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**

To,
The Chairman,
GRM Overseas Limited
128, First Floor, Shiva Market,
Pitampura, Delhi-110034

Sub.: Consolidated Scrutinizer's Report of e-voting and voting by Ballot at AGM.

Reference: 26TH Annual General Meeting ("the AGM") of the Company held on Monday, 30th September, 2020

Dear Sir,

I have submitted separate reports on '**e - voting**" and voting by '**ballo**t' on the resolutions contained in the notice dated 28st August, 2020 convening the 26th Annual General Meeting on 30th September, 2020. I Submit herewith my combined report on the results on '**e-voting and voting by 'ballot'** as under:

Resolution 1–To receive, consider and adopt the Audited Standalone and Consolidated Financial Statement of the Company for the financial year ended March 31, 2020 alongwith with the Reports of the Board of Directors and Auditors there on: Ordinary Resolution

Votes in **favour** of resolution		Votes **against** the resolution		Invalid votes
No. of Votes	% of total number of valid votes cast	No. of votes	% of total number of valid votes cast	Nos.
2758957	**99.9995**	**15**	**0.0005**	**14**

Resolution 2– To declare a final dividend of Rs. 5 /- per equity share for the financial year ended March 31, 2020: Ordinary Resolution

Votes in **favour** of resolution		Votes **against** the resolution		Invalid votes
No. of Votes	% of total number of valid votes cast	No. of votes	% of total number of valid votes cast	Nos.
2758957	**99.9995**	**15**	**0.0005**	**14**

DEVESH ARORA & ASSOCIATES * COMPANY SECRETARIES * M.NO. 49034 COP: 17860

Resolution 3– Re-appointment of Retiring Director Mr. Mr. Hukam Chand Garg (DIN: 00673276): Ordinary Resolution

Votes in **favour** of resolution		Votes **against** the resolution		Invalid votes
No. of Votes	% of total number of valid votes cast	No. of votes	% of total number of valid votes cast	Nos.
2758957	**99.9995**	**15**	**0.0005**	**14**

Resolution 4– To approve Increase of remuneration of Mr. Atul Garg as Managing Director: Special Resolution

Votes in **favour** of resolution		Votes **against** the resolution		Invalid votes
No. of Votes	% of total number of valid votes cast	No. of votes	% of total number of valid votes cast	Nos.
2758957	**99.9995**	**15**	**0.0005**	**14**

Resolution 5– To approve Increase of remuneration of Mrs. Mamta Garg as a Director: Special Resolution

Votes in **favour** of resolution		Votes **against** the resolution		Invalid votes
No. of Votes	% of total number of valid votes cast	No. of votes	% of total number of valid votes cast	Nos.
2758957	**99.9995**	**15**	**0.0005**	**14**

Resolution 6– To approve appointment and Remuneration of Mr. Vedant Garg, (Relative of Director) President-Marketing of company: Ordinary Resolution

Votes in **favour** of resolution		Votes **against** the resolution		Invalid votes
No. of Votes	% of total number of valid votes cast	No. of votes	% of total number of valid votes cast	Nos.
42757	**99.9649**	**15**	**0.0351**	**14**

Note- Voting of Mr. Hukam Chand Garg, Mrs. Mamta Garg and Mr. Atul Garg have not been considered in the above item as they are interested in this resolution.

Resolution 7– To Approve Increase of the borrowing Limit of Company Under Section 180(1)(C) of Companies Act, 2013: Special Resolution

Votes in **favour** of resolution		Votes **against** the resolution		Invalid votes
No. of Votes	% of total number of valid votes cast	No. of votes	% of total number of valid votes cast	Nos.
2758957	**99.9995**	**15**	**0.0005**	**14**

DEVESH ARORA & ASSOCIATES * COMPANY SECRETARIES *

Resolution 8– To Approve Increase of Limit of Creation of Charge on the Assets of the Company on borrowing under Section 180(1)(a) of Companies Act, 2013: Ordinary Resolution

Votes in **favour** of resolution		Votes **against** the resolution		Invalid votes
No. of Votes	% of total number of valid votes cast	No. of votes	% of total number of valid votes cast	Nos.
2758957	**99.9995**	**15**	**0.0005**	**14**

Thanking you,
Yours faithfully,

For Devesh Arora & Associates
(Company Secretaries)

Devesh Arora (Prop.)
C.P. No.: 17860
Membership No.: 49034
UDIN-A049034B000827561

Place: New Delhi
Dated: 30th September, 2020

For GRM Overseas Limited

Director