

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

12.09.2025

(BSE SCRIP CODE 539522)

Sub: Outcome of Board Meeting held on 04th September, 2025 in accordance with the Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

Dear Sir,

Pursuant to Regulation 30 and other applicable regulation of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors of the Company in its meeting held on i.e. Thursday, September 04, 2025 have inter-alia considered and approved the following:

1. Director's Report, Annual Report and other related annexures forming part thereof for the financial year ended on 31st March, 2025.
2. Approval of Notice to convene the 40th Annual General Meeting (AGM) of the Members of the Company. The 40th Annual General Meeting of the Company shall be conducted through Video Conferencing ("VC") or other Audio-Visual means and will be held on Monday, September 29, 2025 at 12:30 P.M ("IST"). The remote e-voting period commences on Friday, September 26, 2025 (9:00 A.M) and ends on Sunday, September 28, 2025 (5:00 P.M).
3. Recommendation of Final Dividend @1% i.e. Rs. 0.10/- (Ten Paisa) per equity share of the Company for the financial year ended March 31, 2025 and the same shall be payable subject to approval of the Shareholders at the ensuing Annual General Meeting.
4. Pursuant to Regulation 42 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has fixed Tuesday, September 23, 2025, as the Record Date for determining the entitlement of shareholders to the final dividend for the financial year ended March 31, 2025.
5. Tuesday, **September 23, 2025** fixed as the cut- off date for the purpose of remote E-voting for ascertaining the names of the shareholders, holding shares dematerialized form, who will be entitled to cast their votes electronically in respect of the businesses to be transacted at the 40th Annual General Meeting of the Company.
6. Pursuant to Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended read with Section 91 of the Companies Act, 2013 including rules made thereunder, Fixed the dates of Book closure of Register of Members and Share Transfer Registers, from Wednesday, 24th September, 2025 to Monday, 29th September, 2025 (both days inclusive) for the purpose of 40th Annual General Meeting of the Company and dividend declaration.
7. To take note of Secretarial Audit Report for the financial year ended on March 31, 2025.
8. Appointment of Akshit Gupta an Advocate as the scrutinizer to scrutinize the entire voting process including remote e-Voting in a fair and transparent manner for the 40th Annual General Meeting of the Company.

9. The Board of Directors on the recommendation of the Audit Committee but subject to approval of shareholders to be obtained at the General meeting of the company, have recommended the re-appointment of **M/s Ajay Rattan & Company, Chartered Accountants (FRN: 012063N)** as Statutory Auditors of the Company for a term of 5 (five) consecutive years from the conclusion of this Annual General Meeting i.e. Fortieth (40th) Annual General Meeting till the conclusion of the till the conclusion of Forty fifth (45th) Annual General Meeting of the Company.

*Pursuant to the Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November 2024, the disclosure of specified information in respect of abovementioned event is annexed hereto and marked as **Annexure-A**.*

10. In terms of the recommendation from the Audit Committee, the Board of Directors of the Company has appointed **M/s APMG & Associates**, Practicing Company Secretary as Secretarial Auditor of the Company to conduct the Secretarial Audit of the Company for a term of 05 (Five) years commencing from F.Y. 2025-26 (from the conclusion of the ensuing 40th Annual General Meeting till the conclusion of 45th Annual General Meeting to be held in the financial year 2029-30) subject to approval of the Shareholders of the Company in the ensuing 40th Annual General Meeting.

*Pursuant to the Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November 2024, the disclosure of specified information in respect of abovementioned event is annexed hereto and marked as **Annexure-B**.*

11. Alteration to the Object Clause of Memorandum of Association

Pursuant to Section 13 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), and rules made thereunder and subject to the approval of the Members of the Company, and of the Registrar of Companies (Delhi), the Board accorded its approval for effecting the alterations and amend Clause III (B) Ancillary Objects Clause of MOA by insertion of some objects of the Company as under:

1. To carry on the business of investment, finance, hire purchase, and leasing of all movables and immovable, subject to RBI approvals wherever needed.

2. To carry on the business of advisors on matters relating to the administration and organization of industry and business and to advise upon the means and methods for extending, developing and improving all types of business or industries and all systems and processes relating to the production, storage, distribution, marketing and sale of goods and or relating to the rendering of the services and to collect, prepare and distribute information and statistics relating to any type of business or industry.

3. To carry on the profession as consultants on management, employment, engineering, industrial and technical matters to industry and business. To act as consultants, Advisors, architects, civil engineers, designers, town planners, valuer, surveyors and supervisors for all sorts of buildings activities and allied jobs and works, by research, development or invention and to act as consulting engineers and management consultants and to prepare project reports and plan layouts and provide technical advice guidance and supervision in the erection, installation, commissioning of any projects industrial or otherwise.

4. To carry on the business of mechanical and electrical engineers and manufacturers and suppliers of implements and machinery, tool makers, iron and steel works and to buy, sell, manufacture, repair, convert, let on hire and deal in machinery, implements, rolling stocks and hardware of all kinds.

