



Grauer & Weil (India) Limited

CHEMICALS | ENGINEERING | PAINTS | LUBE | REAL ESTATE

24/09/2022

To,
The Deputy General Manager,
Corporate Relationship Department,
BSE Limited,
Phiroze Jeejeebhoy Towers, Dalal Street,
Fort, Mumbai - 400 001.

Security Code: 505710

Sub : AGM Electronic-Voting Results


Dear Sir,

In compliance with Regulation 44 of the of the Securities & Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, we enclosed herewith the combined results of Remote e-Voting and e-Voting at Annual General Meeting on the various resolutions moved at the 64th Annual General Meeting (AGM) of the shareholders of the Company held on Thursday, September 22, 2022 at 3.00 pm through Video Conferencing (VC) / other Audio Visual Means (OAVM). The said results were announced after taking on record the Scrutinizer's Report dated September 24, 2022 (also enclosed).

All resolutions moved at the AGM were thus carried / passed with the requisite majority.

Thanking You,

FOR GRAUER & WEIL (INDIA) LIMITED


CHINTAN K. GANDHI
COMPANY SECRETARY



Regd. Office: Growel Corporate, Akurli Road, Kandivli (E),
Mumbai (Maharashtra) 400 101, India

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CIN L74999MH1957PLC010975

Consolidated Report of Scrutinizer for Remote E-voting & E-voting during AGM
[Pursuant to Section 108/109 of the Companies Act, 2013 read with the Rule 20(4) (xii) of the
Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairperson,
Grauer and Weil (India) Limited,
Akurli Road, Kandivali (East),
Mumbai -400101

Subject: 64th Annual General Meeting of the Members of Grauer and Weil (India) Limited held on Thursday, September 22, 2022 at 3:00 p.m. (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM).

Dear Sir,

We, M/s. GMJ & Associates, Company Secretaries, represented by Mr. Mahesh Soni, Partner have been duly appointed by the Board of Directors of **Grauer and Weil (India) Limited** for the purpose of scrutinizing the remote e-voting process and e-voting during the Annual General Meeting ("AGM") under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and MCA General Circular issued from time to time in a fair and transparent manner in respect of the Resolutions passed at the AGM of Grauer and Weil (India) Limited at their Meeting held on Thursday, September 22, 2022 at 3:00 p.m. (IST) by Video Conferencing (VC) / Other Audio-Visual Means (OAVM).

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to remote e-voting and e-voting system at the AGM. Our responsibility as a Scrutinizer is restricted to make a Scrutinizer's Report of the Votes Cast in "FAVOUR" or "AGAINST" the resolutions as stated below on the report generated from the remote e-voting and e-voting system at the AGM provided by Central Depository Services (India) Limited (CDSL), the authorised agency engaged by the Company to provide remote e-voting and e-voting system at the AGM.

We hereby submit our report as follows:

1. The resolutions were transacted through the process of remote e-voting and through e-voting system at the AGM. For the purpose of remote e-voting and e-voting system at the AGM, the Company has engaged CDSL for its services;

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2. Members attended the Meeting through VC/OAVM facility provided in accordance with the circulars issued by the Ministry of Corporate Affairs ("MCA") from time to time and were counted for the purpose of reckoning quorum under Section 103 of the Companies Act, 2013;
3. The cut-off date for the purpose of identifying Members who were entitled to vote on the resolutions placed for approval, was September 15, 2022;
4. The period for remote e-voting commenced on September 19, 2022 at 10.00 a.m. and ended on September 21, 2022 at 5.00 p.m. The remote e-voting module was disabled by CSDL for voting thereafter;
5. For the Members who did not cast their vote through remote e-voting facility, the Company has provided the facility of e-voting system during the AGM;
6. Further, the votes cast through remote e-voting and e-voting system during the AGM were unblocked by us on September 22, 2022 at 5:20 p.m. in the presence of two witnesses Ms.Sonia Chettiar and Mr. Vatsal Shah, neither of whom was in the employment of the Company and e-voting summary statement was downloaded from the e-voting website;
7. The votes were also scrutinized for the purpose of eliminating duplicate voting of the votes, if any;
8. Our report on the results of e-voting is based on the data downloaded from the website of CDSL;
9. The data relating to e-voting process were reconciled with the records maintained by the Company/Registrar & Transfer Agents of the Company.

We hereby submit our Consolidated Scrutinizer's Report on the results of remote e-voting and e-voting system at the AGM.

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Item No. 1: To receive, consider and adopt;

- a. the Standalone Audited Financial Statements of the Company for the financial year ended March 31, 2022 together with the Reports of the Directors and Auditors thereon.
- b. the Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2022 together with the Report of the Auditors thereon -AS AN ORDINARY RESOLUTION.

A.

Mode of Voting	Votes in Favour			Votes against			Invalid Votes
	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
Remote e-voting	178	159346067	99.9998	2	326	0.0002	0
Voting at AGM	4	30170	100.0000	0	0	0.0000	0
Total	182	159376237	99.9998	2	326	0.0002	0

B.

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	E-voting	156529480	156127380	99.7431	156127380	0	100.0000	0.0000
Public Institutions	E-voting	2709013	668696	24.6841	668696	0	100.0000	0.0000
Public Non-Institutions	E-voting	67467257	2580487	3.8248	2580161	326	99.9874	0.0126
T O T A L		226705750	159376563	70.3011	159376237	326	99.9998	0.0002

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 1 of the Notice of the AGM dated August 9, 2022 has been passed with REQUISITE MAJORITY.

