

September 30, 2024

The Manager
Listing Compliance Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1,
G Block, Bandra-Kurla Complex, Bandra (E)
Mumbai, Maharashtra - 400051

Scrip Code: GRAPHISAD

ISIN: INEOPOU01017

Dear Sir/Madam,

Sub: Voting Results and Consolidated Scrutinizer's Report of the 37th Annual General Meeting of Graphisads Limited

Pursuant to Regulation 44(3) of Securities Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 please find enclosed herewith the voting results (along with the report of the scrutinizer for combined results) of the 37th Annual General Meeting (AGM) of the members of the Company held on Monday, September 30, 2024 at 1:30 P.M. (IST) through Video Conferencing / Other Audio Visual Means ("VC/OAVM"), in accordance with the applicable provisions of Companies Act, 2013 read with the Rules issued thereunder and the Securities and Exchange Board of India (LODR) Regulations, 2015 and the circulars issued by Ministry of Corporate Affairs and the Securities and Exchange Board of India.

Please note that all the resolutions that were mentioned in the Notice of 37th Annual General Meeting have been passed with requisite majority. The voting results along with consolidated scrutinizer's report is also being uploaded on the website of the Company at <https://www.graphisads.com> and website of e-voting service provider i.e. National Securities Depository Limited at www.evoting.nsdl.com.

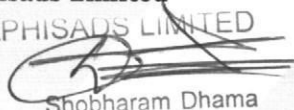
Your good self is requested to kindly take the above information on record and oblige.

Thanking You,

Yours sincerely

For **Graphisads Limited**

For GRAPHISADS LIMITED


Shobharam Dhama
Company Secretary
M. No. 23402

Shobharam Dhama

Company Secretary &
Compliance Officer

Encl: Voting Results

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, details of Voting Results of 37th Annual General Meeting (AGM) of the Company are furnished below:

Voting Results
Graphisads Limited

Date of the AGM	September 30, 2024
Total number of Shareholders on record date	2528 Shareholders (As on cut-off date i.e. September 20, 2024)
Voting start date and time	Friday, September 27, 2024 at 9:00 am IST
Voting end date and time	Sunday, September 29, 2024 at 5:00 pm IST
No. of shareholders present in the meeting either in person or through proxy Promoter and Promoter Group: Public:	Not Applicable since the AGM being held through VC/OVAM mode.
No. of Shareholders attended the meeting through video conferencing	
Promoter and Promoter Group: Public:	05 11

Sl. No	Agenda Item of the AGM	Resolution required (Ordinary / Special)	Mode of Voting	Remarks
ORDINARY BUSINESS				
1	To receive, consider and adopt the Standalone and Consolidated Audited financial statements of the Company for the financial year ended 31 st March 2024 together with the Reports of the Directors and Auditors and notes thereon.	Ordinary	E-Voting	Passed with Requisite Majority
2	To appoint a director in place of Mr. Deepak Bahuguna (DIN: 08103387) as Whole time director, liable to retire by rotation and being eligible, offers himself for re-appointment.	Ordinary	E-Voting	Passed with Requisite Majority
SPECIAL BUSINESS				
3	To approve the appointment of Mr. Alok Gupta as Whole Time Director	Ordinary	E-Voting	Passed with Requisite Majority
4	To approve the appointment of Mr. Deepak Bahuguna as Whole Time Director	Ordinary	E-Voting	Passed with Requisite Majority

Agenda - wise disclosure disclosed separately for each agenda item

For GRAPHISADS LIMITED

 Shobharam Dhama
 Company Secretary
 M No. 22122

Resolution No. 1: To receive, consider and adopt the audited Consolidated and Standalone financial statements of the Company along with the notes for the financial year ended March 31, 2024 and the reports of the Board of Directors and Auditors thereon

Resolution Details(1)								
Resolution Required					ADOPTION OF FINANCIAL STATEMENTS, DIRECTORS REPORT AND AUDITORS REPORT			
Whether promoter/ promoter group are interested in the								
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes in favour	% of votes in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-voting		13463100	100	13463100	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	13463100	0	0	0	0	0	0
	Total	13463100	13463100	100	13463100	0	100	0
Public Institutions	E-voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non-Institutions	E-voting		9800	0.2035983	7400	2400	75.510204	24.489796
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	4813400	0	0	0	0	0	0
	Total	4813400	9800	0.2035983	7400	2400	75.510204	24.489796
Total		18276500	13472900	73.717068	13470500	2400	99.982186	0.0178135

