

Date: 01.10.2025

To,
Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001

(Scrip Code: 539522)

Sub: Voting Results and Scrutinizer Report.

Dear Sir/Madam,

The 40th Annual General Meeting (AGM) of **Grovy India Limited** (herein after referred as “the Company”) was held on Monday, 29th September, 2025 through Video Conferencing (VC)/Other Audio Visual Means (OAVM), 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. Consolidated Scrutinizer Report on remote e-voting prior and during the AGM and venue voting is annexed as **Annexure-B**.

This is for your information and records please.

Thanking You.

For and on behalf of
Grovy India Limited

MEGHA Digitally signed
by MEGHA
MISHRA
MISHRA Date: 2025.10.01
16:41:00 +05'30'

Megha Mishra
Company Secretary and Compliance Officer
Membership Number: A73040

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

Date of the Annual General Meeting	29.09.2025
Total Number of Shareholders on Record Date	3428
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group Public	NA
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group Public	4 19

DETAILS OF THE VOTING HELD THROUGH REMOTE AND VENUE IN RESPECT OF ANNUAL GENERAL MEETING OF GROVY INDIA LIMITED HELD ON 29.09.2025

- Adoption of Financial Statements of the Company for the year ended 31st March, 2025 including Balance Sheet as at 31st March, 2025 and the Statement of Profit & Loss, Reports of the Board of Directors and Auditors thereon.**

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	81,05,316	81,05,316	100%	81,05,316	0	100%	0%
	Poll	0	0	0	0	0	0	0
	Total	81,05,316	81,05,316	100%	81,05,316	0	100%	0%
Public Institutions	E-Voting	0	0	00	0	0	0	0%
	Poll	0	0	0	0	0	0	0%
	Total	0	0	0	0	0	0	0%
Public Non-Institutions	E-Voting	5230956	852214	16.29%	852116	98	99.99%	0.01 %
	Poll	0	0	0	0	0	0	0
	Total	5230956	852214	16.29%	852116	98	99.99%	0.01 %
Total		13336272	8957530	67.16%	8957432	98	99.99%	0.01%

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, 2025.

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	81,05,316	81,05,316	100%	81,05,316	0	100%	0%
	Poll	0	0	0	0	0	0	0
	Total	81,05,316	81,05,316	100%	81,05,316	0	100%	0%
Public Institutions	E-Voting	0	0	00	0	0	0	0%
	Poll	0	0	0	0	0	0	0%
	Total	0	0	0	0	0	0	0%
Public Non-Institutions	E-Voting	5230956	852214	16.29%	852116	98	99.99%	0.01 %
	Poll	0	0	0	0	0	0	0
	Total	5230956	852214	16.29%	852116	98	99.99%	0.01 %
Total		13336272	8957530	67.16%	8957432	98	99.99%	0.01%

The resolution was passed with requisite votes

3. To Appoint Mr. Prakash Chand Jalan (DIN: 00475545) as director, liable to retire by rotation, and being eligible, offers himself 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	81,05,316	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	81,05,316	0	0	0	0	0	0
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public non-institutions	E-Voting	5230956	852214	16.29%	851716	498	99.94%	0.06%
	Poll	0	0	0%	0	0	0	0
	Total	5230956	852214	16.29%	851716	498	99.94%	0.06%
Total		13336272	852214	6.39%	851716	498	99.94%	0.06%

The resolution was passed with requisite votes

4. Re- Appointment of M/s. Ajay Rattan & Co., Chartered Accountants (FRN: 012063N) as Statutory Auditor of the Company

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	81,05,316	81,05,316	100%	81,05,316	0	100%	0%
	Poll	0	0	0	0	0	0	0
	Total	81,05,316	81,05,316	100%	81,05,316	0	100%	0%
Public Institutions	E-Voting	0	0	00	0	0	0	0%
	Poll	0	0	0	0	0	0	0%
	Total	0	0	0	0	0	0	0%
Public Non-Institutions	E-Voting	5230956	852214	16.29%	852116	98	99.99%	0.01 %
	Poll	0	0	0	0	0	0	0
	Total	5230956	852214	16.29%	852116	98	99.99%	0.01 %
Total		13336272	8957530	67.16%	8957432	98	99.99%	0.01%

The resolution was passed with requisite votes

5. Re-Appointment of Mr. Jay Nandan Jha (DIN-00531064) Non-Executive Independent Director

Resolution Required			Special 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	81,05,316	81,05,316	100%	81,05,316	0	100%	0%
	Poll	0	0	0	0	0	0	0
	Total	81,05,316	81,05,316	100%	81,05,316	0	100%	0%
Public Institutions	E-Voting	0	0	00	0	0	0	0%
	Poll	0	0	0	0	0	0	0%
	Total	0	0	0	0	0	0	0%
Public Non-Institutions	E-Voting	5230956	852214	16.29%	851716	498	99.94%	0.06 %
	Poll	0	0	0	0	0	0	0
	Total	5230956	852214	16.29%	851716	498	99.94%	0.06 %
Total		13336272	8957530	67.16%	8957032	498	99.99%	0.01%

The resolution was passed with requisite votes.

