

PROCEEDINGS OF THE EXTRAORDINARY GENERAL MEETING (EGM) OF THE MEMBERS OF THE GRANDEUR PRODUCTS LIMITED HELD ON SATURDAY THE 25TH MARCH, 2017 AT THE REGISTERED OFFICE OF THE COMPANY AT H. NO. 1-62- 192, 3RD FLOOR, DWARAKA AVENUE, KAVURI HILLS, MADHAPUR, HYDERABAD- 500033

Time of commencement of Meeting : 10.00 A.M.

Time of conclusion of Meeting : 11.00 A.M.

Directors Present:

Mr. Vijay Kumar Deekonda	Chairman
Mrs. Sridevi Dasari	Independent Director
Mr. Poppoppu Lenin Babu	Independent Director

In Attendance

Ms. Priyanka Kumari	Company Secretary & Compliance Officer
Mrs. N. Vanitha	Scrutinizer

1. Ms. Priyanka Kumari, Company Secretary welcomed the Members and Directors.
2. The Company Secretary informed that the Register of Directors' Shareholding under Section 170 of the Companies Act, 2013 and other Statutory Registers are kept open for the Inspection. And requested Mr. Vijay Kumar Deekonda, Whole Time Director and Chairman to preside over the Chair.
3. The Chairman welcomed all the Members, Directors and others to the EGM of the Company. He informed that Mr. Munnangi Jayaramaprasad and Mr. Majeti Venkatesha Sridhar Kumar could not attend the EGM due to pre-occupations. He said that Mr. Majeti Venkatesha Sridhar Kumar, Chairman of Stakeholder and Relationship Committee has authorized Mr. Poppoppu Lenin Babu, Director and Member of the Committee to attend the EGM on behalf of him.
4. As per the attendance records, in aggregate 29 members were present at the EGM.

Number of Members present in person	: 29
Number of Members present through authorized representatives	: 0
Number of proxies received	: 0

The quorum being present the Chairman announced that the meeting was to order.

Priyanka Kumari



5. Thereafter, the Notice of EGM dated 01st March, 2017 was taken as read with the permission of the Members present at the meeting.
6. The Chairman informed the members that the Company had provided Remote E-Voting facility to all the members entitled to cast their vote (i.e. persons who were members on 18th March, 2017 being the cut-off date) on all the Resolutions as set out in the Notice of EGM during the period from Wednesday, 22nd March, 2017 (9:00 A.M.) to Friday, 24th March, 2017 (05:00 P.M.) as per the provisions of Companies Act, 2013 read with rules framed thereunder.
7. Further, in terms of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Members attending the EGM who had not already cast their vote by Remote E-Voting were also provided the option to exercise their right to vote at the venue by Physical Ballot on all the 7 Resolutions of Special Businesses as set out in the Notice of EGM.
8. He also informed that the Board had appointed Mrs. N. Vanitha, Practicing Company Secretary as Scrutinizer to scrutinize the E voting Process as well as Voting at the EGM in a fair and transparent manner.
9. The Chairman then explained the objective and implications of the Resolutions before putting them to vote at the meeting.
10. The Company Secretary read out the highlights of the following resolutions proposed in the notice of the meeting for the information of the members as under:
 - a) Approval of the Grandeur Employees Stock Purchase Scheme 2017 and its implementation through Trust.
 - b) Approval to grant, offer and allot Equity Shares under the Grandeur Employees Stock Purchase Scheme 2017 to the Employees of the Subsidiary Companies.
 - c) Approval to grant, offer and allot Equity Shares under the Grandeur Employees Stock Purchase Scheme 2017 to the Employees of the Holding Company.
 - d) Approval to grant Shares equal to or exceeding one per cent but not exceeding four percent of the issued Capital of the Company during any one financial year to identified employees under Grandeur Employees Stock Purchase Scheme 2017 ("GPL-ESPS 2017").

Priyanka K. Mani



- e) Authorization for Grandeur Products Limited Employees Welfare Trust to subscribe to shares for and under the Grandeur Employees Stock Purchase Scheme 2017 ("GPL-ESPS 2017").
- f) Provisioning of money by the Company to the Grandeur Products Limited Employees Welfare Trust/ Trustees for subscription of shares under the Grandeur Employees Stock Purchase Scheme 2017("GPL-ESPS 2017").
- g) Ratification pertaining to the results declared through postal ballot on 8th November, 2016 for point no (h) of Item 2 of the explanatory statement of the Postal Ballot notice dated 30.09.2016.

11. Before ordering the poll the Chairman invited the Members for their queries and observations. After answering the queries of the Members he ordered the poll and requested all the members present to cast their voting using ballot papers.

12. The Chairman requested the Company Secretary to explain to the Shareholders the procedure of voting at the meeting and authorized her to conduct the voting procedure.

13. After Completion of the voting process, the Chairman thanked the Shareholders present at the Meeting and concluded the meeting. He also informed that the results of the voting will be declared within 48 hours after considering the remote e-voting and voting through ballot by the members at the venue of EGM, by placing the same on the website of the Company and would be submitted to stock exchange.

Place: Hyderabad
Date: 25th March, 2017

For Grandeur Products Limited



Priyanka Kumari

Priyanka Kumari
Company Secretary and Compliance Officer