

To,

The General Manager, Listing Department, <b>Bombay Stock Exchange Limited,</b> P.J. Towers, Dalal Street, Mumbai - 400 001  <b>Scrip Code: 531449</b>	The Manager, Listing & Compliance Department <b>The National Stock Exchange of India Limited</b> Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra East, Mumbai - 400051  <b>Symbol: GRMOVER</b>
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**Subject: Disclosure of Voting Results of Annual General Meeting (AGM) held on Monday, September 29, 2025 along with the Consolidated Scrutinizer Report**

Dear Sir/ Madam,

Please be informed that the 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") in conformity with the regulatory provisions and Circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India. In this regard, please find enclosed herewith, the following:

1. Voting Results of the business transacted at the AGM as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
2. Consolidated Scrutinizer's Report pursuant to Section 108 and other applicable provisions, if any, of the Act and the Rules made thereunder [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force].

The results along with the Scrutinizer's Report are also being posted on the website of the Company [www.grmrice.com](http://www.grmrice.com) and also on the website of National Securities Depository Limited, the agency which provided e-voting services.

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**



**TANOUSH**  
 ORGANIC

**Benti**



**Registered Office**  
 128, First Floor,  
 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

General information about company	
Scrip code	531449
NSE Symbol	GRMOVER
MSEI Symbol	NOTLISTED
ISIN	INE192H01020
Name of the company	GRM OVERSEAS LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	29-09-2025
Start time of the meeting	12:00 PM
End time of the meeting	12:38 PM

Scrutinizer Details	
Name of the Scrutinizer	DEVESH ARORA
Firms Name	DEVESH ARORA & ASSOCIATES
Qualification	CS
Membership Number	A49034
Date of Board Meeting in which appointed	27-08-2025
Date of Issuance of Report to the company	29-09-2025

Voting results	
Record date	22-09-2025
Total number of shareholders on record date	23469
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	3
b) Public	134
No. of resolution passed in the meeting	11
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				1. (A) Adoption of the Audited Financial Statements as at 31st March, 2025 To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2025, the Audited Statement of Profit and Loss Account for the year ended on that date, together with Reports of Auditors and Directors thereon. (B) Adoption of the Consolidated Audited Financial Statements as at 31st March, 2025 To receive, consider and adopt the Consolidated Audited Financial Statement as at 31st March, 2025, together with Reports of Auditors thereon.				
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	43458984	43458984	100	43458984	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	43458984	43458984	100	43458984	0	100	0
Public- Institutions	E-Voting	2637546	151304	5.7365	151304	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2637546	151304	5.7365	151304	0	100	0
Public- Non Institutions	E-Voting	15255470	3588732	23.5242	3588732	0	100	0
	Poll		134	0.0009	134	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	15255470	3588866	23.5251	3588866	0	100	0
Total		61352000	47199154	76.9317	47199154	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

<b>Resolution(2)</b>								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Retiring Director To consider appointment of a Director in place of Mr. Nipun Jain (DIN: 01075283) who retires by rotation and being eligible, offers himself for re-appointment.				
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	43458984	43458984	100	43458984	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	43458984	43458984	100	43458984	0	100	0
Public- Institutions	E-Voting	2637546	151304	5.7365	151304	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2637546	151304	5.7365	151304	0	100	0
Public- Non Institutions	E-Voting	15255470	3588732	23.5242	3588732	0	100	0
	Poll		134	0.0009	134	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	15255470	3588866	23.5251	3588866	0	100	0
Total		61352000	47199154	76.9317	47199154	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

<b>Resolution(3)</b>								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve increase in remuneration of Mrs. Mamta Garg, (DIN: 05110727) Whole time Director of the Company				
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	43458984	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	43458984	0	0	0	0	0	0
Public- Institutions	E-Voting	2637546	151304	5.7365	150000	1304	99.1382	0.8618
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2637546	151304	5.7365	150000	1304	99.1382	0.8618
Public- Non Institutions	E-Voting	15255470	3588732	23.5242	3588682	50	99.9986	0.0014
	Poll		134	0.0009	134	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	15255470	3588866	23.5251	3588816	50	99.9986	0.0014
Total		61352000	3740170	6.0962	3738816	1354	99.9638	0.0362
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

