

Date; 03rd July, 2021

To,

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

(Scrip Code: 531449)

Subject: Disclosure of Voting Result of Postal Ballot declared on 03rd July, 2021 conducted pursuant to Postal Ballot Notice dated 01st June, 2021.

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Dear Sir/ Madam,

This is in furtherance to our intimation dated 01st June, 2021 regarding submission of the Notice of Postal Ballot dated 01st June, 2021.

We submit that the Resolution as embodied in the Postal Ballot Notice dated 01st June, 2021 has been passed by the members with requisite majority. The aforesaid resolution is deemed to have been passed on the last date of e-voting i.e. on Friday, 02nd July, 2021.

In this regard, please find enclosed the following:

1. Voting results as required under Regulation 44(3) of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations),
2. Scrutinizer's Report dated 03rd July, 2021, for remote e-voting, pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

The result along with the Scrutinizer's Report(s) will also be available at the website of the Company. We request you to kindly take the same on your record. Thanking you,

For GRM Overseas Limited

Balveer Singh
Digitally signed
by Balveer Singh
Date: 2021.07.03
13:11:28 +05'30'

Balveer Singh
Company Secretary
M. No. 59007

Disclosure of Voting Results in respect of EGM

Last Date of Postal Ballot/ Remote E Voting				02 nd July, 2021				
Total number of shareholders on record date				2522				
Record Date for Postal Ballot/Remote E Voting				28 th May, 2021				
Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of issue of Bonus Shares				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	28254 14	28254 14	100.0000	28254 14	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		28254 14	28254 14	100.0000	28254 14	0	100.0000
Public-Institutions	E-Voting	30316 5	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		30316 5	0	0.0000	0	0	0.0000
Public-Non Institutions	E-Voting	81142 1	14782 6	18.2182	14782 0	06	99.9959	0.0041
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		81142 1	14782 6	18.2182	14782 0	06	99.9959
Total		39400 00	29732 40	75.4629	29732 34	06	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	



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

Report of Scrutinizer(s)

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman

GRM Overseas Limited

CIN: L74899DL1995PLC064007

Address: 128, First Floor, Shiva Market Pitampura New Delhi - 110034

Dear Sir,

I, Devesh Arora, (Proprietor) of M/s Devesh Arora & Associates, Company Secretaries was appointed as Scrutinizer by the Board of GRM Overseas Limited for the purpose of scrutinizing postal ballot which was conducted only through electronic means in respect of the resolutions contained in the Notice dated 01.06.2021 in a fair and transparent manner and ascertaining the requisite majority for the resolutions proposed to be passed and respect to the provisions of Section 110 of the Companies Act, 2013('the Act') read with Rule 20 & 22 of the Companies(Management and Administration) Rules, 2014, (as amended) and in terms of the General Circular no 14/2020 dated 8th April, 2020 and General Circular No. 17/2020 dated 13th April, 2020 (the "MCA Circulars"), issued by the Ministry of Corporate Affairs, Government of India (the "MCA) and Regulation 44 of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended, ["SEBI Listing Regulations"] on the resolutions as set-out in the notice of Postal Ballot.:

I submit my report as under:

1. The Management of the Company is responsible to ensure the compliance with the requirements of the Act, and Rules made thereunder including MCA Circulars issued by the MCA in view of the current extraordinary circumstances due to COVID-19 pandemic requiring social distancing, have advised the companies to take all decisions requiring members' approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot/e-voting in accordance with the provisions of the Companies Act 2013 and rules made thereunder, without holding a general meeting that requires physical presence of members at a common venue and SEBI Listing Regulation, relating to postal ballot process conducted through electronic means.
2. The Company has appointed " National Securities Depository Limited " ("NSDL"), as the Agency, for providing the facility of remote e-voting to the Members of the Company. NSDL has provided a system for recording the votes of the shareholders electronically.



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3. My responsibility as Scrutinizer is restricted to make Scrutinizers' Report of the votes cast "For" or "Against" the resolutions stated in the Notice of Postal Ballot.
4. Pursuant to the MCA Circulars the Members of the Company holding equity shares, as on the "cut-off date" i.e. Friday, 28th May, 2021 were entitled to vote on the proposed resolutions as set out in the Notice of Postal Ballot dated 01st June, 2021, through remote e- voting only.
5. The remote e-voting period commenced from Thursday, June 03, 2021(9:00 A.M. IST) and ended on Friday, July 02, 2021 (5:00 P.M. IST). E-voting facility was blocked forthwith thereafter.
6. Pursuant to the provisions of the Act and MCA Circulars issued by Ministry of Corporate Affairs, the Company has sent Postal Ballot notice(s) to its Members whose name(s) appeared in the Register of Members/ List of beneficial owners received from National Securities Depository Limited /Central Depository Services (India) Limited as on the Cut-off date i.e. 28th May, 2021 and whose e-mail IDs was available with the Company and Depositories, through electronic means only and has not dispatched physical notices to any member.

Further the Company vide the Postal Ballot notice dated 01st June, 2021 had also requested its shareholders to register their email addresses with the Registrar and Transfer Agent of the Company.

7. Due to COVID-19, pandemic, physical ballot was not dispatched and provisions of MCA Circulars dated 8th April, 2020 and 13th April, 2020 were adhered. Therefore, neither the Company nor I have received any postal ballot (s)
8. After completion of e voting, votes casted by the members, were unblocked by me on 02nd July, 2021 around 05:24 P.M. in the presence of two witnesses, Mrs. Garima Dua and Ms. Menka Limani who are not in employment of the Company.
9. Thereafter, the details containing, inter-alia, list of Equity Shareholders, who voted "For" and "Against", were downloaded from the e-voting website of National Securities Depository Limited (<https://www.evoting.nsdl.com/>).
10. Votes casted by the members through remote e-voting, were reconciled with the records maintained by the Registrar and Transfer Agent of the Company and authorizations lodged with the Company.



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11. The Postal Ballots and other related documents/registers and record will be handed over to the Company Secretary for the safe custody once the Chairman consider, approve and sign the Postal Ballot Minutes.

12. After ascertaining the votes casted by remote e-voting, I hereby submit the result as under:

a) Resolution 1– Approval of issue of Bonus Shares (Ordinary Resolution):

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	%	Voters	No. of Votes	%
Remote E-voting	99	2973240	93	2973234	99.999	06	06	0.001
Total	99	2973240	93	2973234	99.999	06	06	0.001

13. Based on the above remote e-voting, I confirm that the resolutions have been carried on with the requisite majority, accordingly I request the Company, to announce the voting result of Postal Ballot.

Thanking you,
Yours faithfully,

For Devesh Arora & Associates
(Company Secretaries)

Devesh Arora
Digitally signed by Devesh Arora
Date: 2021.07.03 12:17:52 +05'30'
Devesh Arora (Prop.)

C.P. No.: 17860

Membership No.: 49034

UDIN: A049034A049034C000572238

Atul
Garg

Digitally signed by Atul Garg
DN: c=IN, o=Personal, title=6780,
pseudoym=9905a0b0c30824449d9f
54519118e16f5c80c93168788e4525
2270420fb6e, postalCode=132103,
st=Haryana,
serialNumber=421a16362eddcfc9189
911b00b8e6828ba79cac2805746da88
e15903b0aa8f, cn=Atul Garg
Date: 2021.07.03 12:24:20 +05'30'

Place: New Delhi

Dated: 03rd July, 2021