



## GRAUER & WEIL (INDIA) LIMITED

*Office of the Chairman &  
Managing Director*

Registered Office: 'Growel House', Akurli Road, Kandivli (E),  
Mumbai-400101, India. Tel: 91-22-66993100 • Board: 91-22-66993000.  
Fax: 91-22-66993010. E-mail: umesh.more@growel.com

### Declaration of the Results of Postal Ballot

Pursuant to the Provisions of Section 192A of the Companies Act, 1956 read with the Companies (Passing of Resolutions by Postal Ballot) Rules, 2001, Postal Ballot Forms along with Postal Ballot Notice and Explanatory Statement, dated 15<sup>th</sup> June, 2011 were sent to all the Shareholders of the Company for seeking their approval by means of Postal Ballot for the following matters :

1. Ordinary Resolutions pursuant to the provisions of Section 94 of the Companies Act, 1956 in respect of sub – division / splitting of Equity Shares of the Company from existing Face Value of Rs. 10/- each to Re. 1/- each.
2. Ordinary Resolution in respect of alteration of Clause V of the Memorandum of Association of the Company to give the effect to the sub – division / splitting of Equity Shares of the Company from the existing Face Value of Rs. 10/- each to Re. 1/- each.
3. Special Resolution in respect of alteration of Article 3 of the Articles of Association of the Company to give the effect to the sub – division / splitting of Equity Shares of the Company from existing Face Value of Rs. 10/- each to Re. 1/- each.

Mr. Chintan K. Gandhi, Practising Company Secretary, who was appointed as a Scrutiniser for the Postal Ballot has submitted the results of Postal Ballot as under :

| Sr. No. | Particulars                                  | Resolution No. 1 | Resolution No. 2 | Resolution No. 3 |
|---------|--|------------------|------------------|------------------|
| 1.      | Total Number of Postal Ballot Forms received | 466              | 466              | 466              |
|         | I. Valid Postal Ballot Forms Received        | 451              | 446              | 445              |
|         | II. Invalid Postal Ballot Forms Received     | 15               | 20               | 21               |
| 2.      | From Valid Postal Ballot Forms               | 451              | 446              | 445              |
|         | a. Number of Assented Shareholders           | 432              | 427              | 426              |
|         | b. Percentage                                | 95.79%           | 95.74%           | 95.73%           |
|         | c. Number of Dissented Shareholders          | 19               | 19               | 19               |
|         | d. Percentage                                | 4.21%            | 4.26%            | 4.27%            |

Cont.....



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|    |  |          |          |          |
|----|--|----------|----------|----------|
| 3. | Total Shares held by the Members of Face Value of Rs. 10/- each. (Valid Postal Ballot Forms) | 15628588 | 15620566 | 15620266 |
| a. | Total Number of Shares held by the Assented Shareholders                                     | 15610247 | 15605790 | 15605490 |
| b. | Percentage   | 99.88%   | 99.91%   | 99.91%   |
| c. | Total Number of Shares held by the Dissented Shareholders                                    | 18341    | 14776    | 14776    |
| d. | Percentage   | 0.12%    | 0.09%    | 0.09%    |

Accordingly all the 3 (Three) Resolutions as set out in the Notice dated 15<sup>th</sup> June, 2011 have been duly approved by the Shareholders of the Company with overwhelming majority.

It is further declared that the Record Date for the purpose of sub – division / splitting of Equity Shares of the Company from existing Face Value of Rs. 10/- each to Re. 1/- each be fixed as Friday, 12<sup>th</sup> August, 2011.

**Date : 26<sup>th</sup> July, 2011**

**Place : Mumbai**

**FOR GRAUER & WEIL (INDIA) LTD.**

  
**UMESHKUMAR MORE**