<b>Resolution(4)</b>								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				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				
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	43458984	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	43458984	0	0	0	0	0	0
Public- Institutions	E-Voting	2637546	151304	5.7365	150000	1304	99.1382	0.8618
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2637546	151304	5.7365	150000	1304	99.1382	0.8618
Public- Non Institutions	E-Voting	15255470	3588732	23.5242	3588682	50	99.9986	0.0014
	Poll		134	0.0009	134	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	15255470	3588866	23.5251	3588816	50	99.9986	0.0014
Total		61352000	3740170	6.0962	3738816	1354	99.9638	0.0362
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

<b>Resolution(5)</b>								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve appointment of M/s Devesh Arora & Associates, Practicing Company Secretaries as Secretarial Auditors of the Company				
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	43458984	43458984	100	43458984	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	43458984	43458984	100	43458984	0	100	0
Public- Institutions	E-Voting	2637546	151304	5.7365	151304	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2637546	151304	5.7365	151304	0	100	0
Public- Non Institutions	E-Voting	15255470	3588732	23.5242	3588732	0	100	0
	Poll		134	0.0009	134	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	15255470	3588866	23.5251	3588866	0	100	0
Total		61352000	47199154	76.9317	47199154	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

<b>Resolution(6)</b>								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve the material related party transactions proposed to be entered with GRM Foodkraft Private Limited, material subsidiary of the company				
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	43458984	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	43458984	0	0	0	0	0	0
Public- Institutions	E-Voting	2637546	151304	5.7365	151304	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2637546	151304	5.7365	151304	0	100	0
Public- Non Institutions	E-Voting	15255470	3588732	23.5242	3588566	166	99.9954	0.0046
	Poll		134	0.0009	134	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	15255470	3588866	23.5251	3588700	166	99.9954	0.0046
Total		61352000	3740170	6.0962	3740004	166	99.9956	0.0044
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

<b>Resolution(7)</b>								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve the material related party transactions proposed to be entered with GRM International Holdings Limited, UK, Subsidiary of the Company				
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	43458984	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	43458984	0	0	0	0	0	0
Public- Institutions	E-Voting	2637546	151304	5.7365	151304	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2637546	151304	5.7365	151304	0	100	0
Public- Non Institutions	E-Voting	15255470	3588732	23.5242	3588566	166	99.9954	0.0046
	Poll		134	0.0009	134	0	100	0
	Postal Ballot (if applicable)							
	Total	15255470	3588866	23.5251	3588700	166	99.9954	0.0046
Total		61352000	3740170	6.0962	3740004	166	99.9956	0.0044
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

<b>Resolution(8)</b>								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve the material related party transactions proposed to be entered with GRM Fine Foods INC., USA, Fellow Subsidiary of the Company				
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	43458984	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	43458984	0	0	0	0	0	0
Public- Institutions	E-Voting	2637546	151304	5.7365	151304	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2637546	151304	5.7365	151304	0	100	0
Public- Non Institutions	E-Voting	15255470	3588732	23.5242	3552566	36166	98.9922	1.0078
	Poll		134	0.0009	134	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	15255470	3588866	23.5251	3552700	36166	98.9923	1.0077
Total		61352000	3740170	6.0962	3704004	36166	99.033	0.967
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

<b>Resolution(9)</b>								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve the material related party transactions proposed to be entered with Eros Agro & Farms Private Limited				
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	43458984	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	43458984	0	0	0	0	0	0
Public- Institutions	E-Voting	2637546	151304	5.7365	151304	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2637546	151304	5.7365	151304	0	100	0
Public- Non Institutions	E-Voting	15255470	3588732	23.5242	3588732	0	100	0
	Poll		134	0.0009	134	0	100	0
	Postal Ballot (if applicable)							
	Total	15255470	3588866	23.5251	3588866	0	100	0
Total		61352000	3740170	6.0962	3740170	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

