
F: +91 22 6708 2599



GRP/M/360 /2016

26.09.2016

To BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001.  <b><u>Scrip code : 509152</u></b>	To National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051.  <b><u>Symbol : GRPLTD – Series: EQ</u></b>
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**Subject: Summary of proceedings of FORTY SECOND ANNUAL GENERAL MEETING of the Members of GRP LIMITED held at the Registered Office of the Company at Plot No.8, GIDC Estate, Ankleshwar - 393 002, Dist. Bharuch, Gujarat State on Wednesday, 21<sup>st</sup> September, 2016 at 12.30 p.m.**

Dear Sir / Madam,

Forty Second Annual General Meeting (AGM) of the Members of GRP LIMITED held at the Registered Office of the Company at Plot No.8, GIDC Estate, Ankleshwar - 393 002, Dist. Bharuch, Gujarat State on Wednesday, 21<sup>st</sup> September, 2016 at 12.30 p.m.

In the absence of Dr. Peter Philip, Chairperson of the Board of Directors of the Company, shareholders present requested Mr. Rajendra V. Gandhi, Managing Director, to be the Chairperson of the meeting. Accordingly, Mr. Rajendra V. Gandhi, Managing Director chaired the meeting. The Company Secretary confirmed that requisite quorum is present. The requisite quorum being present, the Chairperson called the meeting to order.

Chairperson informed that pursuant to provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, the company had provided remote e-voting facility, to the shareholders of the company as on cutoff date i.e. 14<sup>th</sup> September, 2016.

He further informed that, the Company has provided the facility of voting through ballot paper at the venue of the AGM for the benefit of the shareholders who could not avail the remote e-voting. Chetan R. Shah, Practicing Company Secretary (Membership No.FCS 2703) was appointed as the Scrutinizer to scrutinize the remote e-voting and ballot paper voting process, in a fair and transparent manner.

Chairperson briefed the shareholders present about the Business overview, Capital expenditure incurred during the financial year 2015-16, status of Joint venture, current opportunities, risk, over-all industry outlook.

Members sought clarifications pertaining to operations and future business trend of the Company, which were suitably replied by the Chairperson and Executive Director.

The following items of resolutions as set out in the Notice have been transacted at the AGM:

Sr. No.	Items of resolutions	Resolution (Ordinary/ Special)
<b>Ordinary business:</b>		
1.	Adoption of financial statements for the year ended 31 <sup>st</sup> March, 2016 and Reports thereon.	<b>Ordinary</b>
2.	Declaration of dividend for the financial year ended 31 <sup>st</sup> March, 2016	<b>Ordinary</b>
3.	Appointment of Director in place of Mahesh V. Gandhi (DIN:00133203) who retires by rotation, and being eligible offers himself for reappointment.	<b>Ordinary</b>
4.	Reappointment of M/s A. B. Modi & Associates as Statutory Auditors and fixing their remuneration	<b>Ordinary</b>
<b>Special business:</b>		
5.	Appointment of Smt. Alpana Parida (DIN: 06796621) as an Independent Director of the Company	<b>Ordinary</b>
6.	Approval to reappointment of and remuneration to Rajendra V. Gandhi (DIN:00189197) as Managing Director	<b>Special</b>
7.	Payment of commission not exceeding 1% of the net profits of the Company to Non-executive Directors	<b>Ordinary</b>

He then requested the scrutinizer to complete the ballot voting process and submit the report to him / person authorized by him.

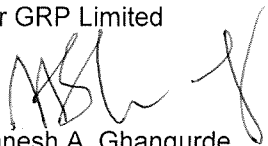
He then declared that the voting results shall be submitted to the Stock Exchange/s, where the shares of the company are listed within 48 hours of conclusion of AGM and will also be placed on the website of the Company.

We request you to take the note of the same.

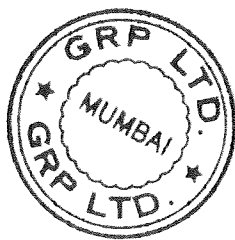
Thanking you,

Yours truly,

For GRP Limited



Ganesh A. Ghangurde  
President & Chief Financial Officer & Company Secretary



Note: All the resolutions set out in the Notice calling the Annual General Meeting have been passed with overwhelming majority and the same are deemed to be passed on the date of the Annual General Meeting i.e. 21<sup>st</sup> September, 2016.