

Date: 07.04.2025

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 Extraordinary General Meeting (EGM) of **Grovy India Limited** (herein after referred as “the Company”) was held on Friday, 04th April, 2025 through Video Conferencing (VC)/Other Audio Visual Means (OAVM), in this regard, please find attached herewith following:

1. Voting Results of the Extraordinary 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 EGM is annexed as **Annexure-B**.

This is for your information and records please.

Thanking You.

For and on behalf of
Grovy India Limited

Megha Mishra
Company Secretary and Compliance Officer
Membership Number: A73040

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

Date of the Extraordinary General Meeting	04.04.2025
Total Number of Shareholders on Record Date	3782
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 16

DETAILS OF THE VOTING HELD THROUGH REMOTE AND VENUE IN RESPECT OF EXTRAORDINARY GENERAL MEETING OF GROVY INDIA LIMITED HELD ON 04.04.2025

1. TO APPROVE APPOINTMENT OF MR. ANUPAM SINGH SISODIA (DIN: 02637198) AS AN INDEPENDENT DIRECTOR OF THE COMPANY.

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	9679316	9679316	100%	9679316	0	100%	0%
	Poll		0	0	0	0	0	0
	Total	9679316	9679316	100%	9679316	0	100%	0%
Public Institutions	E-Voting							
	Poll							
	Total							
Public Non Institutions	E-Voting	3656956	793041	21.68%	792941	100	99.98%	0.01%
	Poll		0	0	0	0	0	0
	Total	3656956	793041	21.68%	792941	100	99.98%	0.01%
Total		13336272	10472357	78.52%	10472257	100	99.99%	0.01%

The resolution was passed with requisite votes

2. TO APPROVE REAPPOINTMENT OF MR. NAWAL KISHORE CHOUDHURY (DIN: 00973844) AS AN INDEPENDENT DIRECTOR OF THE COMPANY.

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	9679316	9679316	100%	9679316	0	100%	0%
	Poll		0	0	0	0	0	0
	Total	9679316	9679316	100%	9679316	0	100%	0%
Public Institutions	E-Voting							
	Poll							
	Total							
Public Non Institutions	E-Voting	3656956	793041	21.68%	792937	104	99.98%	0.01%
	Poll		0					
	Total	3656956	792937	21.68%	792937	104	99.98%	0.01%
Total		13336272	10472357	78.52%	10472253	104	99.99%	0.00%

The resolution was passed with requisite votes

**3. INCREASE IN MANAGERIAL REMUNERATION OF MR. NISHIT JALAN, WHOLE TIME DIRECTOR
CUM CHIEF EXECUTIVE OFFICER OF THE COMPANY.**

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	9679316	9679316	100%	9679316	0	100%	0%
	Poll		0	0	0	0	0	0
	Total	9679316	9679316	100%	9679316	0	100%	0%
Public Institutions	E-Voting							
	Poll							
	Total							
Public Non Institutions	E-Voting	3656956	793041	21.68%	792937	104	99.98%	0.01%
	Poll		0	0	0	0	0	0
	Total	3656956	792937	21.68%	792937	104	99.98%	0.01%
Total		13336272	10472357	78.52%	10472253	104	99.99%	0.00%

The resolution was passed with requisite votes

4. TO INCREASE IN REMUNERATION OF MR. ANKUR JALAN, CHIEF FINANCIAL OFFICER OF THE COMPANY.

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	9679316	9679316	100%	9679316	0	100%	0%
	Poll		0	0	0	0	0	0
	Total	9679316	9679316	100%	9679316	0	100%	0%
Public Institutions	E-Voting							
	Poll							
	Total							
Public Non Institutions	E-Voting	3656956	793041	21.68%	792937	104	99.98%	0.01%
	Poll		0	0	0	0	0	0
	Total	3656956	793041	21.68%	792937	104	99.98%	0.01%
Total		13336272	10472357	78.52%	10472253	104	99.99%	0.00%

The above resolution was passed with requisite votes.