Resolution No. 2: To appoint Mr. Deepak Bahuguna (DIN: 08103387) as Whole Time Director, who retires by rotation and being eligible, has offered himself for re-appointment

Resolution Details(2)								
Resolution Required					TO APPOINT A DIRECTOR IN PLACE OF DIRECTOR RETIRED BY ROTATION			
Whether promoter/ promoter group are interested in the								
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes in favour	% of votes in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-voting		13463100	100	13463100	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	13463100	0	0	0	0	0	0
	Total	13463100	13463100	100	13463100	0	100	0
Public Institutions	E-voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non-Institutions	E-voting		8600	0.17866789	7400	1200	86.046512	13.953488
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	4813400	0	0	0	0	0	0
	Total	4813400	8600	0.17866789	7400	1200	86.046512	13.953488
Total		18276500	13471700	73.7105026	13470500	1200	99.991092	0.0089076

For GRAPHISADS LIMITED

Shobharam Dhama
Company Secretary
23402

Resolution No.3: To approve the appointment of Mr. Alok Gupta as Whole Time Director of the Company who was appointed as such by the Board of Director for a term of 05 Years w.e.f 30th May 2024.

Resolution Details(3)								
Resolution Required					TO APPROVE THE APPOINTMENT OF MR. ALOK GUPTA AS WHOLE TIME DIRECTOR			
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	13463100	13463100	100	13463100	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		13463100	13463100	100	13463100	0	100
Public Institutions	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		0	0	0	0	0	0
Public Non-Institutions	E-voting	4813400	8600	0.178667885	7400	1200	86.0465116	13.95348837
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		4813400	8600	0.178667885	7400	1200	86.0465116
Total		18276500	13471700	73.71050256	13470500	1200	99.9910924	0.008907562

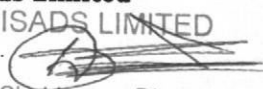
Resolution No.4 To approve the appointment of Mr. Deepak Bahuguna as Whole Time Director of the Company who was appointed as such by the Board of Director for a term of 05 Years w.e.f 30th May 2024.

Resolution Details(4)								
Resolution Required					TO APPROVE THE APPOINTMENT OF MR. DEEPAK BAHUGUNA AS WHOLE TIME DIRECTOR			
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		13463100	100	13463100	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot(if applicable)	13463100	0	0	0	0	0	0
	Total	13463100	13463100	100	13463100	0	100	0
Public Institutions	E-voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot(if applicable)	0	0	0	0	0	0	
	Total	0	0	0	0	0	0	
Public Non-Institutions	E-voting		8600	0.178667885	7400	1200	86.04651163	13.95348837
	Poll		0	0	0	0	0	
	Postal Ballot(if applicable)	4813400	0	0	0	0	0	
	Total	4813400	8600	0.178667885	7400	1200	86.04651163	13.95348837
Total		18276500	13471700	73.71050256	13470500	1200	99.99109244	0.008907562

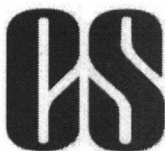
Yours sincerely

For **Graphisads Limited**

For **GRAPHISADS LIMITED**


Shobharam Dhama
Company Secretary
CIN No. 23402

Shobharam Dhama
Company Secretary & Compliance Officer



DEEPAK V SHARMA & CO.

Company Secretaries

RZF-70, UGF Gali No-3/4,
Mahavir Enclave, Part-I, New Delhi-45
Email: sharma.csdeepak@gmail.com
Mobile: 9873584207

FORM MGT-13

CONSOLIDATED SCRUTINIZER'S REPORT

To
The Chairman
Graphisads Limited
CIN: L35999DL1987PLC029334
4/24A, A. B. House, First Floor,
Asaf Ali Road, Delhi- 110002

Sub: Scrutinizer's Report on remote e-voting and e-voting at the e-AGM conducted in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the circulars issued by the Ministry of Corporate Affairs, and Regulation 44 of the SEBI and the Guidance/Clarification note issued by ICSI for the 37th Annual General Meeting(AGM) of the members of M/s Graphisads Limited held on Monday, September 30, 2024 commenced at 01:30 P.M. through Video Conference/ Other Audio Visual Means (VC/OAVM).

