

To,  
The Department of Corporate services  
**BSE Ltd.**  
First Floor, P.J. Towers,  
Dalal Street, Mumbai- 400001

**Script Code: 539522**

**Sub: Voting Results and Scrutinizer Report**

Dear Sir/Madam,

The 37<sup>th</sup> Annual General Meeting (AGM) of **Grovy India Limited** (herein after referred as “**the Company**”) was held on Friday, 09<sup>th</sup> September, 2022 through Video Conferencing (VC)/Other Audio Visual Means (OA VM), in this regard, please find attached herewith following:

1. Voting Results of the Annual General Meeting in compliance with Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 annexed as Annexure-A.
2. Scrutinizer Report on remote e-voting prior and during the AGM and voting by poll is annexed as Annexure-B

This is for your information and further dissemination.

Thanking you

**For Grovy India Limited**

**Prakash Chand Jalan**  
**Chairman and Director**

Date: 10.09.2022

Place: New Delhi

**VOTING PATTERN OF AGM**  
**[Pursuant to Regulation 44 of SEBI (Listing Obligation and Disclosure Requirement)**  
**Regulation, 2015]**

<b>Date of the Annual General Meeting</b>	09.09.2022
<b>Total Number of Shareholders on Record Date</b>	168
<b>No. of shareholders present in the meeting either in person or through proxy:</b> Promoters and Promoter Group Public	NA
<b>No. of Shareholders attended the meeting through Video Conferencing:</b> Promoters and Promoter Group Public	27 (Twenty-Seven Only)  5 (Five Only) 22 (Twenty Two Only)

**DETAILS OF THE VOTING HELD THROUGH REMOTE AND VENUE IN RESPECT OF ANNUAL GENERAL MEETING OF GROVY INDIA LIMITED HELD ON 09.09.2022**

- Adoption of Financial Statements of the Company for the year ended 31st March, 2022 including Balance Sheet as at 31st March, 2022 and the Statement of Profit & Loss, Reports of the Board of Directors and Auditors thereon**

<b>Resolution Required</b>			<b>Ordinary Resolution</b>					
<b>Whether promoter/promoter group are interested in the agenda/resolution?</b>			No					
<b>Promoter / Public</b>	<b>Mode of Voting</b>	<b>No. of Shares held (1)</b>	<b>No. of Votes Polled (2)</b>	<b>% of Votes polled on outstanding shares (3)=[(2)/(1)]* 100</b>	<b>No. of Votes in-Favour (4)</b>	<b>No. of Votes in – Against (5)</b>	<b>% of Votes in favour on votes polled (6)=[(4)/(2)]* 100</b>	<b>% of Votes against on Votes Polled (7)=[(5)/(2)]*100</b>
<b>Promoter and Promoter Group</b>	E-Voting	1878847	789923	42.0430	789923	0	100	0
	Poll		1088924	57.9570	1088924	0	100	0
	<b>Total</b>		<b>1878847</b>	<b>1878847</b>	<b>100.00</b>	<b>1878847</b>	<b>0</b>	<b>100.00</b>
<b>Public Institutions</b>	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Public Non Institutions</b>	E-Voting	635554	175622	27.6329	175579	43	99.9755	0.0245
	Poll		4271	.6720	4271	0	100	0.00
	<b>Total</b>		<b>635554</b>	<b>179893</b>	<b>28.3049</b>	<b>179850</b>	<b>43</b>	<b>99.9761</b>
<b>Total</b>		<b>2514401</b>	<b>2058740</b>	<b>81.8780</b>	<b>2058697</b>	<b>43</b>	<b>99.9979</b>	<b>0.0021</b>

The resolution was passed with requisite votes

2. To declare final dividend on Equity Shares @ 1% i.e. Rs. 0.1/- (Ten Paise) per share for the Financial Year ended 31st March, 2022.

Resolution Required			Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Promoter / Public	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes in-Favour (4)	No. of Votes in - Against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on Votes Polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1878847	789923	42.0430	789923	0	100.00	0.000
	Poll		1088924	57.9570	1088924	0	100.00	0.00
	<b>Total</b>	<b>1878847</b>	<b>1878847</b>	<b>100</b>	<b>1878847</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions	E-Voting	0	0	0.00	0	0		
	Poll	0	0	0.00	0	0		
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>		
Public Non Institutions	E-Voting	635554	175622	27.6329	175575	47	99.9732	0.0268
	Poll		4271	.6720	4271	0	100.00	0.00
	<b>Total</b>	<b>635554</b>	<b>179893</b>	<b>28.3049</b>	<b>179846</b>	<b>47</b>	<b>99.9739</b>	<b>0.0261</b>
<b>Total</b>		<b>2514401</b>	<b>2058740</b>	<b>81.8780</b>	<b>2058693</b>	<b>47</b>	<b>99.9977</b>	<b>0.0023</b>

The resolution was passed with requisite votes

3. To Appoint Mrs. Anita Jalan (DIN: 00475635) as director, liable to retire by rotation, and being eligible, offers herself for re-appointment.

