



Grauer & Weil (India) Limited

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Date : 01/04/2024

To,
The Secretary
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400001.

Ref.: Security Code No. 505710

Sub: Declaration of voting results of the Postal Ballot and submission of Scrutinizer's report

Dear Sir,

We refer to our letter dated February 28, 2024, intimating about the Postal Ballot Notice dated February 26, 2026, pursuant to which we would like to inform that the process of seeking approval of the Shareholders of the Company by way of Ordinary Resolution for approval of issue of Bonus Shares to the Shareholders of the Company by way of Postal Ballot through Electronic Voting process has been completed.

The Board of Directors of the Company had appointed M/s. GMJ & Associates, Firm of Practicing Company Secretaries, Mumbai, as the scrutinizer to conduct the process of the above-mentioned e-Voting in a fair and transparent manner.

Pursuant to Regulation 44(3) of the Listing Regulations and as per the provisions of the Companies Act, 2013, the aforesaid resolution has been passed by the requisite majority of Shareholders of the Company. In this regard, please find enclosed the following:

1. Summary of the proceedings of the postal ballot in connection with Ordinary Resolution approved by the Shareholders of the Company on 30th March, 2024
2. The Scrutinizer's report issued by M/s GMJ & Associates, dated March 30, 2024.

The results along with the Scrutinizer's report is available at the registered office of the Company, Company's website i.e., www.growel.com and on the website of BSE Limited.

You are requested to kindly take the same on your record.

Thanking you,
Yours faithfully,

FOR GRAUER & WEIL (INDIA) LTD.


CHINTAN K. GANDHI
COMPANY SECRETARY



Regd. Office: Growel Corporate, Akurli Road, Kandivli (E),
Mumbai (Maharashtra) 400 101, India
T +91 22 66993000 F +91 22 66993010 E hq@growel.com
CIN L74999MH1957PLC010975



Grauer & Weil (India) Limited

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SUMMARY OF PROCEEDINGS OF THE POSTAL BALLOT IN CONNECTION WITH ORDINARY RESOLUTION APPROVED BY SHAREHOLDERS OF GRAUER AND WEIL (INDIA) LIMITED ON SATURDAY, 30TH MARCH, 2024.

The Board of Directors of the Company, vide resolution passed in the Board Meeting held on 26th February, 2024, decided to obtain consent of the Members through Postal Ballot under Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and relevant circulars as issued by the Ministry of Corporate Affairs from time-to time, in respect of the Ordinary Resolution for issue of fully paid up bonus shares to the Shareholders of the Company holding equity shares of Re. 1/- (One) each and whose names will appear in the Register of Members / Beneficial Owners' position of the Company on 'Record Date' as may be fixed by the Company, in the proportion of 1 : 1 i.e. One (1) new fully paid-up equity share of Re. 1/- (One) each for every One (1) existing equity share(s) of Re. 1 (One) each.

The Company had made arrangements for e-voting and availed the services of Central Depository Services (India) Limited (CDSL) to provide the facility for e-voting to the Shareholders, whose names appeared on the Register of Members / List of Beneficial Owners as on Friday, 23rd February, 2024 i.e. the cut-off date. The Notice of Postal Ballot was sent on 28th February, 2024. In view of prevailing MCA Circulars on postal ballot process, the voting on the resolution covered in the Notice took place through e-voting only and no physical ballot was used. The voting period commenced on Friday, 1st March, 2024 at 9:00 a.m. (IST) and ended on Saturday, 30th March, 2024 at 5:00 p.m. (IST) (both days inclusive). The e-voting module was disabled by CDSL at 5.00 p.m. on 30th March, 2024.

The Company had appointed M/s. GMJ & Associates, Firm of Practicing Company Secretaries, Mumbai, as the scrutinizer for conducting the Postal Ballot process in a fair and transparent manner. The Scrutinizer submitted his report to the Company Secretary after completion of e-voting process.

The details as summarized by the Scrutinizer in his report are as follows :



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Particular of Resolution	Type of Resolution	E- voting					Whether resolution Passed or Rejected
		No. of votes polled	No. of Votes – in favour	No. of Votes – Against	% of Votes – in favour	% of Votes – Against	
Issue of Bonus Shares in the ratio of 1:1	Ordinary Resolution	15,98,47,944	15,98,41,624	6320	99.9960	0.0040	Passed

FOR GRAUER & WEIL (INDIA) LIMITED

**CHINTAN K. GANDHI
COMPANY SECRETARY**



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

Dear Sir,

Subject: Report of Scrutinizer on Postal Ballot for passing of Ordinary Resolution only through remote e-voting.