5. To carry on the business of manufacturers, buyers, sellers, dealers, commission agents, importers, exporters and distributors of all type of Information Technology products, hardware and accessories and development of computer software and its sale and any other business allied and incidental thereto and to carry on the business of advisors on problems relating to the administration and organisation of industry and business and to advice upon the means and method for extending, developing and improving all types of business or industries and all systems and processes relating to production, storage, distribution, marketing and sale of goods and/or relating to the rendering of the services.

6. To carry on the business of advisors and consultants on all matters relating to administrations, personnel, finance, investments, management, organisation, manufacture, production, storage, process, system and accounts, training and recruitment, marketing, distributing and selling method relating to any type of business or industry and to carry on business of manufacturers of and dealers in all kinds of electrical machinery and electrical apparatus for any purpose and to manufacture, sell, supply and deal in accumulators, lamps, meters engines, dynamos, batteries, telephonic or telegraphic apparatus of any kind and manufacturers of and dealers in scientific instruments of any kind.

7. To undertake or promote research in economic, fiscal, commercial, financial, technical and scientific studies.

12. To approve Re-appointment of **Mr. Jay Nandan Jha (DIN-00531064)** as Non-Executive Independent Director of the Company.

*Pursuant to the Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November 2024, the disclosure of specified information in respect of abovementioned event is annexed hereto and marked as **Annexure-C**.*

13. Consider and approve the re-appointment of **Mr. Prakash Chand Jalan**, who retires by rotation, being eligible offered his candidature for re-appointment.

14. Transfer of Unclaimed Dividend to IEPF

The Board approved the transfer of unclaimed dividend amount for FY 2017-18 (₹0.50) to the Investor Education and Protection Fund (IEPF), subject to settlement with any remaining eligible shareholders before the AGM.

The Board meeting commenced at 02:00 p.m. (IST) and concluded at 06:40 p.m. (IST).

This disclosure will also be hosted on the Company's website viz. www.grovyindia.com

Kindly take the same on record.

Thanking you,
Yours Sincerely,

Prakash Chand Jalan
Director
DIN- 00475545

Annexures enclosed

Annexure-A

Information as required under Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and SEBI Circular dated November 11, 2024

Appointment of Statutory Auditor

Sl. No.	Particulars	Details
1	Name of the Auditor	M/s Ajay Rattan & Company
2	Reason for Change	Re-appointment
3	Date of Appointment/ reappointment/Cessation (as applicable) & Term of Appointment	Date of Appointment: 04th September, 2025 (from the conclusion of 40 th AGM) Term of Appointment: For a term of five years to hold office from the conclusion of 40th AGM till the conclusion of 45th AGM.
4	Brief Profile	<p>M/s Ajay Rattan & Co., established in 1993, is a reputable Chartered Accountancy firm based in New Delhi. It delivers a comprehensive suite of professional services including auditing, management consultancy, income tax, GST, international taxation, transfer pricing, and appellate services.</p> <p>It is Founded in 1993 and headquartered at 11th Floor, Himalaya House, New Delhi, M/s Ajay Rattan & Co. is a distinguished CA firm offering holistic services in auditing, taxation (including GST and international tax), transfer pricing, appellate work, and consultancy. Led by founding partner CA Ajay Aggarwal—who brings over 27 years of experience—the firm boasts a team of adept professionals dedicated to delivering proactive, client-focused solutions. With multiple offices across Delhi NCR and strategic locations such as Bathinda, Chandigarh, and Noida, the firm maintains a dynamic engagement with industry developments to ensure timely and relevant advisory support.</p>
5	Disclosure of relationship between directors	Not Applicable

Annexure-B

Information as required under Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and SEBI Circular dated November 11, 2024

Appointment of Secretarial Auditor

Sr. No.	Particulars	Details
1	Name of the Auditor	M/s APMG & Associates
2	Reason for change viz. re-appointment, resignation, removal, death or otherwise	Re-appointment
3	Date of appointment/cessation (as applicable) & term of appointment	Date of Appointment: 04th September, 2025 (from the conclusion of 40 th AGM) Term of Appointment: For a term of five years to hold office from the conclusion of 40 th AGM till the conclusion of 45 th AGM.
4	Brief Profile (in case of appointment)	<i>M/s APMG & Associates</i> is a reputed firm of Practising Company Secretaries offering specialized services in corporate law compliance, governance, and advisory. With a commitment to professional integrity, accuracy, and timely execution, the firm has earned recognition for its proficiency in handling complex secretarial assignments across industries.
5	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

Annexure-C

Information as required under Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and SEBI Circular dated November 11, 2024

Re-appointment of Non-Executive Director

SR. NO	Particulars	Details
1.	Name of Director	Mr. Jay Nandan Jha
2.	Reason of change (i.e. appointment, resignation, removal, death or otherwise)	Re-appointment
3.	Date of Appointment / cessation (as applicable) and terms of appointment	Date of Appointment: 04th September, 2025, subject to shareholders approval
4.	Brief Profile	Mr. Jay Nandan Jha possesses exceptional administrative skills, honed over long periods of time. With extensive experience in managing complex projects and teams, he has demonstrated a proven track record of delivering Results-driven solutions. His expertise spans strategic planning, operational management, and team leadership, making him a valuable asset to any organization.
5.	Disclosure of relationships between Director	Not Applicable