<b>Resolution(10)</b>								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and approve increase of the borrowing limit under Section 180(1)(c) of the Companies Act, 2013				
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	43458984	43458984	100	43458984	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	43458984	43458984	100	43458984	0	100	0
Public-Institutions	E-Voting	2637546	151304	5.7365	151304	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2637546	151304	5.7365	151304	0	100	0
Public- Non Institutions	E-Voting	15255470	3588732	23.5242	3588566	166	99.9954	0.0046
	Poll		134	0.0009	134	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	15255470	3588866	23.5251	3588700	166	99.9954	0.0046
Total		61352000	47199154	76.9317	47198988	166	99.9996	0.0004
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

<b>Resolution(11)</b>								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				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				
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	43458984	43458984	100	43458984	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	43458984	43458984	100	43458984	0	100	0
Public- Institutions	E-Voting	2637546	151304	5.7365	151304	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2637546	151304	5.7365	151304	0	100	0
Public- Non Institutions	E-Voting	15255470	3588732	23.5242	3588566	166	99.9954	0.0046
	Poll		134	0.0009	134	0	100	0
	Postal Ballot (if applicable)							
	Total	15255470	3588866	23.5251	3588700	166	99.9954	0.0046
Total		61352000	47199154	76.9317	47198988	166	99.9996	0.0004
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	





To,  
The Chairman,  
GRM Overseas Limited

Date: 29/09/2025

**Sub: Consolidated Scrutinizer's Report on remote e-voting, e-voting at Annual General Meeting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Obligations") for the Annual General Meeting ("AGM") of GRM Overseas Limited held on Monday, September 29, 2025 at 12:00 P.M. (IST) through video conferencing ("VC")/ other audio visual means ("OAVM").**

Dear Sir,

I, Devesh Arora, Proprietor of Devesh Arora & Associates, Practicing Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of GRM Overseas Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, to scrutinize the e-voting process in respect of the below mentioned resolution proposed at the 31<sup>st</sup> Annual General Meeting ("AGM") of GRM Overseas Limited held on Monday, September 29, 2025 at 12:00 P.M. (IST) through VC/ OAVM.

The notice dated September 05, 2025 convening the AGM, as confirmed by the Company was duly sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose e-mail addresses are registered with the Company/ Registrar and Transfer Agent/ Depositories/ Depository Participants in compliance with the MCA Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, followed by General Circular No. 20/2020 dated May 5, 2020, and Circular Nos. 09/2024 dated September 19, 2024 and subsequent circulars issued in this regard, the latest being Circular No. 03/2025 dated September 22, 2025 (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India ("SEBI") Circulars dated May 12, 2020, January 15, 2021, May 13, 2022, January 5, 2023 and October 7, 2023 ("SEBI Circulars").

The Company had availed the e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting remote e-voting by the Shareholders of the Company prior to the Meeting and also e-voting during the AGM.

The voting period for remote e-voting prior to the AGM commenced on Friday, September 26, 2025 at 9:00 A.M. IST and ended on Sunday, September 28, 2025 at 5:00 p.m. IST and the NSDL e-voting platform was disabled thereafter.



The Company had also provided e-voting facility during the AGM to those shareholders who were present at the AGM through VC/ OAVM and who had not cast their vote(s) earlier.

The shareholders of the Company holding shares as on the "cut-off" date i.e. Monday, September 22, 2025 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of e-voting at the AGM, the report on e-voting completed during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and downloaded from the e-voting website of the NSDL at around 01: 20 PM on Monday, September 29, 2025 in the presence of two witnesses Mr. Neeraj Kumar and Ms. Alisha Das who were not in the employment of the Company and/ or NSDL. They have signed below in the confirmation of the same:

Neeraj

Mr. Neeraj Kumar



Ms. Alisha Das

I have scrutinized and reviewed the remote e-voting prior to AGM and e-voting during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to and e-voting during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I would like to mention that the voting rights of Members were in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e. Monday, September 22, 2025 and as per the Register of Members of the Company.

