



Grand Foundry Ltd.

CIN NO.: L99999MH1974PLC017655

September 26, 2019

To,

The Manager – CRD,
BSE Limited.

Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001
Scrip Code: **513343**

The Manager – Listing Department

National Stock Exchange of India Limited,
Exchange Plaza", Bandra Kurla Complex,
Bandra (East),
Mumbai – 400 051
Symbol: **GRANDFONRY**

Dear Sir/Madam,

Sub: Outcome/ Proceedings of 27th Annual General Meeting of Grand Foundry Limited
("the Company")

The 27th Annual General Meeting of the Company was held on Thursday, 26th September 2019 at 11:00 A.M. at Gold Coins, 6- Arun Chambers, next to A/C market, Tardeo Road, Mumbai-400034.

Pursuant to Regulation 30 of SEBI (Securities Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith:

1. the proceedings of the 27th Annual General Meeting as Annexure A
2. The detailed information required as per circular CIR/CFD/CMD/4/2015, dated 9th September 2015 with respect to the Directors' appointed/ re-appointed is enclosed as Annexure-B.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,

For Grand Foundry Limited

Parul Gupta

Company Secretary & Compliance officer



Encl: As above

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THE ULTIMATE IN BRIGHT STEEL BARS

Annexure A
Proceedings of the 27th Annual General Meeting of the Company held on Thursday,
September 26, 2019

The 27th Annual General Meeting (AGM) was held on Thursday, 26th September 2019 at 11:00 AM at Gold Coins, 6- Arun Chambers, next to A/C market, Tardeo Road, Mumbai-400034.

The meeting was chaired by Mr. Dhirajlal Jangla, Chairman of the Company. He welcomed the members and introduced the Directors on the Dias. The requisite quorum being present, the Chairman called the meeting to order. He further informed that:

1. The Company has not received proxy forms under section 105 of the Companies Act, 2013 and has not received representations from Bodies Corporate under section 113 of the Companies Act.
2. The relevant registers under the applicable provisions of the Companies Act, 2013 and the rules made thereunder were laid on the table for inspection during the AGM.
3. The Notice convening the AGM and the Annual Report containing the Audited Financial Statements for the Financial Year ended on 31st March 2019. Board's Report and Auditors Report thereon along with relevant annexures were duly dispatched to the members by permitted mode.

The Chairman delivered his speech to the members and briefed them about the business operations of the Company during the year 2018-19. With the permission of members, he took the notice of AGM as read.

The Chairman then declared that since there were no qualifications, observations or comments on financial transactions or matters, which have any adverse effect on the functioning of the Company mentioned in Statutory Auditors Report, the same was not required to read in the meeting.

Further the Chairman read the qualifications in the Secretarial Auditor's Report and comments of the Board on the same.

The Chairman then placed the following agenda items for proposal and secondment.

Ordinary Business:

1. Adoption of Standalone financial Statements of the Company for the Financial Year ended March 31, 2019 together with the reports of the Board of Directors and the Auditors Report thereon; and
2. Appointment of Director in place of Mr. Dhirajlal Jangla, Director (DIN: 02096717) who retires by rotation and being eligible seeks re-appointment.



Special Business:

3. Appointment of Mr. Taroon Vaswani (01870879) as Independent Director for a period of 5 years w.e.f., May 29, 2019 to May 28, 2024
4. Appointment of Mr. Ketan Shah (00086907) as Independent Director for a period of 5 years w.e.f., May 29, 2019 to May 28, 2024
5. Altered object clause of Memorandum of Association to align with the Companies Act, 2013
 - a. Replaced the existing title of 'Clause III (B)' of the Memorandum of Association of the Company i.e. "THE OBJECTS INCIDENTAL OR ANCILLARY TO THE MAIN OBJECTS:" with the following new title:

"MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III (A) ARE:"
 - b. Deleted the title "Clause III (C) OTHER OBJECTS" and clauses of the other object clause of the Memorandum of Association of the Company.
6. Adopted the New Set of Articles of Association as per Companies Act, 2013.
7. Re-classification of promoter/promoter group category of the Company and remove the name of Promoters who are holding NIL Shares in the Company.

The Chairman then invited the queries from the members on the agenda matters. The queries were replied by the Chairman of the Company.

The Chairman then declared that in compliance with the requirement of regulation 44 of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 and section 108 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014 ("the Rules"), the Company had provided Members the facility to cast their vote electronically ("remote e-voting"), on all resolutions set forth in the Notice. Moreover, the Chairman ordered Poll at the meeting for the Members present who were unable to cast their votes using remote e-voting facility.



He then requested the scrutinizers to complete the poll process and then submit the report to him/ person authorized by him.

Mr. Shival Maurya, Practicing Company Secretary and the Scrutinizer appointed by the Board of Directors of the Company diligently scrutinized the entire voting process in a fair and transparent manner.

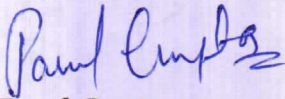
The Chairman then declared that the results of the poll including the e-voting results shall be announced within 48 hours and will also be placed on the website of the Company.

The meeting concluded with a vote of thanks to those present.

Thanking you,

Yours faithfully,

For Grand Foundry Limited



Parul Gupta
Company Secretary & Compliance officer



Annexure B

Information as per circular CIR/CFD/CMD/4/2015, dated 9th September 2015 on continuous Disclosure Requirements for the Listed Entities – Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

1	Name	Mr. Taroon Vaswani	Mr. Ketan Shah
2	Designation	Non-Executive Independent Director	Non-Executive Independent Director
3	Reason for Change	Appointment	Appointment
4	Date of appointment & term of appointment	Mr. Taroon Vaswani is appointed as the Additional Independent Director of the Company w.e.f., May 29, 2019 for a term of 5 years. The said appointment is subject to the approval of members of the Company	Mr. Ketan Shah is appointed as the Additional Independent Director of the Company w.e.f., May 29, 2019 for a term of 5 years. The said appointment is subject to the approval of members of the Company
5	Brief Profile	Mr. Vaswani is B.COM graduate. He has 10 years' experience in Engineering field selling Cranes and lifting tables and material handling equipment and 25 years' experience in Import and Export of Engineering goods, Telecom Goods, Consumer Electronic equipment and Cosmetics	Mr. shah is a B.COM graduate and an Interior Designer.
6	Disclosure of relationships between Directors	None	None

