

Date: August 12, 2025

To,

The General Manager, Listing Department, Bombay Stock Exchange Limited, P.J. Towers, Dalal Street, Mumbai - 400 001 Scrip Code: 531449	The Manager, Listing & Compliance Department The National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra East, Mumbai - 400051 Symbol: GRMOVER
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Subject: Outcome of the Board Meeting and submission of unaudited financial results for quarter ended 30th June, 2025 along with Limited Review Report

Dear Sir / Madam,

This is to inform you that pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Meeting of Board of Directors of GRM Overseas Limited (the "Company") held on today, August 12, 2025 at the Corporate Office and Works of the Company situated at Village Naultha, Tehsil Israna, Panipat-132145. The Board of directors amongst other items of agenda, approved the following matters:

1. Approved the Unaudited Standalone and Consolidated Financial Results of the company for the quarter ended 30th June, 2025.
2. Approved the formation of wholly owned subsidiary ("WOS") of the Company in United Arab Emirates ("UAE") to serve as a distribution and marketing hub for catering to customers in the UAE and nearby international markets, including trading, importing, exporting, and distribution of rice, food grains, and related food products.

Further, the disclosure as required under Regulation 30 of the Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, is attached as "Annexure A"

The meeting of Board of Directors commenced at 05:00 P.M and concluded at 08:40 P.M.

The above information is also available on the website of company at www.grmrice.com .

Kindly take the same on your records.

Thanking you.

Yours faithfully,

For GRM Overseas Limited

Sachin Narang
Company Secretary and Compliance Officer
M. No. 65535



Registered Office
128, First Floor,
Shiva Market Pitampura,
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Village Naultha, Panipat 132145
Haryana, India • +91-972964 7000/8000

Factory
• Gohana Road (Panipat), Haryana
• Naultha (Panipat), Haryana
• Gandhidham, Gujarat

Details of Wholly Owned Subsidiary proposed to be incorporated

S. No.	Disclosure Requirements	Description
1	Name of the target entity, details in brief such as size, turnover etc.;	GRM Global FZE/ or any other name as may be approved by the regulatory authorities in the UAE; Proposed Authorised Capital: 5,00,000 AED Turnover: Not Applicable (As the Wholly Owned Subsidiary (“WOS”) Company is yet to be incorporated)
2	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length"	Not Applicable
3	Industry to which the entity being acquired belongs	Fast-moving consumer goods (FMCG)
4	objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	To establish a distribution and marketing hub in the United Arab Emirates (UAE) for catering to customers in the UAE and nearby international markets, including trading, importing, exporting, and distribution of rice, food grains, and related food products.
5	Brief details of any governmental or regulatory approval required for acquisition.	Not Applicable. The WOS is being incorporated in accordance with the applicable regulatory requirements in the UAE.
6	Indicative time period for completion of the acquisition	Not Applicable
7	nature of consideration whether cash consideration or share swap and details of the same	100% subscription to the Capital in Cash
8	cost of acquisition or the price at which the shares are acquired	Not Applicable
9	percentage of shareholding / control acquired and / or number of shares acquired	100%
10	brief background about the entity acquired in terms of products /line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	Not Applicable. Since the WOS is yet to be incorporated



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Independent Auditor's Limited Review Report on Quarterly Unaudited Consolidated Financial Results of GRM OVERSEAS LIMITED pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended

To
The Board of Directors of
GRM OVERSEAS LIMITED

1. We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results ("the Statement") of **GRM OVERSEAS LIMITED** ("the Holding Company") and its subsidiaries (**collectively referred to as 'the Group'**), for the quarter ended 30th June, 2025, being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.
2. This Statement, which is the responsibility of the Holding Company's Management and approved by the Holding Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

4. The Statement includes the results of the following Subsidiaries:
 - a. GRM International Holdings Limited.*
 - b. GRM Foodkraft Private Limited.