Further, I would also like to mention that Shareholders who have split their votes into "Assent" as well as "Dissent" in respect of each DP ID/Client ID or Folio No., while their votes are taken as cast, they have been counted only once for the purpose of their presence, which has been mentioned under the head "Assent".

I now submit my consolidated report as under on the result of the remote e-voting prior to and e-voting during the AGM in respect of the said resolutions.



## ORDINARY BUSINESS:

### Resolution 1: Ordinary Resolution

- (A) Adoption of the Audited Standalone Financial Statements as at 31<sup>st</sup> March, 2025.  
(B) Adoption of the Consolidated Audited Financial Statements as at 31<sup>st</sup> March, 2025.

Particulars	Consolidated Voting Results		% of total number of valid votes cast
	Number of members voted	Number of valid votes cast by them through remote e-voting and e-voting at the AGM	
Valid Votes in Favour of the Resolution	209	4,71,99,154	100
Valid Votes in Against of the Resolution	0	0	0
Total	209	4,71,99,154	100
Invalid Votes	-	-	-

Therefore, the resolution No. 1 has been passed with requisite majority.

### Resolution 2: Ordinary Resolution

To consider appointment of a director in place of Mr. Nipun Jain (DIN: 01075283) who retires by rotation and being eligible, offers herself for re-appointment.

Particulars	Consolidated Voting Results		% of total number of valid votes cast
	Number of members voted	Number of valid votes cast by them through remote e-voting and e-voting at the AGM	
Valid Votes in Favour of the Resolution	209	4,71,99,154	100
Valid Votes in Against of the Resolution	0	0	0
Total	209	4,71,99,154	100
Invalid Votes	-	-	-

Therefore, the resolution No. 2 has been passed with requisite majority.



### **SPECIAL BUSINESS:**

#### **Resolution 3: Special Resolution**

**To approve increase in remuneration of Mrs. Mamta Garg, (DIN: 05110727) Whole time Director of the Company.**

Particulars	Consolidated Voting Results		% of total number of valid votes cast
	Number of members voted	Number of valid votes cast by them through remote e-voting and e-voting at the AGM	
Valid Votes in Favour of the Resolution	198	37,38,816	99.97
Valid Votes in Against of the Resolution	2	1,354	0.03
<b>Total</b>	<b>200</b>	<b>37,40,170</b>	<b>100</b>
Invalid Votes	-	-	-

Therefore, the resolution No. 3 has been passed with requisite majority.

#### **Resolution 4: Special Resolution**

**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.**

Particulars	Consolidated Voting Results		% of total number of valid votes cast
	Number of members voted	Number of valid votes cast by them through remote e-voting and e-voting at the AGM	
Valid Votes in Favour of the Resolution	198	37,38,816	99.97
Valid Votes in Against of the Resolution	2	1,354	0.03
<b>Total</b>	<b>200</b>	<b>37,40,170</b>	<b>100</b>
Invalid Votes	-	-	-

Therefore, the resolution No. 4 has been passed with requisite majority.



**Resolution 5: Ordinary Resolution**

**To approve appointment of M/s Devesh Arora & Associates, Practicing Company Secretaries as Secretarial Auditors of the Company.**

Particulars	Consolidated Voting Results		% of total number of valid votes cast
	Number of members voted	Number of valid votes cast by them through remote e-voting and e-voting at the AGM	
Valid Votes in Favour of the Resolution	209	4,71,99,154	100
Valid Votes in Against of the Resolution	0	0	0
<b>Total</b>	<b>209</b>	<b>4,71,99,154</b>	<b>100</b>
Invalid Votes	-	-	-

Therefore, the resolution No. 5 has been passed with requisite majority.

