

To,
The Department of Corporate Services
BSE Limited
PJ Towers, Dalal Streets
Mumbai-400001
(BSE SCRIP CODE 539522)

30.08.2024

Sub: Outcome of Board Meeting in accordance with 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 today i.e. Friday, August 30, 2024 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, 2024.
2. Approval of Notice to convene the 39th Annual General Meeting (AGM) of the Members of the Company. The 39th 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 30, 2024 at 12:30 P.M ("IST") . The remote e-voting period commences on Tuesday, September 27th, 2024 (9:00 A.M) and ends on Sunday, September 29th, 2024 (5:00 P.M).
3. Friday, September 23rd, 2024 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 39th Annual General Meeting of the Company.
4. Considered and approved the proposal for issue of bonus equity shares to the members of the Company by capitalization of Securities Premium account in the in the proportion of 3:1 [i.e. 3 (Three) fully paid up bonus shares for every 1 (One) existing equity shares of Rs. 10/- each held by the members on the record date to be fixed hereafter for the purpose subject to approval of Shareholders of the Company in the 39th Annual General Meeting to be held on 30th September, 2024.

Details of further issue of shares by way of bonus in terms of SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 (“SEBI Circular”) is attached as Annexure I.

5. To take note of Secretarial Audit Report for the financial year ended on March 31st, 2024.
6. Appointment of APMG & Associates, Practicing Company Secretaries as the scrutinizer to scrutinize the entire voting process including remote e-Voting in a fair and transparent manner for the 39th Annual General Meeting of the Company
7. 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 Saturday, 23rd September, 2024 to Friday, 29th September, 2024 (both days inclusive) for the purpose of 39th Annual General Meeting of the Company, dividend declaration and Bonus Issue.
8. To take note on Resignation of auditor M/s Doogar & Associates, Chartered Accountants, (FRN: 000561N) who have tendered their resignation vide their resignation letter dated 28th August, 2024 informing their inability to continue as the Statutory Auditors 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 appointment of M/s SNR & Company, Chartered Accountants (FRN:014401N) as Statutory Auditors of the Company to fill the casual vacancy caused due to the resignation of M/s Doogar & Associates and SNR & Company, Chartered Accountants shall hold office upto the ensuing annual general meeting of the company.

Details with respect to change in Auditors of the Company as required under Regulation 30 Read with Schedule III of the Listing Regulations, SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are annexed herewith Annexure-II.

10. Considered and approved the increase in Authorised Share Capital from Rs. 54,000,000 (Five Crore Forty Lakhs) to Rs. 13,33,62,720 (Thirteen Crore Thirty-Three Lakh Sixty-Two Thousand Seven Hundred Twenty) corresponding

amendments to the Clause V of the Memorandum of Association and articles of the association of the Company subject to approval by the members.

The meeting of the Board of Directors commenced at 02:00 P.M. and concluded at 8:20 P.M.

This is for your information and records please.

Thanking you.

For Grovy India Limited

Megha Mishra
Company Secretary & Compliance Officer
Membership number: A73040

Annexure-1

Details required pursuant to Para A of Part A of Schedule III of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, concerning the Issuance of Bonus Issue

S.No	Particulars	Details
	Type of securities proposed to be issued (viz. equity shares, convertibles etc.)	Equity Shares
	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions, placement, preferential allotment etc.)	Bonus Issue
	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	1,00,02,204 Equity Shares
	Whether bonus is out of free reserves created out of profits or share premium account	Bonus shares will be issued out of share premium of the Company available as at 31st March 2024 based on Audited Financial Statement as at 31st March 2024.
	Bonus ratio	3 Bonus Equity Shares for every 1 (one) existing equity share held as on record date to be fixed in this regard.
	Details of share capital - pre and post bonus issue	Pre-Bonus Paid-up Share Capital: Rs. 3,33,40,680 divided into 33,34,068 Equity Shares of Rs. 10/- each Post-Bonus Paid-up Share Capital: Rs.

		13,33,62,720 divided into 1,33,36,272 Equity Shares of Rs. 10/- each
	Free reserves and/ or share premium required for implementing the bonus issue	13,96,36,593
	Free reserves and/ or share premium available for capitalization and the date as on which such balance is available	13,96,36,593
	Whether the aforesaid figures are audited	yes
	Estimated date by which such bonus shares would be credited/dispatched	Within 2 months from the date of Board's approval i.e. by August 30, 2024

Annexure – II

Details required pursuant to Para A of Part A of Schedule III of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, concerning the Appointment of Statutory Auditors

S.No	Particulars	Details
1.	Name of the company	Grovy India Limited
2	Name of the Statutory Auditor	SNR & Company
3	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment as Statutory Auditor of the company
4	Effective date of appointment	30/08/2024
5	Brief Profile	SNR & Company is a firm of Chartered Accountants offering assurance, tax, accounting and consulting services to its national and international clients across the globe. The firm has its head office at New Delhi with branches at Pune and Bangalore.
6	Disclosure of relationships between directors	NA