

Date: 07.09.2022

To,

The General Manager
BSE Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400 001
BSE Scrip Code: 531449

The Manager
National Stock Exchange of India Limited
Listing Department Exchange Plaza
5th Floor, Plot No. C-1, Block-G
Bandra-Kurla Complex, Bandra(E)
Mumbai-400 051
NSE Scrip Code: GRMOVER

Sub: Intimation under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') – Result of Postal Ballot (by way of remote e-voting only)

Dear Sir(s),

Pursuant to Regulation 44(3) of SEBI Listing Regulations, please find attached the Voting Results of Postal Ballot activity (by way of remote e-voting process) in respect of resolution as set out in the Postal Ballot Notice dated August 5, 2022 along with the Scrutinizer's report on Wednesday September 7, 2022 issued by Mr. Devesh Arora, Company Secretary in Practice.

The remote e-voting process concluded on Tuesday, September 6, 2022, at 17:00 Hours (IST), post which the Scrutinizer has submitted his report on the results of the Postal Ballot. Based on the report of the Scrutinizer, we hereby inform that, the Members of the Company have duly passed the Resolution with requisite majority.

The voting results and the Report of the Scrutinizer are being made available on the website of the Company viz. **www.grmrice.com** and on the website of remote e-voting agency viz. **www.evoting.nsdl.com**.

We request you to take the above information on record.

Thanking you.

Yours faithfully,
For **GRM Overseas Limited**


MANISH KUMAR
Manish Kumar
General Counsel and Company Secretary
M.No. F7990

Encl: As Above



Registered Office
128, First Floor,
Shiva Market Pitampura,
Delhi 110034, India. • +91-11-4733 0330

Corporate Office
8 K.M. Stone, Gohana-Rohtak Road
Village Naultha, Panipat 132145
Haryana, India • +91-972964 7000/8000

Factory
• Gohana Road (Panipat), Haryana
• Naultha (Panipat), Haryana
• Gandhidham, Gujarat

SUMMARY OF VOTING RESULTS OF POSTAL BALLOT (BY WAY OF E-VOTING ONLY)

Date of declaration of result- 7th September 2022

Name of the Company	GRM Overseas Limited	
Date of AGM/EGM Last date of receiving Postal Ballot Form/E-voting	6 th September, 2022	
Total number of shareholders as on the cut-off date (i.e. 5 th August, 2022)	19439	
No. of Shareholders present in the meeting either in person or through proxy	Promoters and Promoter Group	Public
	Not Applicable	
No. of Shareholders attended the meeting through Video Conferencing:	Promoters and Promoter Group	Public
	Not Applicable	

ITEM NO.	1
Details of Agenda:	Approval of appointment of Mr. Tarun Singh as an Independent Director of the Company for a period of five years
Resolution required:	Special Resolution
Whether promoter/promoter group are interested in the agenda/resolution?	No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	43199990	42957240	99.4381	42957240	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
Public-Institutions	E-voting	6	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
Public-Non Institutions	E-voting	16800004	185985	1.1071	180177	5808	96.8772	3.1228
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
TOTAL		60000000	43143225	71.9054	43137417	5808	99.9865	0.0135

The above resolution has been passed with requisite majority.

Yours faithfully,

For GRM Overseas Limited

MANISH KUMAR
Digitally signed by MANISH KUMAR
Date: 2022.09.07 18:27:43 +05'30'

Manish Kumar

General Counsel and Company Secretary

M.No. F7990



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Devesh Arora & Associates

Company Secretaries

**48/16 Back Side, 2nd Floor,
Ashok Nagar, New Delhi - 110018**

Email Id: daa.office1@gmail.com

Tel: +91-8860212992

Report of Scrutinizer(s)

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
GRM Overseas Limited
CIN: L74899DL1995PLC064007
Address: 128, First Floor, Shiva Market Pitampura New Delhi - 110034

Dear Sir,

I, Devesh Arora, (Proprietor) of M/s Devesh Arora & Associates, Company Secretaries was appointed as Scrutinizer by the Board of GRM Overseas Limited for the purpose of scrutinizing postal ballot which was conducted only through electronic means in respect of the resolutions contained in the Notice dated 05.08.2022 in a fair and transparent manner and ascertaining the requisite majority for the resolutions proposed to be passed and respect to the provisions of Section 110 of the Companies Act, 2013 ('the Act') read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, (as amended) and in terms of the General Circular no 14/2020 dated 8th April, 2020 and General Circular No. 17/2020 dated 13th April, 2020 (the "MCA Circulars"), issued by the Ministry of Corporate Affairs, Government of India (the "MCA") and Regulation 44 of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended, ["SEBI Listing Regulations"] on the resolutions as set-out in the notice of Postal Ballot.:

I submit my report as under:

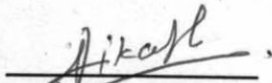
1. The Management of the Company is responsible to ensure the compliance with the requirements of the Act, and Rules made thereunder including MCA Circulars issued by the MCA in view of the current extraordinary circumstances due to COVID-19 pandemic requiring social distancing, have advised the companies to take all decisions requiring members' approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot/e-voting in accordance with the provisions of the Companies Act 2013 and rules made thereunder, without holding a general meeting that requires physical presence of members at a common venue and SEBI Listing Regulation, relating to postal ballot process conducted through electronic means.
2. The Company has appointed "National Securities Depository Limited" ("NSDL"), as the Agency, for providing the facility of remote e-voting to the Members of the Company. NSDL has provided a system for recording the votes of the shareholders electronically.

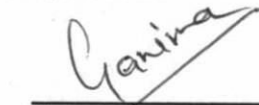


3. My responsibility as Scrutinizer is restricted to make Scrutinizers' Report of the votes cast "For" or "Against" the resolutions stated in the Notice of Postal Ballot.
4. Pursuant to the MCA Circulars the Members of the Company holding equity shares, as on the "cut-off date" i.e. Friday, 05th August, 2022 were entitled to vote on the proposed resolutions as set out in the Notice of Postal Ballot dated 05th August, 2022, through remote e- voting only.
5. The remote e-voting period commenced from Monday, 08th August, 2022 (09:00 A.M.) and ended on Tuesday, 06th September, 2022 (05:00 P.M.). E-voting facility was blocked forth with thereafter.
6. Pursuant to the provisions of the Act and MCA Circulars issued by Ministry of Corporate Affairs, the Company has sent Postal Ballot notice(s) to its Members whose name(s) appeared in the Register of Members/ List of beneficial owners received from National Securities Depository Limited /Central Depository Services (India) Limited as on the Cut-off date i.e. 05th August, 2022 and whose e-mail IDs was available with the Company and Depositories, through electronic means only and has not dispatched physical notices to any member.

Further the Company vide the Postal Ballot notice dated 05th August, 2022 had also requested its shareholders to register their email addresses with the Registrar and Transfer Agent of the Company.

7. Due to COVID-19, pandemic, physical ballot was not dispatched and provisions of MCA Circulars dated 8th April, 2020 and 13th April, 2020 were adhered. Therefore, neither the Company nor I have received any postal ballot (s)
8. After completion of e voting, votes casted by the members, were unblocked by me on 07th September, 2022 around 11:34 P.M. in the presence of two witnesses, Mr. Vikash Nagar and Mrs. Garima Dua who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.


1st Witness


2nd Witness

9. Thereafter, the details containing, inter-alia, list of Equity Shareholders, who voted "For" and "Against", were downloaded from the e-voting website of National Securities Depository Limited (<https://www.evoting.nsdl.com/>).
10. Votes casted by the members through remote e-voting, were reconciled with the records maintained by the Registrar and Transfer Agent of the Company and authorizations lodged with the Company.



11. The Postal Ballots and other related documents/registers and records will be handed over to the Company Secretary for the safe custody once the Chairman consider, approve and sign the Postal Ballot Minutes.

12. After ascertaining the votes casted by remote e-voting, I hereby submit the result as under:

a) **Resolution 1-To approve appointment of Mr. Tarun Singh (DIN: 07753782) as an Independent Director of the Company for a period of five years(Special Resolution):**

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	%	Voters	No. of Votes	%
Remote E-voting	189	43143225	178	43137417	99.99	11	5808	0.01
Total	189	43143225	178	43137417	99.99	11	5808	0.01

13. Based on the above remote e-voting, I confirm that the resolutions have been carried on with the requisite majority, accordingly I request the Company, to announce the voting result of Postal Ballot.

Place: New Delhi

Dated: 07th September, 2022

For Devesh Arora & Associates
(Company Secretaries)

Devesh Arora (Prop.)

C.P. No.: 17860

Membership No.: 49034

UDIN:A049034D000933621

Peer Review Certificate

Number – 2080/2022

For GRM Overseas Limited

Director