* As per consolidated financials results

New Delhi:

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 411037, Maharashtra, India

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Dubai:

NEW DELHI Tower,
 Cluster A,
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 Towers 3 (JLT), Dubai,
 (UAE)-128194



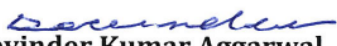
5. Based on our review conducted and procedures performed as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement of unaudited consolidated Financial Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

6. Other Matters

a) We did not review the interim financial results / other financial information's of the one subsidiary included in the consolidated unaudited financial results, whose interim financial results / other financial information's reflect total revenue of Rs 9,285.09 lakhs total net profit after tax of Rs 276.43 lakhs and total comprehensive income of Rs 276.43 lakhs for the quarter ended 30th June, 2025 respectively, as considered in the Unaudited Consolidated financial results. These interim financial results have been reviewed by other auditor whose report have been furnished to us by the management and our conclusion on the statement, in so far as it relates to the amounts and the disclosures included in respect of this subsidiary is based solely on the reports of the other auditor and the procedures performed by us as stated in Paragraph 3 above.

b) The unaudited consolidated financial results also include interim financial results / financial information's of one subsidiary whose consolidated financial results / financial information's reflect total revenue of Rs 158.38 lakhs, total net profit / (loss) after tax of Rs 52.74 lakhs and total comprehensive income of Rs (6.62) lakhs, for the quarter ended 30th June, 2025 respectively, as considered in the unaudited consolidated financial results which have not been reviewed by their auditors. These un-reviewed interim financial results / financial information's furnished to us by the Holding Company's management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of aforesaid subsidiary, is based solely on such un-reviewed interim financial results / financial information's. According to information and explanations given to us by the Holding Company's management, these un-reviewed interim financial results / financial information's of the aforesaid subsidiary included in these unaudited consolidated financial results, are not material to the Group.

For Mehra Goel & Co.
Chartered Accountants
FRN-000517N


Devinder Kumar Aggarwal
Partner
M.No. 087716
UDIN: 25087716BMKQBH9578
Date: 12th August, 2025



GRM OVERSEAS LIMITED

CIN: L74899DL1995PLC064007

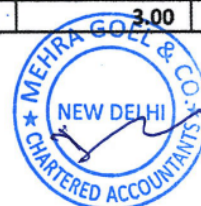
Regd. Off: 128, First Floor, Shiva Market Pitampura, New Delhi-110034

E-mail: cs@grmrice.com Website: www.grmrice.com

Statement of Un-Audited Consolidated Financial Results For The Quarter Ended 30th June 2025

(Amount Rs. in lakhs)