**Resolution 6: Ordinary Resolution**

**To approve the material related party transactions proposed to be entered with GRM Foodkraft Private Limited, material subsidiary of the company.**

Particulars	Consolidated Voting Results		% of total number of valid votes cast
	Number of members voted	Number of valid votes cast by them through remote e-voting and e-voting at the AGM	
Valid Votes in Favour of the Resolution	199	37,40,004	99.99
Valid Votes in Against of the Resolution	1	166	0.01
<b>Total</b>	<b>200</b>	<b>37,40,170</b>	<b>100</b>
Invalid Votes	-	-	-

Therefore, the resolution No. 6 has been passed with requisite majority.



**Resolution 7: Ordinary Resolution**

**To approve the material related party transactions proposed to be entered with GRM International Holdings Limited, UK, Subsidiary of the Company.**

Particulars	Consolidated Voting Results		% of total number of valid votes cast
	Number of members voted	Number of valid votes cast by them through remote e-voting and e-voting at the AGM	
Valid Votes in Favour of the Resolution	199	37,40,004	99.99
Valid Votes in Against of the Resolution	1	166	0.01
<b>Total</b>	<b>200</b>	<b>37,40,170</b>	<b>100</b>
Invalid Votes	-	-	-

Therefore, the resolution No. 7 has been passed with requisite majority.

**Resolution 8: Ordinary Resolution**

**To approve the material related party transactions proposed to be entered with GRM Fine Foods INC., USA, Fellow Subsidiary of the Company.**

Particulars	Consolidated Voting Results		% of total number of valid votes cast
	Number of members voted	Number of valid votes cast by them through remote e-voting and e-voting at the AGM	
Valid Votes in Favour of the Resolution	198	37,04,004	99.03
Valid Votes in Against of the Resolution	2	36,166	0.97
<b>Total</b>	<b>200</b>	<b>37,40,170</b>	<b>100</b>
Invalid Votes	-	-	-

Therefore, the resolution No. 8 has been passed with requisite majority.



**Resolution 9: Ordinary Resolution**

**To approve the material related party transactions proposed to be entered with Eros Agro & Farms Private Limited.**

Particulars	Consolidated Voting Results		% of total number of valid votes cast
	Number of members voted	Number of valid votes cast by them through remote e-voting and e-voting at the AGM	
Valid Votes in Favour of the Resolution	200	37,40,170	100
Valid Votes in Against of the Resolution	0	0	0
Total	200	37,40,170	100
Invalid Votes	-	-	-

Therefore, the resolution No. 9 has been passed with requisite majority.

**Resolution 10: Special Resolution**

**To consider and approve increase of the borrowing limit under Section 180(1)(c) of the Companies Act, 2013.**

Particulars	Consolidated Voting Results		% of total number of valid votes cast
	Number of members voted	Number of valid votes cast by them through remote e-voting and e-voting at the AGM	
Valid Votes in Favour of the Resolution	208	4,71,98,988	99.99
Valid Votes in Against of the Resolution	1	166	0.01
Total	209	4,71,99,154	100
Invalid Votes	-	-	-

Therefore, the resolution No. 10 has been passed with requisite majority.



**Resolution 11: Special Resolution**

**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.**

Particulars	Consolidated Voting Results		% of total number of valid votes cast
	Number of members voted	Number of valid votes cast by them through remote e-voting and e-voting at the AGM	
Valid Votes in Favour of the Resolution	208	4,71,98,988	99.99
Valid Votes in Against of the Resolution	1	166	0.01
Total	209	4,71,99,154	100
Invalid Votes	-	-	-

Therefore, the resolution No. 11 has been passed with requisite majority.

**For Devesh Arora & Associates  
Company Secretaries**



**Devesh Arora**  
C.P. No. 17860  
Peer Review  
Certificate No. -2080/2022  
UDIN: A049034G001388064

  
Counter Signed by-  
Atul Garg  
Chairman



**Date: 29.09.2025  
Place: New Delhi**