

Date: 5<sup>th</sup> May, 2018

To  
Corporate Relationship Department  
BSE Limited,  
1st Floor, Rotunda Building,  
P.J. Towers, Dalal Street,  
Mumbai – 400 001.

Dear Sir,

Sub: Submission of Consolidated Scrutinizer Report

Ref: Scrip Code: - 539235

With respect to the subject mentioned above please find the attached Consolidated Scrutinizer Report in respect of Extra Ordinary General Meeting of the Members of Grandeur Products Limited held on Saturday, the 5<sup>th</sup> day of May, 2018 at 10.00 A.M. at the Registered Office of the Company at H. No. 1-62-192, 3rd Floor, Dwaraka Avenue, Kavuri Hills, Madhapur, Hyderabad, Telangana-500033.

This is for your information and records.

Thanking You,

Yours faithfully  
For **Grandeur Products Limited**

*Priyanka Kumari*

**Priyanka Kumari,**  
Company Secretary & Compliance Officer





**Consolidated Scrutinizer Report**

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015]

To,  
The Chairman  
Grandeur Products Limited  
H. No. 1-62-192, 3rd Floor,  
Dwaraka Avenue, Kavuri Hills, Madhapur,  
**Hyderabad, Telangana-500033**

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on Remote E-voting and Physical voting at the Extraordinary General meeting**

With reference to the above subject, I, N. Vanitha, Practicing Company Secretary, state that I was appointed as a Scrutinizer by the Board of Directors of the Company for scrutinizing the Remote E- voting as well as Physical voting process at the EGM of the Company held on Saturday, the 5<sup>th</sup> day of May, 2018 at 10.00 A.M. at the Registered Office of the Company at H. No. 1-62-192, 3rd Floor, Dwaraka Avenue, Kavuri Hills, Madhapur, Hyderabad, Telangana-500033, in a fair and transparent manner, for ascertaining the requisite majority and for giving my report in connection with the items of business as provided in the EGM notice dated 11<sup>th</sup> April, 2018. The Company had provided to the members' facility of remote E- Voting and Physical voting at the EGM. I report as under:

1. The Company availed the services of M/s. Central Depository Services (India) Limited (hereinafter referred to as the "Service Provider") to offer the electronic voting facility to its shareholders. The e-voting facility was offered and kept open by the Company to its Shareholders from Wednesday, 2<sup>nd</sup> May, 2018 09.00 A.M. to Friday, 4<sup>th</sup> May, 2018 by 5.00 P.M. The shareholders whose names appeared in the Register of Members / List of Beneficial Owners as on 28<sup>th</sup> April, 2018 (i.e. cut - off date) were allowed to participate and vote electronically on all the items of business proposed in the EGM Notice during the aforesaid period of remote e-voting. On 5<sup>th</sup> May, 2018, the votes cast through e-voting facility were duly unblocked by me in the capacity of the Scrutinizer in the presence of 2 persons who were present as witnesses.
2. At the EGM of the Company held on Saturday, 5<sup>th</sup> May, 2018 at 10:00 A.M. at the Registered Office of the Company Situated at H. No. 1-62-192, 3rd Floor, Dwaraka Avenue, Kavuri Hills, Madhapur, Hyderabad, Telangana-500033, the Company provided the Poll facility at the venue to the shareholders who attended the meeting and did not participate in the E-voting facility to cast their votes through poll at the EGM.
3. Subsequent to the completion of voting process at the EGM, the votes cast by the shareholders were diligently scrutinized by me. The votes cast at the EGM were

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*N. Vanitha*

reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and with the authorizations / proxies lodged with the Company.

4. As per the voting I report that all the resolutions proposed at the EGM were duly passed with requisite majority. I am herewith enclosing the details of votes cast through e-voting from Wednesday, 2<sup>nd</sup> May, 2018 09.00 A.M. till Friday, 4<sup>th</sup> May, 2018 5.00 P.M. and details of the physical voting at the EGM on each of the resolutions as Annexure I.
5. The relevant records relating to electronic voting and Physical Voting at the EGM were sealed and handed over to the Company Secretary authorized by the Board for safekeeping.