Particulars	Consolidated			
	Quarter Ended			Year Ended
	30.06.2025	31.03.2025	30.06.2024	31.03.2025
	(Un-audited)	(Audited)	(Un-audited)	(Audited)
1 Revenue				
Revenue from operations	32,677.95	29,138.66	37,007.50	1,34,819.28
Other income	765.24	511.76	518.25	2,600.48
Total income	33,443.19	29,650.42	37,525.75	1,37,419.76
2 Expenses				
(a) Cost of materials consumed	23,182.11	18,958.58	15,574.17	77,185.59
(b) Purchase of Stock in Trade	6,151.55	4,064.00	8,764.68	41,152.66
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	(1,561.14)	(1,630.30)	7,418.40	(5,931.06)
(d) Employee benefit expense	351.20	329.59	276.30	1,220.05
(e) Finance costs	542.83	797.01	354.92	1,775.71
(f) Depreciation, depletion and amortisation expense	80.45	84.28	72.65	310.59
(g) Other Expenses	2,158.15	4,151.85	2,629.73	13,232.06
Total expenses	30,905.14	26,755.01	35,090.85	1,28,945.59
3 Total profit before exceptional items and tax (1-2)	2,538.05	2,895.41	2,434.90	8,474.17
4 Exceptional items				
5 Total profit before tax (3-4)	2,538.05	2,895.41	2,434.90	8,474.17
6 Tax expense / (Benefits)				
7 Current tax	569.44	764.32	633.49	2,316.15
8 Earlier Years		87.50	-	92.10
9 Deferred tax / (Benefits)	59.46	(4.11)	(0.91)	(57.71)
Total tax expenses	628.90	847.71	632.58	2,350.54
11 Net Profit / (Loss) for the period	1,909.15	2,047.69	1,802.32	6,123.63
12 Other comprehensive income (net of taxes)				
A(1) Items that will not be classified to Profit & Loss				
(a) Remeasurement gain/loss on defined benefit plan		(2.27)	-	(1.31)
(b) Foreign Currency Translation Reserve	(59.36)	(35.02)	6.62	(49.68)
A (2) Income tax relating to items that will not be reclassified to Profit or Loss		0.57	-	0.33
B (1) Items that will be reclassified to Profit or loss			-	
(a) Unrealised gain on current investment		3.85	5.12	3.85
B (2) Income tax relating to items that will be reclassified to Profit or Loss		(0.97)	(1.29)	(0.97)
13 Total Comprehensive Income for the period (11+12)	1,849.79	2,013.86	1,812.77	6,075.86
Total Comprehensive Income Attributable to Non Controlling Interest	14.66	2.57	22.73	64.07
Total Comprehensive Income Attributable to Controlling Interest	1,835.13	2,011.31	1,790.03	6,011.79
14 Paid up Equity Share Capital	1,227.04	1,200.00	1,200.00	1,200.00
15 Earnings per share				
Earnings per equity share				
(a) Basic	3.11	3.41	3.00	10.21
(b) Diluted	2.76	2.96	3.00	8.87



Notes:

1. The above Consolidated Unaudited Financial Results of the Holding company and its subsidiaries for the quarter ended 30th June, 2025 have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on 12th August, 2025
2. These Consolidated Unaudited Financial results have been prepared in accordance with the Companies (Indian Accounting Standard) Rules, 2015 (Ind AS) prescribed under Section 133 of the Companies Act, 2013 and other recognized accounting practices and policies to the extent applicable. The said Financial Results of the Holding Company and its Subsidiaries has been prepared in accordance with Ind AS 110 "Consolidated Financial Statements".
3. The Holding Company, in its Board Meeting held on August 08, 2024, had allotted 90,70,000 fully convertible share warrants aggregating to ₹136.05 crores at an issue price of ₹150 per warrant (including share premium of ₹148 per warrant), out of which 25% of the issue price amounting to ₹34.01 crores was received as upfront payment, on preferential basis to the persons/entities belonging to Promoter and Non-Promoter Category.

During the current quarter ended June 30, 2025, 13,52,000 share warrants have been converted into an equivalent number of equity shares, and the balance 77,18,000 share warrants remain outstanding for conversion within the stipulated period.

The Basic Earnings Per Share (EPS) for the quarter has been computed on the basis of the post-conversion paid-up equity share capital, whereas the Diluted EPS has been computed on the assumption that the entire allotment of warrants will be converted into equity shares.

4. The Company's business activities fall in to the following three segments: Food Items, Edible Oil and Others. Hence, Consolidated segment reporting as per Ind AS-108 has been furnished in "Annexure 1".
5. Corresponding figures of the previous periods/ year are re-classified/ re-arranged/ re-grouped to make them comparable, wherever necessary.
6. The Figures for the quarter ended March 31, 2025 were the balancing figures between audited figures in respect of the full financial year and the year to date figure up to the third quarter of the relevant financial year.
7. The above Consolidated Unaudited Financial Results of the Company will be available for stakeholders on the Company's website www.grmrice.com.