Resolution Required			Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Promoter / Public	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes in-Favour (4)	No. of Votes in - Against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on Votes Polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1878847	0	0.00	0	0	0	0
	Poll		0	0.00	0	0	0	0
	<b>Total</b>	<b>1878847</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public Institutions	E-Voting	0	0					
	Poll	0	0					
	<b>Total</b>	<b>0</b>	<b>0</b>					
Public Non Institutions	E-Voting	635554	175622	27.6329	175579	43	99.9755	0.0245
	Poll		4271	.6720	4271	0	100.00	0.00
	<b>Total</b>	<b>635554</b>	<b>179893</b>	<b>28.3049</b>	<b>179850</b>	<b>43</b>	<b>99.9761</b>	<b>0.0239</b>
<b>Total</b>		<b>2514401</b>	<b>179893</b>	<b>7.1545</b>	<b>179850</b>	<b>43</b>	<b>99.9761</b>	<b>0.0239</b>

The resolution was passed with requisite votes

**4. Reappointment of Mr. Nishit Jalan as Whole-Time Director**

Resolution Required			Special Resolution					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Promoter / Public	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes in-Favour (4)	No. of Votes in - Against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on Votes Polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1878847	0	0.00	0	0	0	0
	Poll		0	0.00	0	0	0	0
	<b>Total</b>		<b>1878847</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public Institutions	E-Voting	0	0					
	Poll	0	0					
	<b>Total</b>	<b>0</b>	<b>0</b>					
Public Non Institutions	E-Voting	635554	175622	27.6329	175579	43	99.9755	0.0245
	Poll		4271	.6720	4271	0	100.00	0.00
	<b>Total</b>		<b>635554</b>	<b>179893</b>	<b>28.3049</b>	<b>179850</b>	<b>43</b>	<b>99.9761</b>
<b>Total</b>		<b>2514401</b>	<b>179893</b>	<b>7.1545</b>	<b>179850</b>	<b>43</b>	<b>99.9761</b>	<b>0.0239</b>

The above resolution was passed unanimously.

**5. To offer, issue and Allotment of equity shares on Preferential Basis**

Resolution Required			Special Resolution					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Promoter / Public	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes in-Favour (4)	No. of Votes in - Against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on Votes Polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1878847	0	0.00	0	0	0	0
	Poll		0	0.00	0	0	0	0
	<b>Total</b>	<b>1878847</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public Institutions	E-Voting	0	0					
	Poll	0	0					
	<b>Total</b>	<b>0</b>	<b>0</b>					
Public Non Institutions	E-Voting	635554	175622	27.6329	175579	43	99.9755	0.0245
	Poll		4271	.6720	4271	0	100.00	0.0000
	<b>Total</b>	<b>635554</b>	<b>179893</b>	<b>28.3049</b>	<b>179850</b>	<b>43</b>	<b>99.9761</b>	<b>0.0239</b>
<b>Total</b>		<b>2514401</b>	<b>179893</b>	<b>7.1545</b>	<b>179850</b>	<b>43</b>	<b>99.9761</b>	<b>0.0239</b>

The above resolution was passed unanimously.

For Grovy India Limited

**Prakash Chand Jalan**  
 Chairman and Director

Date: 10.09.2022

Place: New Delhi





**CONSOLIDATED SCRUTINIZER'S REPORT**

To  
**The Chairman**  
**GROVY INDIA LIMITED**  
122, Vinobapuri, Lajpat Nagar Part II, New Delhi- 110024

Dear Sir,

Ref: **Annual General Meeting**

Sub: **Consolidated Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Venue Voting under Section 109 of the Act read with Rule 21 of the Rules as amended by the Companies (Management and Administration) Rules, 2015 for the 37<sup>th</sup> Annual General Meeting GROVY INDIA LIMITED held on Friday, the 09<sup>th</sup> Day of September, 2022 at 10.00 A.M. through video conferencing ('VC')/other audio visual means ('OAVM')**