6. Appointment of M/s APMG & Associates, Practising Company Secretaries as a Secretarial Auditor of the Company

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	81,05,316	81,05,316	100%	81,05,316	0	100%	0%
	Poll	0	0	0	0	0	0	0
	Total	81,05,316	81,05,316	100%	81,05,316	0	100%	0%
Public Institutions	E-Voting	0	0	00	0	0	0	0%
	Poll	0	0	0	0	0	0	0%
	Total	0	0	0	0	0	0	0%
Public Non-Institutions	E-Voting	5230956	852214	16.29%	852116	98	99.99%	0.01 %
	Poll	0	0	0	0	0	0	0
	Total	5230956	852214	16.29%	852116	98	99.99%	0.01 %
Total		13336272	8957530	67.16%	8957432	98	99.99%	0.01%

The resolution was passed with requisite votes.

7. Amendment of the Memorandum of Association (MOA) by inserting the New clauses

Resolution Required			Special 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	81,05,316	81,05,316	100%	81,05,316	0	100%	0%
	Poll	0	0	0	0	0	0	0
	Total	81,05,316	81,05,316	100%	81,05,316	0	100%	0%
Public Institutions	E-Voting	0	0	00	0	0	0	0%
	Poll	0	0	0	0	0	0	0%
	Total	0	0	0	0	0	0	0%
Public Non-Institutions	E-Voting	5230956	852214	16.29%	852116	98	99.99%	0.01 %
	Poll	0	0	0	0	0	0	0
	Total	5230956	852214	16.29%	852116	98	99.99%	0.01 %
Total		13336272	8957530	67.16%	8957432	98	99.99%	0.01%

The resolution was passed with requisite votes.

For Grovy India Limited

MEGHA Digitally signed by
MEGHA MISHRA
Date: 2025.10.01
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MISHRA

Megha Mishra
Company Secretary and Compliance Officer

Date: 01.10.2025

Place: New Delhi

AKSHIT GUPTA & ASSOCIATES

(Advocates & Corporate Consultants)

Mob: 9999270516

Email id: advocateakshitgupta@gmail.com

SCRUTINIZER'S REPORT

To,

The Chairman

Grovv India Limited

122, 1st Floor, Vinobapuri,

Lajpat Nagar Part II,

South Delhi, 110024

Dear Sir,

Reference: 40th Annual General Meeting

Subject: Consolidated Scrutinizer's Report on remote e-voting conducting pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the 40th Annual General Meeting of Grovv India Limited held on Monday, September 29, 2025 at 12:30 P.M. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

We, Akshit Gupta & Associates, Advocates & Corporate Consultants through its proprietor Mr. Akshit Gupta, Advocate, having its office at D-14, 8-9, Third Floor, Sector 8, Rohini, Delhi-110085, have been appointed as Scrutinizer by the Board of Directors of the Grovv India Limited in its Board Meeting dated 04th September, 2025 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the e-voting process in respect of below mentioned resolutions proposed at the Annual General Meeting ("AGM") of Grovv India Limited ("the Company") held on Monday, September 29, 2025 at 12:30 P.M. through VC/OAVM.

The notice dated September 04, 2025, convening AGM, as confirmed by the company, was sent to the shareholders in respect of below mentioned resolutions proposed to be passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/Depositories.

The AGM notice sent to members along with explanatory statement (electronically through email) contained the detail procedure to be followed by 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 thereto.

The Company had availed the e-voting facility offered by Central Depository Services Limited ('CSDL') for conducting remote e-voting by the Shareholders of the Company.

The voting period for remote e- voting commenced on Friday, September 26, 2025 (9:00 A.M) and ends on September 28, 2025 (5:00 P.M) and the CSDL e-voting platform was disabled thereafter.

The Company had also provided e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier. The shareholders of the Company holding shares as on the "cut-off" date of September 23rd, 2025 were entitled to vote on the resolutions as contained in the Notice of the AGM.

Thereafter, the e-voting summary of the votes cast by the members through remote e-voting process before the AGM and through e-voting process during the AGM on the agenda items contained in the AGM Notice was generated from the electronic voting system provided by Central Depository Services (India) Limited.

I have scrutinized and reviewed the remote e-voting prior to and during the AGM and votes cast therein based on the data downloaded from the CSDL 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 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 now submit my consolidated report as under on the result of the remote e-voting prior to and during the AGM in respect of the said resolutions.