Thanking You,

Place: Hyderabad  
Date: 05.05.2018

For **P.S. Rao & Associates**  
Company Secretaries



**N. Vanitha**  
Scrutinizer for the Company  
C.P.No. 10573

**ANNEXURE I**

**Item No.1: Increase of Authorized Capital:**

Details of Voting -

Particulars	No. of Ballot Forms Received from Shareholders at the EGM	No. of Equity Shares of Rs.10/- each (Votes)	No. of Shareholders who casted votes Electronically	No. of Equity Shares of Rs.10/- each (Votes)
Assented to the Resolution	21	18,93,700	24	80,18,930
Dissented to the Resolution	--	--	--	--
<b>Total votes cast</b>	<b>21</b>	<b>18,93,700</b>	<b>24</b>	<b>80,18,930</b>
Less: Total number invalid Votes	NIL	NIL	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>21</b>	<b>18,93,700</b>	<b>24</b>	<b>80,18,930</b>

Resolution required:						Ordinary Resolution			
Whether promoter/ promoter group are interested in the resolution?						No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter & Promoter Group	E-Voting	3195000	2105750	65.91	2105750	0	100	0	
	Poll		0	0	0	0	0	0	
	<b>Total</b>		<b>2105750</b>	<b>65.91</b>	<b>2105750</b>	<b>0</b>	<b>100</b>	<b>0</b>	
Public Institutions	E-Voting	0	0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	
Public Non Institutions	E-Voting	10166960	5913180	58.16	5913180	0	100	0	
	Poll		1893700	18.63	1893700	0	100	0	
	<b>Total</b>		<b>7806880</b>	<b>76.79</b>	<b>7806880</b>	<b>0</b>	<b>100</b>	<b>0</b>	
Total E-voting			8018930	60.01	8018930	0	100	0	
Total physical vote		<b>13361960</b>	1893700	14.17	1893700	0	100	0	
<b>Grand Total</b>			<b>9912630</b>	<b>74.18</b>	<b>9912630</b>	<b>0</b>	<b>100</b>	<b>0</b>	

**Item No.2: Preferential Issue of Equity Shares:**

Details of Voting -

Particulars	No. of Ballot Forms Received from Shareholders at the EGM	No. of Equity Shares of Rs.10/- each (Votes)	No. of Shareholders who casted votes Electronically	No. of Equity Shares of Rs.10/- each (Votes)
Assented to the Resolution	21	18,93,700	24	80,18,930
Dissented to the Resolution	--	--	--	--
<b>Total votes cast</b>	<b>21</b>	<b>18,93,700</b>	<b>24</b>	<b>80,18,930</b>
Less: Total number invalid Votes	NIL	NIL	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>21</b>	<b>18,93,700</b>	<b>24</b>	<b>80,18,930</b>



Resolution required:						Special Resolution			
Whether promoter/ promoter group are interested in the resolution?						No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter & Promoter Group	E-Voting	3195000	2105750	65.91	2105750	0	100	0	
	Poll		0	0	0	0	0	0	
	<b>Total</b>		<b>3195000</b>	<b>2105750</b>	<b>65.91</b>	<b>2105750</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-Voting	0	0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting	10166960	5913180	58.16	5913180	0	100	0	
	Poll		1893700	18.63	1893700	0	100	0	
	<b>Total</b>		<b>10166960</b>	<b>7806880</b>	<b>76.79</b>	<b>7806880</b>	<b>0</b>	<b>100</b>	<b>0</b>
Total E-voting			8018930	60.01	8018930	0	100	0	
Total physical vote		<b>13361960</b>	1893700	14.17	1893700	0	100	0	
<b>Grand Total</b>			<b>9912630</b>	<b>74.18</b>	<b>9912630</b>	<b>0</b>	<b>100</b>	<b>0</b>	