Respected Sir,

I, Deepak Sharma, Practicing Company Secretary, was appointed as Scrutinizer by the Board of Directors of Graphisads Limited ("the Company") at its meeting held on 04th September, 2024, in pursuance of section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), to scrutinize the voting conducted through the remote e-voting and voting by electronic means at the 37th Annual General Meeting ("AGM") on all resolutions set out in the notice convening the 37th AGM of the Company held on 30th September, 2024.

The notice dated 06th September 2024 was sent in respect of the resolutions to be passed at the AGM of the Company through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to those members whose email addresses were registered with the Company / Depositories and in compliance with the circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India ("SEBI").

The Company had availed the e-voting facility offered by National Securities Depository Limited("NSDL") for conducting remote e-voting by the Shareholders of the Company and e-voting at the said AGM.

I hereby submit my report as under:

1. Pursuant to the requirements under the Companies Act, 2013 and SEBI (LODR) regulations, 2015 and the circulars and clarifications issued by MCA and SEBI, the company had sent the Annual Report including the Notice of the 37th AGM through electronic means to those Members whose names appeared in the register of members of the Company as on 06th September 2024.
2. The Company has appointed National Securities Depository Limited("NSDL") for providing the electronic voting facility for conducting electronic voting by the Members of the Company.
3. Since this AGM was held through VC or OAVM, physical attendance of Members had been dispensed with, and accordingly, the facility for appointment of proxies by the Members were also dispensed. Members attended the meeting through VC or OAVM had been



counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

4. As there were no physical presence of the shareholders no voting was allowed through ballot papers or any other means for the meeting.
5. The shareholders of the Company holding the shares on the "cut off" date i.e. 20 September 2024, were entitled to vote on the proposed resolutions as set out in Item Nos. 01 to 04 in the Notice of 37th AGM.
6. The period for the remote e-voting commenced on 27th September, 2024 at 09:00 A.M. and ended on 29th September, 2024 at 05:00 P.M. The remote e-voting module was disabled by NSDL for voting thereafter.
7. Further the shareholders who did not cast their votes during the e-voting period, were also allowed to vote during the AGM and till the closure of the meeting.
8. As on cut of date i.e. 20th September 2024, there were total 2528 members holding total 1,82,76,500 equity shares of Rs. 10/- each and there was requirement of having minimum 15 members present at the meeting to have a valid quorum. However, 16 members were present at the meeting through VC as per the report generated from the NSDL.

Remote e-voting:

- i. In pursuance of rule 4(xii) of rule 20 of The Companies (Management and Administration) Rules, 2014; the votes cast during remote e-voting period were unblocked on Monday, 30th September, 2024 after the conclusion of the AGM and was witnessed by -2- (Two) witnesses namely Ms. Bhavna and Mr. Ankit Goel, who are not in employment of the Company.
- ii. Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of National Securities Depository Limited("NSDL"). Based on the report generated by "NSDL" and relied upon by me, data regarding the remote e-voting was scrutinized by me.

Management's Responsibility:

The Management of the Company is responsible to ensure compliance with the requirements, of the rules, regulations, circulars of the Ministry of the Corporate Affairs (MCA), Companies Act, 2013, SEBI (LODR), 2015 and any other authority, relating to the electronic voting on the resolutions contained in the Notice of the AGM. The Management of the company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

Scrutinizer's Responsibility

My responsibility as scrutinizer for the electronic voting is restricted to making a Scrutinizer's Report of the votes cast "in favour" or "against" the Resolutions contained in the Notice, based on the reports generated from the e-voting system provided by National Securities Depository (India) Limited ("NSDL") authorize under the Rules and engaged by the Company to provide e- voting facility and attended papers/documents furnished to me electronically by the company and / or NSDL for my verification.

The consolidated scrutinizers report showing the results with respect to the 04 (Four) agenda items/ Resolutions as were set out in the Notice of the AGM is enclosed as Annexure- II.

Based on the results, I report that all the four resolutions were Ordinary resolutions as set out in Item No 01 to 04 and the same have been passed with the requisite majority.



The register all other papers and other relevant records relating to the electronic voting shall remain in my safe custody until the Chairman considers, approves and declare the results of the 37th Annual General Meeting and the same shall thereafter be handed over to the Chairman /Company Secretary for the safe keeping.

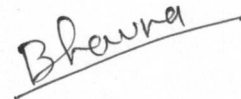
This report has been issued at the request of the Company for its compliance requirements in pursuance of relevant provisions of the Act and Rules and accordingly this report is not to be used by anyone for any other purpose.