I, Narender Thakur, Proprietor of Narender & Associates, Company Secretaries, appointed as the Scrutinizer by the Board of Directors of GROVY INDIA LIMITED pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and as per the MCA General Circular No. 14/ 2020 dated April 8, 2020, Circular No.17 /2020 dated April 13, 2020 and Circular No. 20/2020 dated May 5, 2020, Circular No. 2/2021 dated January 13, 2021 and SEBI Circular No. SEBI/HO/CFD/CMDI/CIR/P /2020/79 dated May 12, 2020 and SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15<sup>th</sup> January, 2021 read with SEBI Circular No. SEBI/HO/CFD/CMDI/CIR/P/2020/79 dated 12<sup>th</sup> May, 2020 for the resolutions proposed at the 37<sup>th</sup> Annual General Meeting (AGM) of the members of **GROVY INDIA LIMITED** held on Friday, 09<sup>th</sup> September, 2022 at 10.00 a.m. through Video Conferencing/ Other Audio Visual Means ("VC/OAVM") in order to ascertain requisite majority on voting conducted through remote e-voting process (before and during the AGM)

**Management Responsibility**

The management of the Company is responsible to ensure compliance with the requirement of the relevant provision of (i) the Companies Act, 2013 and Rules made thereunder and (ii) the SEBI (Listing obligation & Disclosure Requirements) Regulations 2015 (LODR), related to the Venue voting including voting by remote e-voting.



### **Scrutinizer's Responsibility**

My responsibility as scrutinizer for e-voting process is restricted to making a Scrutinizer's Report of the votes cast "in Favour" or "against" by the members in respect of the resolutions contained the Notice. My report is based on the verification of the data provide the Skyline Financial Services Private Limited, the Registrar and Transfer Agent of the Company from the e-voting system.

I submit my report as under

1. The Company had provided the e-voting facility through Central Depository Services (India) Limited website <https://www.evotingindia.com/>The Company had uploaded the AGM Notice containing all the items of businesses to be transacted on the website of the Company.
2. The AGM Notice sent to the members along with the Annual Report of the company (electronically through email) contained the detailed procedure to be followed by the members who were desirous of casting their votes electronically as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto.
3. The Cut-off date was Friday 02<sup>nd</sup> Day of September, 2022 for the purpose of deciding the members entitled to vote on the resolutions seeking their approval.
4. The remote e-voting commenced from 06<sup>th</sup>September, 2022 (09.00 a.m.) and concluded on 08<sup>th</sup> September, 2022 (5.00 p.m.).
5. Thereafter, on completion of the voting at the venue of the AGM and counting of the votes cast at the meeting by venue voting, the e-voting summary of the votes cast on the agenda items contained in the AGM Notice was generated from the electronic voting system provided by Central Depository Services (India) Limited.
6. The votes cast were unblocked in the presence of 2 witnesses, Mr. Neetu Yadav and Ms. Khushboo who are not in the employment of the Company.
7. The consolidated result of the remote e-voting together with Venue voting (Insta Poll) is as under:

### **ORDINARY BUSINESS**

#### **Item No. 1 (Ordinary Resolution)**

Adoption of Financial Statements of the Company for the year ended 31st March, 2022 including Balance Sheet as at 31st March, 2022 and the Statement of Profit and Loss Reports of the Board of Directors and Auditors thereon.





**(a) Votes in Favor of Resolution**

Mode of Voting	Number of members voted	Number of votes cast	% of total number of valid votes cast
Number of Members voted through remote e-voting	34	965502	99.96%
Number of Members voted through Venue voting	7	1093195	100.00%
<b>Total</b>	<b>41</b>	<b>2058697</b>	<b>99.98%</b>

**(b) Votes against the Resolution**

Mode of Voting	Number of members voted	Number of votes cast	% of total number of valid votes cast
Number of Members voted through remote e-voting	12	43	0.02%
Number of Members voted through Venue voting	-	-	-
<b>Total</b>	<b>12</b>	<b>43</b>	<b>0.00%</b>

**(c) Invalid/ Abstained Votes**

Mode of Voting	Number of members whose votes were invalid/Abstained	Number of shares held by them
Number of Members voted through remote e-voting	-	-
Number of Members voted through Venue voting	-	-

**Item No. 2 (Ordinary Resolution)**

To declare final dividend on Equity Shares @ 1% i.e. Rs. 0.1/- (Ten Paise) per share for the Financial Year ended 31st March, 2022



(a) Votes in Favor of Resolution

Mode of Voting	Number of members voted	Number of votes cast	% of total number of valid votes cast
Number of Members voted through remote e-voting	32	965498	99.97%
Number of Members voted through Venue voting	7	1093195	100.00%
<b>Total</b>	<b>39</b>	<b>2058693</b>	<b>99.99%</b>