FOR GRM OVERSEAS LIMITED


ATUL GARG
MANAGING DIRECTOR
DIN: 02380612



Date: August 12, 2025
Place: Panipat

GRM OVERSEAS LIMITED

(CIN L74899DL1995PLC064007)

Regd. off: 128, First Floor, Shiva Market Pitampura, New Delhi-110034

Annexure- 1

Consolidated Segment Wise Revenue, Results, Assets and Liabilities:

(Rs. In Lakhs)

SR NO.	PARTICULARS	QUARTER ENDED		YEAR ENDED
		30.06.2025	31.03.2025	31.03.2025
		Un-Audited	Audited	Audited
i	Segment Revenue			
	a) Food	29,431.42	26,535.25	1,03,021.64
	b) Edible Oil	3,235.40	2,596.27	30,315.05
	c) Others	11.14	7.13	1,482.59
	Total	32,677.95	29,138.66	1,34,819.28
ii	Segment Results			
	a) Food	1,956.80	2,533.30	6,319.72
	b) Edible Oil	-3.97	14.81	79.11
	c) Others	-1.72	1.51	24.81
	Sub-Total	1,951.11	2,549.62	6,423.64
	Add: Other Income	765.24	511.76	2,600.48
	Less: Unallocable Finance Costs	0.11	1.92	5.81
	Less: Unallocable Expenses (Net of Income)	178.19	164.05	544.13
	Less: Exceptional Items	-	-	-
	Profit Before Tax	2,538.05	2,895.41	8474.17
iii	Segment Assets			
	a) Food	95,340.36	88,274.86	88,274.86
	b) Edible Oil	158.21	186.25	186.25
	c) Others	794.66	795.58	795.58
	Sub-Total	96,293.24	89,256.69	89,256.69
	Add: Unallocable Assets	319.24	1,818.90	1,818.90
	Total Assets	96,612.47	91,075.59	91,075.59
iv	Segment Liabilities			
	a) Food	49,382.51	47,453.87	47,453.87
	b) Edible Oil	53.80	119.02	119.02
	c) Others	493.18	490.07	490.07
	Sub-Total	49,929.49	48,062.96	48,062.96
	Add: Unallocable Liab	292.74	183.23	183.23
	Total Liabilities	50,222.23	48,246.19	48,246.19



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Independent Auditor's Limited Review Report on Quarterly Unaudited Standalone Financial Results of GRM OVERSEAS LIMITED pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended

To
The Board of Directors of
GRM OVERSEAS LIMITED

1. We have reviewed the accompanying Statement of Unaudited Standalone Financial Results ("the Statement") of **GRM OVERSEAS LIMITED** ("the Company"), for the quarter ended 30th June, 2025, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.
2. This Statement which is the responsibility of the Company's Management has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India and approved by the Board of Directors of the Company. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial results are free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.



New Delhi:

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 Cluster -y,
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 Towers (JLT), Dubai,
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4. Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable Indian accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended including the manner in which it is to be disclosed, or that contains any material misstatement.

**For Mehra Goel & Co.
Chartered Accountants
FRN-000517N**


**Devinder Kumar Aggarwal
Partner
M.No. 087716
UDIN: 25087716BMKQBG8207
Date: 12th August 2025**



GRM OVERSEAS LIMITED

CIN: L74899DL1995PLC064007

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Statement of Un-audited Standalone Financial Results For The Quarter Ended 30th June, 2025

(Amount Rs. in lakhs)