WITNESSING SECTION FORMING PART OF THE REPORT:

We, the undersigned have witnessed that the votes casted through the e-voting were unblocked from NSDL e-voting website **www.evoting.nsdl.com** in our presence on Monday, September 30, 2024.

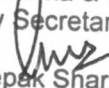


Name : Ankit Goel
Address : A21 Indira Park Kirti Nagar
Aadhaar No: 752418478025



Name: Bhawna
Address: House No. 268/3 Hauz Khas
Delhi - 110088
Aadhaar No: 657711541594

Thanking You

For **DEEPAK V SHARMA & CO.**
For Deepak V Sharma & Co.
Company Secretaries

Deepak Sharma
Proprietor



C.P No- 25498
Peer Review No: 5736/2024
UDIN: A053194F001387153

Place : New Delhi
Date : 30-09-2024

The consolidated results of E-voting are enclosed as an Annexure- II to this report.

Annexure- I

Date of the AGM	September 30, 2024
Total number of Shareholders on record date	2528 Shareholders (As on cut-off date i.e. September 20, 2024)
Voting start date and time	Friday, September 27, 2024 at 9:00 am IST
Voting end date and time	Sunday, September 29, 2024 at 5:00 pm IST
No. of shareholders present in the meeting either in person or through proxy Promoter and Promoter Group: Public:	The AGM being held through VC/OVAM mode hence the presence of the shareholders not to be considered.
No. of Shareholders attended the meeting through video conferencing/ OAVM Promoter and Promoter Group: Public:	 05 11



Annexure- II

Resolution No. 1: To receive, consider and adopt the audited Consolidated and Standalone financial statements of the Company along with the notes for the financial year ended March 31, 2024 and the reports of the Board of Directors and Auditors thereon.

Ordinary Resolution

i. Voted in favour of the resolution:

The number of members voted	Number of votes cast by them	% of total number of valid members voted votes cast
10	13470500	99.98%

ii. Voted against the resolution:

The number of members voted	Number of votes cast by them	% of total number of valid members voted votes cast
2	2400	0.02%

iii. Invalid votes (Including abstained votes): NIL

The number of members voted	Number of votes cast by them
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Resolution No. 2: To appoint Mr. Deepak Bahuguna (DIN: 08103387) as Whole Time Director, who retires by rotation and being eligible, has offered himself for re-appointment.

Ordinary Resolution

i. Voted in favour of the resolution:

The number of members voted	Number of votes cast by them	% of total number of valid members voted votes cast
10	13470500	99.99%

ii. Voted against the resolution:

The number of members voted	Number of votes cast by them	% of total number of valid members voted votes cast
01	1200	0.01%

iii. Invalid votes (Including abstained votes):

The number of members voted	Number of votes cast by them
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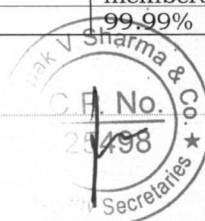
Resolution No. 3: To approve the appointment of Mr. Alok Gupta as Whole Time Director of the Company who was appointed as such by the Board of Director for a term of 05 Years w.e.f 30th May 2024.

Ordinary Resolution

i. Voted in favour of the resolution:

The number of members voted	Number of votes cast by them	% of total number of valid members voted votes cast
10	13470500	99.99%

ii. Voted against the resolution:



The number of members voted	Number of votes cast by them	% of total number of valid members voted votes cast
01	1200	0.01%

iii. Invalid votes (Including abstained votes): **NIL**

The number of members voted	Number of votes cast by them
----	----

Resolution No. 4: To approve the appointment of Mr. Deepak Bahuguna as Whole Time Director of the Company who was appointed as such by the Board of Director for a term of 05 Years w.e.f 30th May 2024.

Ordinary Resolution

i. Voted in favour of the resolution:

The number of members voted	Number of votes cast by them	% of total number of valid members voted votes cast
10	13470500	99.99%

ii. Voted against the resolution:

The number of members voted	Number of votes cast by them	% of total number of valid members voted votes cast
01	1200	0.01%

iii. Invalid votes (Including abstained votes): **NIL**

The number of members voted	Number of votes cast by them
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For **DEEPAK V SHARMA & CO.**
Company Secretaries
Deepak Sharma
Proprietor



C.P No- 25498
Peer Review No: 5736/2024
UDIN: A053194F001387153

Place : New Delhi
Date : 30-09-2024

Received for Chairman
For GRAPHISADS LIMITED
Shobharam Dhama
Company Secretary
M. No. 23402