

16th March, 2024**GIL/2023-24/161****To,**

The BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400 001 Fax No.: 022-22721919 Scrip Code- 533282	The listing Department The National Stock Exchange of India Ltd. Exchange Plaza, C-1, Block G, Bandra- Kurla Complex Bandra(east), Mumbai- 400 051 Fax No.: 022-2659 8120 Company Code- GRAVITA
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Subject: Proceedings of Postal Ballot

With reference to captioned subject please find enclosed summary of proceedings as required under Regulation 30 read with Para A of Part A of schedule III of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.

Kindly take the above on your record and oblige.

Yours faithfully

For **Gravita India Limited**

Nitin Gupta
Company Secretary
(FCS-9984)

Encl: As above

Regd. Office:

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SUMMARY OF PROCEEDINGS OF DECLARATION OF VOTING RESULTS IN RESPECT OF RESOLUTION(S) AS SET OUT IN THE NOTICE OF POSTAL BALLOT DATED 23RD JANUARY 2024 PURSUANT TO SECTION 108 AND 110 OF THE COMPANIES ACT, 2013, OF GRAVITA INDIA LIMITED DECLARED ON 16TH MARCH 2024 AND DEEMED TO BE PASSED ON SAID DATE BEING THE LAST DATE OF REMOTE E-VOTING.

At its meeting held on Tuesday, 23rd January 2024 the Board of Directors (“Board”) of the Company approved the proposal to conduct a Postal Ballot pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 (“Act”) read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“Rules”) and other applicable provisions of the Act and Rules, along with the General Circular No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023, issued by the Ministry of Corporate Affairs (“MCA Circulars”), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification or re-enactment thereof for the time being in force and pursuant to other applicable laws and regulations to seek approval of the Members for the resolution stated in the notice of Postal Ballot and appointed Mr. Akshit Kumar Jangid, Practicing Company Secretary, (FCS:11285; CP:16300) partner of M/s Pinchaa & Co., Jaipur, as the Scrutinizer for scrutinizing the voting process for the Postal Ballot in a fair and transparent manner. The Board fixed Friday, 09th February, 2024 as the cut-off date for ascertaining the name of the Shareholders to whom the notice of Postal Ballot would be sent and also provided the facility to vote on the resolution(s) through a platform provided by Central Depository Services (India) Limited (CDSL). The E-voting period commenced from 09:00 A.M. on Friday, 16th February, 2024 and ended at 05:00 P.M. on Saturday 16th March, 2024.

In compliance with the aforementioned MCA/SEBI Circulars, the Company has send Postal Ballot Notice by email to all its Members who have registered their email addresses with the Company or depository / depository participants and the communication of assent / dissent of the Members will only take place through the E-voting system. Members were required to communicate their assent or dissent through the remote E-voting system only.

An advertisement pursuant to Rule 22 of the Companies (Management and Administration) Amendment Rules, 2015, about completion of dispatch of Postal Ballot Notice dated 23rd January, 2024 and containing other required information was published in Financial Express (English Edition) and Nafa Nuksan (Hindi Edition) on 16th February, 2024.

Thereafter, Mr. Akshit Kumar Jangid Practicing Company Secretary, submitted his report and other related papers with requisite details of the voting through postal ballot including remote E-voting on the resolution(s) as set-out in the Notice of Postal Ballot which was countersigned by Mr. Yogesh Malhotra, (DIN: 05332393) Whole Time Director (WTD) & CEO of the Company who was authorized by Chairman/ Board of the company.

Accordingly, on the basis of the Scrutinizers Report dated 16th March, 2024, the results on Postal Ballot and remote E-voting was declared by Mr. Yogesh Malhotra, Whole Time Director (WTD) & CEO of the Company on Saturday, the 16th March, 2024 at Gravita Tower, A-27B Shanti Path, Tilak Nagar, Jaipur-302004, Rajasthan and all the resolution(s) as set out in the Notice of Postal Ballot dated 23.01.2024 was deemed to have been passed as on Saturday, 16th March, 2024, the last date of receipt of remote e-voting, brief details of which are provided hereunder:-

Item 1:

To increase the limit under Section 180(1)(a) of the Companies Act, 2013 inter alia for creation of mortgage or charge on the assets, properties or undertaking(s) of the Company:

Result of Postal Ballot by remote E-Voting as follows:-

Manner of Voting through	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes
	No. of shares	Percentage	No. of shares	Percentage	No. of shares
Remote E-voting	49072385	94.1838	3030414	5.8162	-
TOTAL	49072385	94.1838	3030414	5.8162	-

Based on the analysis of the valid votes, the Scrutinizer has reported that the Special Resolution as set out under Item No. 1 in the Notice of the Postal Ballot has been passed by the Members of the Company with requisite majority and the same was announced by Mr. Yogesh Malhotra, (DIN: 05332393) Whole Time Director (WTD) & CEO of the Company.

Accordingly, the Resolution as reproduced hereunder was passed as a **Special Resolution**

“RESOLVED THAT pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to such other approvals as may be necessary, consent of the Members be and are hereby accorded to the Board of Directors (‘hereinafter referred to as the ‘Board’, which term shall be deemed to include any Committee constitute by the Board to exercise its powers including the powers conferred by this Resolution’) to sell, lease or dispose of in any manner including but not limited to mortgaging, hypothecating, pledging or in any manner creating charge on all or any part of the present and future moveable or immovable assets or properties of the Company or the whole or any part of the undertaking(s) of the Company of every nature and kind whatsoever (hereinafter referred to as the “Assets”) in favour of one or more banks, financial institutions or any other lenders to secure the amount borrowed by the company or any entity which is a subsidiary or group entity, from time to time, for the due re-payment of principal and/or together with interest, charges, costs, expenses and all other monies payable by the Company or any such entity in respect of the such borrowings of the Company from time to time, provided that the total amount at any point of time shall not exceed Rs. 1,200 Crores (Rupees One Thousand Two Hundred Crores only).”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to do all acts, deeds, matters and things to execute all such documents, instruments and writings and to do all acts, deeds, matters and things as may be necessary, proper or desirable or expedient to give effect to the above resolution.”

Yogesh Malhotra
Whole Time Director (WTD) & CEO
(DIN: 05332393)

Date : 16.03.2024

Place: Jaipur

For Gravita India Limited

Nitin Gupta
(Company Secretary)
FCS:9984