ITEM NO. 1: (Ordinary Resolution)

To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2025 together with the reports of the Board of Directors and Statutory Auditors thereon.

i. Voted in **favour** of the resolution:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	58	8957432	100%
Number of members voted through e-voting during AGM	0	0	0%
Total	58	8957432	100%

ii. Voted **against** the resolution:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	9	98	0%
Number of members voted through e-voting during AGM	0	0	0%
Total	9	98	0%

iii. **Invalid** votes:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	-	-	-
Number of members voted through e-voting during AGM	-	-	-
Total	-	-	-

ITEM NO. 2: (Ordinary Resolution)

To approve and declare the payment of Final Dividend on Equity Shares @ 1% i.e. Rs. 0.1/- (Ten Paise) per share for the Financial Year ended 31st March, 2025.

i. Voted in **favour** of the resolution:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	58	8957432	100%
Number of members voted through e-voting during AGM	0	0	0%
Total	58	8957432	100%

ii. Voted **against** the resolution:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	9	98	0%
Number of members voted through e-voting during AGM	0	0	0%
Total	9	98	0%

iii. **Invalid** votes:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	-	-	-
Number of members voted through e-voting during AGM	-	-	-
Total	-	-	-

ITEM NO. 3: (Ordinary Resolution)

To appoint Mr. Prakash Chand Jalan (DIN: 00475545) as director, liable to retire by rotation, and being eligible, offers himself for re-appointment.

i. Voted in **favour** of the resolution:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	52	851716	9.50%
Number of members voted through e-voting during AGM	0	0	0%

Total	52	851716	9.50%
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ii. Voted **against** the resolution:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	10	498	0.01%
Number of members voted through e-voting during AGM	0	0	0%
Total	10	498	0.01%

iii. **Invalid** votes:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	5	8105316	90.49%
Number of members voted through e-voting during AGM	0	0	0%
Total	5	8105316	90.49%

ITEM NO. 4: (Ordinary Resolution)

Re-Appointment of M/s. Ajay Rattan & Co., Chartered Accountants (FRN: 012063N) as Statutory Auditor of the Company.

i. Voted in **favour** of the resolution:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	58	8957432	100%
Number of members voted through e-voting during AGM	0	0	0%
Total	58	8957432	100%

ii. Voted **against** the resolution:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	9	98	0%
Number of members voted through e-voting during AGM	0	0	0%

Total	9	98	0%
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iii. **Invalid** votes:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	-	-	-
Number of members voted through e-voting during AGM	-	-	-
Total	-	-	-

ITEM NO. 5: (Special Resolution)

To Re-Appointment of Mr. Jay Nandan Jha (DIN-00531064) Non-Executive Independent Director.

i. Voted in **favour** of the resolution:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	57	8957032	99.99%
Number of members voted through e-voting during AGM	0	0	0
Total	57	8957032	99.99%

ii. Voted **against** the resolution:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	10	498	0.01%
Number of members voted through e-voting during AGM	0	0	0
Total	10	498	0.01%

iii. **Invalid** votes:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	-	-	-
Number of members voted through e-voting during AGM	-	-	-

Total	-	-	-
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ITEM NO. 6: (Ordinary Resolution)

To Appoint M/s APMG & Associates, Practising Company Secretaries as a Secretarial Auditor of the Company.

i. Voted in **favour** of the resolution:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	58	8957432	100%
Number of members voted through e-voting during AGM	0	0	0%
Total	58	8957432	100%

ii. Voted **against** the resolution:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	9	98	0%
Number of members voted through e-voting during AGM	0	0	0%
Total	9	98	0%

iii. **Invalid** votes:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	-	-	-
Number of members voted through e-voting during AGM	-	-	-
Total	-	-	-

ITEM NO. 7: (Special Resolution)

To Amend the Memorandum of Association (MoA) by inserting the New clauses.

i. Voted in **favour** of the resolution:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
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Number of members voted through remote e-voting	58	8957432	100%
Number of members voted through e-voting during AGM	0	0	0%
Total	58	8957432	100%

ii. Voted **against** the resolution:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	9	98	0%
Number of members voted through e-voting during AGM	0	0	0%
Total	9	98	0%

iii. **Invalid** votes:

Mode of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Number of members voted through remote e-voting	-	-	-
Number of members voted through e-voting during AGM	-	-	-
Total	-	-	-

The register, all other papers and relevant records related to electronic voting shall remain in our safe until the chairman considers, approves and sign the minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

For Akshit Gupta & Associates
(Advocates & Corporate Consultants)

**Akshit
Gupta**

Digitally signed by
Akshit Gupta
Date: 2025.10.01
16:35:00 +05'30'

Adv. Akshit Gupta

D/823/2024

Add: D-14, 8-9, Third Floor
Sector 8, Rohini Delhi 110085

Date: 01.10.2025

Place: New Delhi