We, M/s. GMJ & Associates, Company Secretaries, represented by Ms. Sonia Chettiar, Partner are pleased to present the Report of Postal Ballot conducted by **GRAUER AND WEIL (INDIA) LIMITED** (CIN: L74999MH1957PLC010975) seeking consent of its Members for the Ordinary Resolution as contained in the Notice of Postal Ballot dated February 26, 2024.

1. In terms of provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, we were appointed as the Scrutinizer by the Company on February 26, 2024 to conduct the Postal Ballot as contained in the Notice dated February 26, 2024.
2. In terms of Sections 110 and 108 of the Companies Act, 2013, and all other applicable provisions, if any, of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, General Circular No. 09/2023 dated September 25, 2023, General Circular No. 11/2022 dated December 28, 2022, General Circular No. 3/2022 dated May 5, 2022, General Circular No. 20/2021 dated December 8, 2021, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 17/2020 dated April 13, 2020 and General Circular No. 14/2020 dated April 8, 2020 respectively issued by the Ministry of Corporate Affairs ('MCA Circulars'), and Regulation 44 of the Securities and Exchange Board of India (Listing

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Obligations and Disclosure Requirements) Regulations, 2015, ('Listing Regulations'), that the Ordinary Resolution as set out in the aforesaid Notice for passing by means of Postal Ballot by voting through electronic means ('remote-voting').

Members' approval was sought for the following:

ITEM NO.1: ISSUE OF BONUS SHARES TO THE SHAREHOLDERS OF THE COMPANY.

3. The Company has informed that, on the basis of the Register of Members and the List of Beneficial Owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on **Friday, February 23, 2024** ("the cut-off date"), the Company completed dispatch of the Notice of Postal Ballot by E-Mail on **February 28, 2024**, to the Members who had registered their email ids with the Company / Depositories.
4. In terms of the aforesaid Notice, Members were required to convey their assent or dissent, through remote e-voting system, on e-voting platform provided by Central Depository Services (India) Limited (CDSL) from **March 01, 2024 (9:00 a.m. IST) to March 30, 2024 (5:00 p.m. IST)**.
5. 303 Members had cast their votes on the remote e-voting platform till **5:00 p.m., (IST) on March 30, 2024**.
6. The votes cast through the e-voting process (remote e-voting) were unblocked and downloaded on, Saturday, March 30, 2024 at around 05:21 p.m. (IST) from the portal of CSDL e-voting, in the presence of two witnesses viz., Ms. Jagruti Patil and Ms. Anushka Lad who are not in the employment of the Company.
7. Members' demographic details, their voting rights and voting pattern were provided by Central Depository Services (India) Limited (CDSL).

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8. After the scrutiny of the remote e-voting result, we report that the **Ordinary Resolution** as contained in the Notice of Postal Ballot dated **February 26, 2024** has been passed with **Requisite Majority**.

We have annexed with this report, the details of the Postal Ballot through remote e-voting and the analysis of the result of the Ordinary Resolution as contained in the said Notice.

For GMJ & ASSOCIATES
Company Secretaries
ICSI Unique Code P2011MH023200

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CS SONIA CHETTIAR
PARTNER

Membership No: FCS 12649
Certificate of Practice No.: 10130
UDIN: F012649E003651592

Peer Review Certificate No.: 647/2019

Place: Mumbai
Date: March 30, 2024

Encl. : as above



Annexure

Details of the Postal Ballot through Remote E-voting

A	Remote e-voting	Ordinary Resolution (Item No.1)
1	Number of Members voted	303
2	Abstained	-
	Total Valid Votes	303

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RESULT OF POSTAL BALLOT

ITEM NO. 1: ISSUE OF BONUS SHARES TO THE SHAREHOLDERS OF THE COMPANY.

Particulars	Number of Valid Votes		Percentage (%) of total number of valid votes
	Total Number of Members voted	Number of votes cast by Members	
Assent	299	159841624	99.9960
Dissent	4	6320	0.0040
Total	303	159847944	100.0000

Based on the aforesaid result, we report that, the **Ordinary Resolution** at Item No.1 as contained in the Notice of Postal Ballot dated **February 26, 2024** has been passed with **Requisite Majority**.

For GMJ & ASSOCIATES
Company Secretaries
ICSI Unique Code P2011MH023200

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PARTNER

Membership No: FCS 12649
Certificate of Practice No.: 10130
UDIN: F012649E003651592
Peer Review Certificate No.: 647/2019

Place: Mumbai
Date: March 30, 2024