### Item No. 3: Increase of Borrowing Limits:

Details of Voting -

Particulars	No. of Ballot Forms Received from Shareholders at the EGM	No. of Equity Shares of Rs.10/- each (Votes)	No. of Shareholders who casted votes Electronically	No. of Equity Shares of Rs.10/- each (Votes)
Assented to the Resolution	21	18,93,700	24	80,18,930
Dissented to the Resolution	--	--	--	--
<b>Total votes cast</b>	<b>21</b>	<b>18,93,700</b>	<b>24</b>	<b>80,18,930</b>
Less: Total number invalid Votes	NIL	NIL	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>21</b>	<b>18,93,700</b>	<b>24</b>	<b>80,18,930</b>

Resolution required:						Special Resolution			
Whether promoter/ promoter group are interested in the resolution?						No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter & Promoter Group	E-Voting	3195000	2105750	65.91	2105750	0	100	0	
	Poll		0	0	0	0	0	0	
	<b>Total</b>		<b>3195000</b>	<b>2105750</b>	<b>65.91</b>	<b>2105750</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-Voting	0	0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting	10166960	5913180	58.16	5913180	0	100	0	
	Poll		1893700	18.63	1893700	0	100	0	
	<b>Total</b>		<b>10166960</b>	<b>7806880</b>	<b>76.79</b>	<b>7806880</b>	<b>0</b>	<b>100</b>	<b>0</b>
Total E-voting			8018930	60.01	8018930	0	100	0	
Total physical vote		<b>13361960</b>	1893700	14.17	1893700	0	100	0	
<b>Grand Total</b>			<b>9912630</b>	<b>74.18</b>	<b>9912630</b>	<b>0</b>	<b>100</b>	<b>0</b>	



**Item No. 4: Creation of charges on the movable and immovable properties of the Company, both present and future in respect of borrowings under section 180(1)(a) of the Companies Act, 2013:**

Details of Voting -

Particulars	No. of Ballot Forms Received from Shareholders at the EGM	No. of Equity Shares of Rs.10/- each (Votes)	No. of Shareholders who casted votes Electronically	No. of Equity Shares of Rs.10/- each (Votes)
Assented to the Resolution	21	18,93,700	24	80,18,930
Dissented to the Resolution	--	--	--	--
<b>Total votes cast</b>	<b>21</b>	<b>18,93,700</b>	<b>24</b>	<b>80,18,930</b>
Less: Total number invalid Votes	NIL	NIL	NIL	NIL
Total Number of Valid Votes	<b>21</b>	<b>18,93,700</b>	<b>24</b>	<b>80,18,930</b>

Resolution required:						Special Resolution			
Whether promoter/ promoter group are interested in the resolution?						No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter & Promoter Group	E-Voting	3195000	2105750	65.91	2105750	0	100	0	
	Poll		0	0	0	0	0	0	
	<b>Total</b>		<b>2105750</b>	<b>65.91</b>	<b>2105750</b>	<b>0</b>	<b>100</b>	<b>0</b>	
Public Institutions	E-Voting	0	0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	
Public Non Institutions	E-Voting	10166960	5913180	58.16	5913180	0	100	0	
	Poll		1893700	18.63	1893700	0	100	0	
	<b>Total</b>		<b>7806880</b>	<b>76.79</b>	<b>7806880</b>	<b>0</b>	<b>100</b>	<b>0</b>	
Total E-voting			8018930	60.01	8018930	0	100	0	
Total physical vote		<b>13361960</b>	1893700	14.17	1893700	0	100	0	
<b>Grand Total</b>			<b>9912630</b>	<b>74.18</b>	<b>9912630</b>	<b>0</b>	<b>100</b>	<b>0</b>	

Thanking You,

Place: Hyderabad  
Date: 05.05.2018

For **P.S. Rao & Associates**  
Company Secretaries



*N. Vanitha*

**N. Vanitha**  
Scrutinizer for the Company  
C.P.No. 10573