(b) Votes against the Resolution

Mode of Voting	Number of members voted	Number of votes cast	% of total number of valid votes cast
Number of Members voted through remote e-voting	14	47	0.02%
Number of Members voted through Venue voting	-	-	-
<b>Total</b>	<b>14</b>	<b>47</b>	<b>0.00%</b>

(c) Invalid/ Abstained Votes

Mode of Voting	Number of members whose votes were invalid/Abstained	Number of shares held by them
Number of Members voted through remote e-voting	-	-
Number of Members voted through Venue voting	-	-

**Item No. 3 (Ordinary Resolution)**

To Appoint a Director in place of Mrs. Anita Jalan (DIN: 00475635), who retires by rotation band, being eligible, offers herself for re-appointment



(a) Votes in Favor of Resolution

Mode of Voting	Number of members voted	Number of votes cast	% of total number of valid votes cast
Number of Members voted through remote e-voting	32	175579	99.96%
Number of Members voted through Venue voting	3	4271	100.00%
<b>Total</b>	<b>35</b>	<b>179850</b>	<b>99.98%</b>

(b) Votes against the Resolution

Mode of Voting	Number of members voted	Number of votes cast	% of total number of valid votes cast
Number of Members voted through remote e-voting	12	43	0.02%
Number of Members voted through Venue voting	-	-	-
<b>Total</b>	<b>12</b>	<b>43</b>	<b>0.00%</b>

(c) Invalid/ Abstained Votes

Mode of Voting	Number of members whose votes were invalid/Abstained	Number of shares held by them
Number of Members voted through remote e-voting	2	789923
Number of Members voted through Venue voting	4	1088924

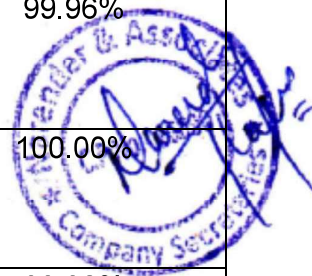
**SPECIAL BUSINESS**

**Item No. 4 (Special Resolution)**

Reappointment of Mr. Nishit Jalan (DIN: 02964239) as Whole-Time Director

(a) Votes in Favor of Resolution

Mode of Voting	Number of members voted	Number of votes cast	% of total number of valid votes cast
Number of Members voted through remote e-voting	32	175579	99.96%
Number of Members voted through Venue voting	3	4271	100.00%
<b>Total</b>	<b>35</b>	<b>179850</b>	<b>99.98%</b>



**(b) Votes against the Resolution**

Mode of Voting	Number of members voted	Number of votes cast	% of total number of valid votes cast
Number of Members voted through remote e-voting	12	43	0.02%
Number of Members voted through Venue voting	-	-	-
<b>Total</b>	<b>12</b>	<b>43</b>	<b>0.00%</b>

**(c) Invalid/ Abstained Votes**

Mode of Voting	Number of members whose votes were invalid/Abstained	Number of shares held by them
Number of Members voted through remote e-voting	2	789923
Number of Members voted through Venue voting	4	1088924

**Item No. 5 (Special Resolution)**

To offer, issue and Allotment of equity shares on Preferential Basis

**(a) Votes in Favor of Resolution**

Mode of Voting	Number of members voted	Number of votes cast	% of total number of valid votes cast
Number of Members voted through remote e-voting	32	175579	99.96%
Number of Members voted through Venue voting	3	4271	100.00%
<b>Total</b>	<b>35</b>	<b>179850</b>	<b>99.98%</b>

**(b) Votes against the Resolution**

Mode of Voting	Number of members voted	Number of votes cast	% of total number of valid votes cast
Number of Members voted through remote e-voting	12	43	0.02%
Number of Members voted through Venue voting	-	-	-
<b>Total</b>	<b>12</b>	<b>43</b>	<b>0.00%</b>



**(c) Invalid/ Abstained Votes**

<b>Mode of Voting</b>	<b>Number of members whose votes were invalid/Abstained</b>	<b>Number of shares held by them</b>
<b>Number of Members voted through remote e-voting</b>	2	789923
<b>Number of Members voted through Venue voting</b>	4	1088924

Based on the forgoing, the Resolutions No. 1 to 5 are deemed to have been passed with the requisite majority of the date of AGM i.e. 09<sup>th</sup> September, 2022

Thanking You  
**For Narender & Associates**  
**Company Secretaries**



Narender Thakur  
Proprietor  
C.P No.: 16690  
UDIN: A043952D000951067

**Date: 09-09-2022**  
**Place: Delhi**