

To,

Bombay Stock Exchange Limited,
Department of Corporate Services
P. J. Towers, Dalal Street,
Mumbai- 400001

COMPANY CODE NO.:531449

Re.: Yearly /Quarterly Compliance


Dear Sir/Madam,

Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Please find attached the following for the quarter and year ended March 31, 2017

a) Certificate from Practicing Company Secretary in terms of Regulation 40(9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is for your information and record.

Thanking You,
Yours faithfully
For GRM Overseas Limited


Hukam Chand Garg
Managing Director
DIN: 00673276
Address: 679-L Model Town
Panipat Haryana-132103

CIN-L74899DL1995PLC064007

Works / Corporate Office : Gohana Road, Near Sugar Mills, Panipat-132103 (Haryana) India. Tel. : + 91-180-2652524, 2652476
: 8 K.M. Stone, Gohana- Rohtak Road, Village Naultha, Panipat- 132103 (Haryana) India. Fax : +91-180-2653673
Registered Office : 128, 1st Floor, Shiva Market, Pitam Pura, New Delhi-110034 India. Tel. +91-11-47330330
E-mail / Website : grmrice1@gmail.com / www.grmrice.com

Certificate Under Regulation 40(9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

For the Year Ended March, 2017

We have examined all relevant Share Certificate, Share Transfer Deeds, Registers, files and other documents, books, papers, records relating to GRM Overseas Limited (a Company incorporated under Companies Act, 1956 and having its registered office at 128, First Floor, Shiva Market Pitampura North Delhi-110034, as maintained at the office of their Share Transfer Agent by M/S Abhipra Capital LTD. pertaining to transfer of equity shares of the Company for the period from 01.10.2016-31.03.2017 for the purpose of issuing a Certificate as per Regulation 40(9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Based on our such scrutiny, documents furnished before us and information/explanations given to us, we hereby certify that in our opinion and to the best of our knowledge and belief the Company has in relation to the year ended 31st March, 2017, delivered all the share certificates within the period stipulated in the Listing Agreement from the date of allotment of shares lodgment for transfer, transmission, sub-division, consolidation. However, the Company has not made any allotment, hence, no shares certificates were required to be issued for the same.

**For SAS & Associates
Company Secretaries**

Shazan Ali



**Shazan Ali (Partner)
C.P No.9354**

**Place: Delhi
Date: 24.04.2017**