

Date: 23rd September, 2021

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

(Scrip Code: 531449)

Sub: Outcome of Board Meeting held on 23rd September, 2021, as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir / Madam,

Pursuant to the Regulation 30 of SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015, we wish to inform you that the Board of Directors of the company at its meeting held on September 23, 2021 has approved, inter-alia, the following:

1. Approved and recommended the proposal for **split / sub-division** of Company's One (1) equity shares of face value of Rs.10/- each **into Five (5) equity shares** of face value of Rs.2/- each, subject to the shareholders and other approvals as may be required.
2. Approved and recommended alteration / amendment of Capital Clause (Clause V) in the Memorandum of Association (MOA) of the Company, subject to shareholder's approval.

The details as required under Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, read with SEBI circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015, have been enclosed herewith as **Annexure-A** for split / sub-division and alteration of capital clause of MOA.

3. Approved Postal Ballot Notice to seek approval of shareholders for split / sub-division of shares and alteration of relevant clauses of MOA of the Company, details as required under Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 have been enclosed herewith as **Annexure-B**.
4. Approval of Change of Composition of Audit Committee, Nomination & Remuneration Committee, Stakeholder's Relationship Committee and Corporate Social Responsibility (CSR) Committee. New Composition has been enclosed herewith as **Annexure-C**.

The meeting of the Board of Directors commenced at 12:30 PM and concluded at 01:00 PM.
The above information will be available on the website of company at www.grmrice.com.
You are requested to take the above information on record.

Thanking You
Yours faithfully,

For GRM Overseas Limited

Balveer Singh
Company Secretary
M. NO. 59007



TANOUSH
ORGANIC

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Registered Office

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Shiva Market Pitampura,
Delhi 110034, India. • +91-11-4733 0330

Corporate Office

8 K.M. Stone, Gohana-Rohtak Road
Village Naultha, Panipat 132145
Haryana, India • +91-972964 7000/8000

Factory

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

Annexure-A

Details / disclosure under Regulation 30 of SEBI (LODR) Regulations, 2015 for split / sub-division of equity shares

Sl. No.	Particulars	Details																										
1	Split Ratio	One (1) equity shares of face value of Rs.10/- each into Five (5) equity shares of face value of Rs.2/- each, subject to the shareholders and other approvals as may be required.																										
2	Rationale behind the split of face value of the shares	To enhance the liquidity in the capital market, to increase shareholders base and to make the shares affordable to small investors																										
3	Pre and Post Share Capital Structure- Authorised, Paid-up and subscribed capital																											
	Type of Capital	<table border="1"> <thead> <tr> <th colspan="3">Pre share capital structure</th> <th colspan="3">Post share capital structure</th> </tr> <tr> <th>No. of equity shares</th> <th>Face value (Rs.)</th> <th>Total Capital (Rs.)</th> <th>No. of equity shares</th> <th>Face value (Rs.)</th> <th>Total Capital (Rs.)</th> </tr> </thead> <tbody> <tr> <td>Authorised Share Capital</td> <td>2,00,00,000</td> <td>10</td> <td>20,00,00,000</td> <td>10,00,00,000</td> <td>2</td> <td>20,00,00,000</td> </tr> <tr> <td>Issued, Paid up and subscribed capital</td> <td>1,20,00,000</td> <td>10</td> <td>12,00,00,000</td> <td>6,00,00,000</td> <td>2</td> <td>12,00,00,000</td> </tr> </tbody> </table>	Pre share capital structure			Post share capital structure			No. of equity shares	Face value (Rs.)	Total Capital (Rs.)	No. of equity shares	Face value (Rs.)	Total Capital (Rs.)	Authorised Share Capital	2,00,00,000	10	20,00,00,000	10,00,00,000	2	20,00,00,000	Issued, Paid up and subscribed capital	1,20,00,000	10	12,00,00,000	6,00,00,000	2	12,00,00,000
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4	Expected time of completion	Within the timelines as specified in the law and approvals as may be required																										
5	Class of Shares which are subdivided	Equity shares																										
6	Number of Equity Shares of each class pre and post-split	Refer point 3, above																										
7	Number of Shareholders who will not get Shares in Consolidation and pre consolidation Share holding	Since proposal is for split / sub-division, every equity shareholder would get shares.																										

Alteration / Amendment of Memorandum of Association of the Company:

The Board of Directors of the Company at its meeting held today, subject to shareholder's approval, has resolved to amend Clause V (Capital Clause) of MOA of the Company as given below:

Existing 'Clause V' of the Memorandum of Association of the Company to be replaced with following clause:

“V. The Authorized share capital of the Company is Rs. 20,00,00,000 (Rupees Twenty Crore only) divided into 10,00,00,000 (Ten Crore Only) Equity Shares of Rs. 2/- (Rupees Two) each.”

Annexure-B**Details / Disclosure for Postal Ballot Notice under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Date of Notice	The date of the postal ballot notice is September 23, 2021	
Prescribed details:		
Agenda / Resolutions Proposed	Resolution to be passed	Manner of approval
Approval of sub-division of shares.	Resolution proposed to be passed through Ordinary resolution	All resolutions will be passed through e-voting
Approval of Alteration of Capital Clause of Memorandum of Association.	Resolution proposed to be passed through Ordinary resolution	

Disclosure of Change in composition of Committees

Audit Committee

S. No	Existing Composition	Designation	New Composition	Designation
1	Mr. Raj Kumar Garg	Chairman	Mr. Raj Kumar Garg	Chairman
2	Mrs. Kiran Dua	Member	Mrs. Nidhi	Member
3	Mr. Gautam Gupta	Member	Mr. Gautam Gupta	Member

Nomination & Remuneration Committee

S. No	Existing Composition	Designation	New Composition	Designation
1	Mr. Raj Kumar Garg	Chairman	Mr. Raj Kumar Garg	Chairman
2	Mrs. Kiran Dua	Member	Mrs. Nidhi	Member
3	Mr. Gautam Gupta	Member	Mr. Gautam Gupta	Member

Stakeholder's Relationship Committee

S. No	Existing Composition	Designation	New Composition	Designation
1	Mr. Raj Kumar Garg	Chairman	Mr. Raj Kumar Garg	Chairman
2	Mrs. Kiran Dua	Member	Mrs. Nidhi	Member
3	Mr. Gautam Gupta	Member	Mr. Gautam Gupta	Member

Corporate Social Responsibility (CSR) Committee

S. No	Existing Composition	Designation	New Composition	Designation
1	Mr. Hukam Chand Garg	Chairman	Mr. Hukam Chand Garg	Chairman
2	Mrs. Atul Garg	Member	Mrs. Atul Garg	Member
3	Mrs. Kiran Dua	Member	Mrs. Nidhi	Member