Particulars	Standalone			
	Quarter Ended		Year Ended	
	30.06.2025	31.03.2025	30.06.2024	31.03.2025
	(Un-Audited)	(Audited)	(Un-Audited)	(Audited)
1 Revenue				
Revenue from operations	25,592.55	24,281.70	27,589.53	91,314.68
Other income	767.98	446.16	516.28	2,532.73
Total income	26,360.53	24,727.86	28,105.81	93,847.41
2 Expenses				
(a) Cost of materials consumed	23,182.11	18,958.58	15,574.17	77,185.59
(b) Changes in inventories of finished goods, work-in-progress and stock-in-trade	(1,661.94)	(1,275.47)	7,231.17	(5,442.79)
(c) Employee benefit expense	212.80	215.08	179.71	813.51
(d) Finance costs	542.68	795.01	354.75	1,769.44
(e) Depreciation, depletion and amortisation expense	76.85	80.80	69.47	297.20
(f) Other Expenses	1,837.89	3,691.38	2,544.41	12,235.95
Total expenses	24,190.39	22,465.38	25,953.68	86,858.90
3 Total profit before exceptional items and tax (1-2)	2,170.15	2,262.48	2,152.13	6,988.51
4 Exceptional items				
5 Total profit before tax (3-4)	2,170.15	2,262.48	2,152.13	6,988.51
6 Tax expense / (Benefits)				
7 Current tax	478.22	595.65	543.79	1,795.73
8 Earlier Years		87.50	-	87.50
9 Deferred tax / (Benefits)	59.92	(6.30)	0.16	5.06
Total tax expenses	538.14	676.86	543.95	1,888.29
11 Net Profit / (Loss) for the period	1,631.99	1,585.62	1,608.18	5,100.22
12 Other comprehensive income (net of taxes)				
A(1) Items that will not be classified to Profit & Loss				
(a) Remeasurement gain/(loss) on defined benefit plans		(5.34)	-	(5.34)
A(2) Income tax relating to items that will not be reclassified to Profit or Loss		1.34	-	1.34
B(1) Items that will be reclassified to Profit or loss				
(a) Unrealised gain on Current Investment		3.85	5.12	3.85
B(2) Income tax relating to items that will be reclassified to Profit or Loss		(0.97)	(1.29)	(0.97)
13 Total Comprehensive Income for the period (11+12)	1,631.99	1,584.52	1,612.02	5,099.10
Total Comprehensive Income Attributable to Non Controlling Interest				
Total Comprehensive Income Attributable to Controlling Interest				
14 Paid up Equity Share Capital	1,227.04	1,200.00	1,200.00	1,200.00
15 Earnings per share (of Rs. 2 each)(For the period not annualised)				
Earnings per equity share*				
(a) Basic	2.66	2.64	2.68	8.50
(b) Diluted	2.36	2.30	2.68	7.38



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Notes:

1. The above Standalone Unaudited Financial Results of the company for the quarter ended 30th June, 2025 have been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on 12th August, 2025.
2. These Standalone Financial Results have been prepared in accordance with the Companies (Indian Accounting Standard) Rules, 2015 (Ind AS) prescribed under Section 133 of the Companies Act, 2013 and other recognized accounting practices and policies to the extent applicable.
3. The Company, in its Board Meeting held on August 08, 2024, had allotted 90,70,000 fully convertible share warrants aggregating to ₹136.05 crores at an issue price of ₹150 per warrant (including share premium of ₹148 per warrant), out of which 25% of the issue price amounting to ₹34.01 crores was received as upfront payment, on preferential basis to the persons/entities belonging to Promoter and Non-Promoter Category.

During the current quarter ended June 30, 2025, 13,52,000 share warrants have been converted into an equivalent number of equity shares, and the balance 77,18,000 share warrants remain outstanding for conversion within the stipulated period.

The Basic Earnings Per Share (EPS) for the quarter has been computed on the basis of the post-conversion paid-up equity share capital, whereas the Diluted EPS has been computed on the assumption that the entire allotment of warrants will be converted into equity shares.

4. The Company is primarily engaged in the business of manufacturing of Rice and hence, only one reportable operating segment as per Ind As 108- Operating segment.
5. The Figures for the quarter ended March 31, 2025 were the balancing figures between audited figures in respect of the full financial year and the year to date figure up to the third quarter of the relevant financial year.
6. Corresponding figures of the previous periods/ year are re-classified/ re-arranged/ re-grouped to make them comparable, wherever necessary.
7. The above Standalone Unaudited Financial Results of the Company will be available on the Company's website www.grmrice.com.

FOR GRM OVERSEAS LIMITED


ATUL GARG
MANAGING DIRECTOR
DIN: 02380612



Date: August 12, 2025
Place: Panipat