For Grovy India Limited

Megha Mishra
Company Secretary and Compliance Officer

Date: 07.04.2025
Place: New Delhi

AKSHIT GUPTA & ASSOCIATES

(Advocates & Corporate Consultants)

Mob: 9999270516

Email id: advocateakshitgupta@gmail.com

SCRUTINIZER'S REPORT

To,

The Chairman

Grovya India Limited

122, 1st Floor, Vinobapuri,

Lajpat Nagar Part II,

South Delhi, 110024

Dear Sir,

Reference: Extraordinary 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 Extraordinary General meeting of Grovya India Limited held on Friday, April 04, 2025 at 12:30 P.M. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

We, Akshit Gupta & Associates, Advocates & Corporate Consultants through partner 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 Grovya India Limited in its Board Meeting dated 07th March, 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 Extraordinary General Meeting ("EGM") of Grovya India Limited ("the Company") held on Friday, April 04, 2025 at 12:30 P.M. through VC/OAVM.

The notice dated March 07, 2025, convening EGM, as confirmed by the company, was sent to the shareholders in respect of below mentioned resolutions proposed to be passed at the EGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/Depositories.

The EGM 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 Tuesday, April 01, 2025 (9:00 A.M) and ends on Thursday, April 03, 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 EGM 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 March 28, 2025 were entitled to vote on the resolutions as contained in the Notice of the EGM.

Thereafter, the e-voting summary of the votes cast by the members through remote e-voting process before the EGM and through e-voting process during the EGM on the agenda items

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M.Com, FCG, LLB, DIM
Regn. No.: D-823/2024

contained in the EGM 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 EGM 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 EGM on the resolutions contained in the notice of the EGM.

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 EGM in respect of the said resolutions.

ITEM NO. 1: (Special Resolution)

To approve appointment of Mr. Anupam Singh Sisodia (DIN: 02637198) as an independent director 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	54	10472237	100%
Number of members voted through e-voting during EGM	1	20	0%
Total	55	10472257	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	100	0%
Number of members voted through e-voting during EGM	0	0	0%
Total	9	100	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 remote e-voting during EGM	-	-	-

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Total	-	-	-
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ITEM NO. 2: (Special Resolution)

To approve reappointment of Mr. Nawal Kishore Choudhury (DIN: 00973844) as an independent Director 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	53	10472233	100%
Number of members voted through remote e-voting during EGM	1	20	0%
Total	54	10472253	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	10	104	0%
Number of members voted through remote e-voting during EGM	0	0	0%
Total	10	104	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 remote e-voting during EGM	-	-	-
Total	-	-	-


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M.Com, FCS, LLB, DIM
Regn. No.: D-823/2024

ITEM NO. 3: (Special Resolution)

Increase in managerial remuneration of Mr. Nishit Jalan, whole time Director cum chief executive officer 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	53	10472233	100%
Number of members voted through remote e-voting during EGM	1	20	0%
Total	54	10472253	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	10	104	0%
Number of members voted through remote e-voting during EGM	0	0	0%
Total	10	104	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	5	9679316	92.43%
Number of members voted through remote e-voting during EGM	0	0	0
Total	5	9679316	92.43%

ITEM NO. 4: (Special Resolution)

Increase in remuneration of Mr. Ankur Jalan, Chief Financial Officer of the company.

Adv Akshita Gupta
M.Com, FCS, LLB, DIM
Regn. No.: D-823/2024

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	53	10472233	100%

Number of members voted through remote e-voting during EGM	1	20	0%
Total	54	10472253	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	10	104	0%
Number of members voted through remote e-voting during EGM	0	0	0%
Total	10	104	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	5	9679316	92.43%
Number of members voted through remote e-voting during EGM	0	0	0
Total	5	9679316	92.43%

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 Extraordinary 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)

Adv. Akshit Gupta
 M.Com, FCS, LLB, DIM
 Regn. No: D-823/2024

Adv. Akshit Gupta

D/823/2024

Add: D-14, 8-9, Third Floor

Sector 8, Rohini Delhi 110085

Date: 05.04.2025

Place: Delhi