From | **Corporate Office:** 510, A Wing, Kohinoor City C-I
Kirol Road, Off L.B.Shastri Marg, Kurla (W)
Mumbai - 400 070, India
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GRP
IMPACT POSITIVE

GRP/M/ Sec S /2015 25.3.2015

To	To
Bombay Stock Exchange Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001. **Scrip code : 509152**	National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex Bandra (E), Mumbai - 400 051. **Symbol: GRPLTD – Series: EQ**

Dear Sir/Madam,

Re : Result of postal ballot pursuant to Clause 35A

This is with further reference to our letter No.GRP/M/373/2015 dated 16th February 2015 enclosing herewith the Notice along with Explanatory Statement for seeking the consent of members for the special business mentioned below to be passed through Postal Ballot:-

1. Alteration of the Articles of Association of the Company to include provision to appoint same individual as Chairperson and the Managing Director or Chief Executive Officer of the Company at the same time.
2. Appointment of Rajeev M. Pandia (DIN:00021730) as an Independent Director of the Company
3. Appointment of Bhagwandas T. Doshi (DIN:00040596) as an Independent Director of the Company
4. Appointment of Apurva R. Shah (DIN:00004781) as an Independent Director of the Company
5. Payment of fees to Rajeev M. Pandia (DIN:00021730), Independent Director, in his professional capacity as a Technical Consultant

Pursuant to Clause 35A of the Listing Agreement, we are attaching the Voting Results of the said ballot and would like to inform you that all the above five resolutions were passed by the shareholders with the requisite majority and deemed to have been passed on 24th March, 2015..

Thanking you,
Yours truly,
For GRP Limited

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

Enc; : a/a

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Date of declaration of Postal Ballot (including e-voting) results	24th March, 2015
Total number of shareholders on cut-off date	2185
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

1) Details of Agenda : Alteration of the Articles of Association of the Company to include provision to appoint same individual as Chairperson and the Managing Director or Chief Executive Officer of the Company at the same time.

Resolution required : Special Resolution

Mode of voting : Postal Ballot including E-voting

Promoter / Public	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	309,818	309,818	100	309,818	Nil	100	Nil
Public – Institutional Holders	–	–	–	–	–	–	–
Public – Others	46,944	46,944	100	42,069	4,875	89.62	10.38
Total	356,762	356,762	100	351,887	4,875	98.63	1.37

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GRP LTD. MUMBAI GRP LTD.

2) Details of Agenda : Appointment of Rajeev M. Pandia (DIN:00021730) as an Independent Director of the Company
Resolution required : Ordinary Resolution
Mode of voting : Postal Ballot including E-voting

Promoter / Public	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	309,818	309,818	100	309,818	Nil	100	Nil
Public – Institutional Holders	–	–	–	–	–	–	–
Public – Others	46,894	46,894	100	46,894	Nil	100	Nil
Total	356,712	356,712	100	356,712	Nil	100	Nil

3) Details of Agenda : Appointment of Bhagwandas T. Doshi (DIN:00040596) as an Independent Director of the Company
Resolution required : Ordinary Resolution
Mode of voting : Postal Ballot including E-voting

Promoter / Public	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	309,818	309,818	100	309,818	Nil	100	Nil
Public – Institutional Holders	–	–	–	–	–	–	–
Public – Others	46,894	46,894	100	46,894	Nil	100	Nil
Total	356,712	356,712	100	356,712	Nil	100	Nil

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GRP LTD. MUMBAI GRP LTD.

4) Details of Agenda : Appointment of Apurva R. Shah (DIN:00004781) as an Independent Director of the Company
Resolution required : Ordinary Resolution
Mode of voting : Postal Ballot including E-voting

Promoter / Public	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	309,818	309,818	100	309,818	Nil	100	Nil
Public – Institutional Holders	–	–	–	–	–	–	–
Public – Others	46,894	46,894	100	34,394	12,500	73.34	26.66
Total	356,712	356,712	100	344,212	12,500	96.49	3.51

5) Details of Agenda : Payment of fees to Rajeev M. Pandia (DIN:00021730), Independent Director, in his professional capacity as a Technical Consultant.
Resolution required : Special Resolution
Mode of voting : Postal Ballot including E-voting

Promoter / Public	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	309,818	309,818	100	309,818	Nil	100	Nil
Public – Institutional Holders	–	–	–	–	–	–	–
Public – Others	46,944	46,944	100	46,944	Nil	100	Nil
Total	356,762	356,762	100	356,762	Nil	100	Nil

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