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Item No. 2: To declare Dividend on Equity Shares for financial year ended March 31, 2022 - AS AN ORDINARY RESOLUTION

A.

Mode of Voting	Votes in Favour			Votes against			Invalid Votes
	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
Remote e-voting	180	159391061	99.9998	1	325	0.0002	0
Voting at AGM	4	30170	100.0000	0	0	0.0000	0
Total	184	159421231	99.9998	1	325	0.0002	0

B.

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	E-voting	156529480	156127380	99.7431	156127380	0	100.0000	0.0000
Public Institutions	E-voting	2709013	713689	26.3450	713689	0	100.0000	0.0000
Public Non-Institutions	E-voting	67467257	2580487	3.8248	2580162	325	99.9874	0.0126
T O T A L		226705750	159421556	70.3209	159421231	325	99.9998	0.0002

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 2 of the Notice of the AGM dated August 9, 2022 has been passed with REQUISITE MAJORITY.

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Item No. 3: To appoint a Director in place of Mr. Rohitkumar More (DIN : 00139797), who retires by rotation and being eligible, offers himself for reappointment.- AS AN ORDINARY RESOLUTION.

A

Mode of Voting	Votes in Favour			Votes against			Invalid Votes
	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
Remote e-voting	168	158671372	99.5514	12	715014	0.4486	0
Voting at AGM	4	30170	100.0000	0	0	0.0000	0
Total	172	158701542	99.5515	12	715014	0.4485	0

B.

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	E-voting	156529480	156127380	99.7431	156127380	0	100.0000	0.0000
Public Institutions	E-voting	2709013	713689	26.3450	0	713689	0.0000	100.0000
Public Non-Institutions	E-voting	67467257	2575487	3.8174	2574162	1325	99.9486	0.0514
T O T A L		226705750	159416556	70.3187	158701542	715014	99.5515	0.4485

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 3 of the Notice of the AGM dated August 9, 2022 has been passed with REQUISITE MAJORITY.

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Item No. 4: To appoint M/s M. M. Nissim & Co. LLP, Chartered Accountants, (LLP Registration Number AAT-7548) as Statutory Auditors of the Company, to hold office from the conclusion of 64th Annual General Meeting (AGM) till the conclusion of 69th AGM of the Company and to authorise the Board to fix their remuneration - AS AN ORDINARY RESOLUTION

A.

Mode of Voting	Votes in Favour			Votes against			Invalid Votes
	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
Remote e-voting	171	158690562	99.5834	9	663794	0.4166	0
Voting at AGM	4	30170	100.0000	0	0	-	0
Total	175	158720732	99.5835	9	663794	0.4165	0

B.

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	E-voting	156529480	156127380	99.7431	156127380	0	100.0000	0.0000
Public Institutions	E-voting	2709013	676659	24.9781	13190	663469	1.9493	98.0507
Public Non-Institutions	E-voting	67467257	2580487	3.8248	2580162	325	99.9874	0.0126
T O T A L		226705750	159384526	70.3046	158720732	663794	99.5835	0.4165

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 4 of the Notice of the AGM dated August 9, 2022 has been passed with REQUISITE MAJORITY.

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Item No. 5: Appointment of Mr. Ayush Agarwala as an Independent Director -AS AN ORDINARY RESOLUTION.

A.

Mode of Voting	Votes in Favour			Votes against			Invalid Votes
	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
Remote e-voting	179	159391060	99.9998	2	326	0.0002	0
Voting at AGM	4	30170	100.0000	0	0	0.0000	0
Total	183	159421230	99.9998	2	326	0.0002	0

B.

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	E-voting	156529480	156127380	99.7431	156127380	0	100.0000	0.0000
Public Institutions	E-voting	2709013	713689	26.3450	713689	0	100.0000	0.0000
Public Non-Institutions	E-voting	67467257	2580487	3.8248	2580161	326	99.9874	0.0126
T O T A L		226705750	159421556	70.3209	159421230	326	99.9998	0.0002

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 5 of the Notice of the AGM dated August 9, 2022 has been passed with REQUISITE MAJORITY.

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Item No. 6: To ratify the remuneration of Cost Auditors for the financial year ending March 31, 2023 -AS AN ORDINARY RESOLUTION.

A.

Mode of Voting	Votes in Favour			Votes against			Invalid Votes
	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
Remote e-voting	174	159381506	99.9969	6	4880	0.0031	0
Voting at AGM	4	30170	100.0000	0	0	0.0000	0
Total	178	159411676	99.9969	6	4880	0.0031	0

B.

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	E-voting	156529480	156127380	99.7431	156127380	0	100.0000	0.0000
Public Institutions	E-voting	2709013	713689	26.3450	713689	0	100.0000	0.0000
Public Non-Institutions	E-voting	67467257	2575487	3.8174	2570607	4880	99.8105	0.1895
T O T A L		226705750	159416556	70.3187	159411676	4880	99.9969	0.0031

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 6 of the Notice of the AGM dated August 9, 2022 has been passed with REQUISITE MAJORITY.

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All the resolutions voted through remote e-voting and e-voting at the AGM were passed with **REQUISITE MAJORITY**. The e-voting reports containing a list of Members who voted "FOR" and "AGAINST" each resolution and all other relevant records will be sealed and handed over to the Company for safe keeping.

**FOR GMJ & ASSOCIATES
COMPANY SECRETARIES**

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**PLACE: MUMBAI
DATE: SEPTEMBER 24, 2022**


**UMESH KUMAR MORE
CHAIRPERSON OF ANNUAL
GENERAL MEETING**

