

Date: September 29, 2025

To,

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| 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: Proceedings of 31st Annual General Meeting (AGM) held on Monday, September 29, 2025

Dear Sir/ Madam,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we would like to inform you that the 31st Annual General Meeting (AGM) was held on Monday, September 29, 2025 at 12:00 P.M (IST) through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM").

Mr. Sachin Narang, Company Secretary & Compliance Officer welcomed all the Board of Directors, Shareholders and other stakeholders present in the meeting. He introduced the Board of Directors, Chief Financial Officer, Secretarial Auditor and Statutory Auditors of the company attending the meeting through video conferencing.

It was noted that the Chairman of the Audit Committee, the Nomination and Remuneration Committee and the Stakeholders' Relationship Committee was present at the Meeting.

The requisite quorum being present, the Chairman called the Meeting to order. The AGM was conducted through VC/OAVM in compliance with the circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India.

The Chairman welcome the members attending the meeting and delivered his speech on the operations of the company.

Further, Mr. Vedant Garg, Chief Financial Officer (CFO) of the Company delivered his speech on the financial highlights of the company during the previous year 2024-25 and shown gratitude for their continuous support.

After that Members who had registered themselves as speaker shareholders were invited to express their views. Mr. Atul Garg, Chairman and Managing Director of the company responded to various queries raised by the Members.



TANOUSH
ORGANIC

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 128, First Floor,
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 Haryana, India • +91-972964 7000/8000

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

The Company Secretary informed the members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, the Company had extended the remote e-voting facility to the Members of the Company in respect of the businesses mentioned in the Notice of the AGM. The remote e-voting commenced on Friday, September 26, 2025 at 09:00 A.M and ended on Sunday, September 28, 2025 at 05:00 P.M.

Further the members present in the meeting through Video Conferencing who had not done remote e-voting, were allowed to cast their votes using e-voting platform of NSDL. The E-voting would remain open for 15 minutes post conclusion of the AGM.

The Board of Directors has appointed Mr. Devesh Arora, Practicing Company Secretary and proprietor of M/s Devesh Arora and Associates, as Scrutinizer of the meeting to scrutinize the voting process through electronic means (i.e remote e-voting and voting at the meeting through electronic voting system).

The following items of Business as set out in the Notice convening the AGM were considered and voted by the Members:

| S. No | Particular of Business | Nature of Resolution |
|-------|---|----------------------|
| 1 | (A) Adoption of the Audited Standalone Financial Statements as at 31st March, 2025 and the Reports of Board of Directors and Auditors thereon; and (B) Adoption of the Consolidated Audited Financial Statements as at 31st March, 2025 and the Reports of Auditors thereon. | Ordinary Resolution |
| 2 | Re-appointment of Retiring Director in place of Mr. Nipun Jain (DIN: 01075283) who retires by rotation and being eligible offers himself for re-appointment. | Ordinary Resolution |
| 3 | To approve increase of remuneration of Mrs. Mamta Garg, (DIN: 05110727) Whole Time Director of the Company | Special Resolution |
| 4 | To approve increase in remuneration of Mr. Vedant Garg, (Relative of Director) under Section 188 of Companies Act, 2013 related party's appointment to any office or place of profit in the company. | Special Resolution |



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| 5 | To approve appointment of M/s Devesh Arora & Associates, Practicing Company Secretaries as Secretarial Auditors of the Company | Ordinary Resolution |
| 6 | To approve the material related party transactions proposed to be entered with GRM Foodkraft Private Limited, material subsidiary of the company | Special Resolution |
| 7 | To approve the material related party transactions proposed to be entered with GRM International Holdings Limited, UK, Subsidiary of the Company | Special Resolution |
| 8 | To approve the material related party transactions proposed to be entered with GRM Fine Foods INC., USA, Fellow Subsidiary of the Company | Special Resolution |
| 9 | To approve the material related party transactions proposed to be entered with Eros Agro & Farms Private Limited | Special Resolution |
| 10 | To consider and approve increase of the borrowing limit under Section 180(1)(c) of the Companies Act, 2013 | Special Resolution |
| 11 | To consider and approve increase of limit of creation of charge on the Assets of the Company on borrowing under Section 180(1)(a) of the Companies Act, 2013 | Special Resolution |

Thereafter, the Company Secretary thanked the members and other stakeholders for their continuous support and for attending the meeting.

The meeting was concluded at 12:38 P.M (IST). The voting results as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 will be submitted separately.

The above information will be available on the website of company at www.grmrice.com .

We request you to take the above information on record and acknowledge receipt of the same.

Thanking you,

**Yours faithfully,
For GRM Overseas Limited**

**Sachin Narang
Company Secretary & Compliance Officer
Membership No.: 65535**



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