



July 26, 2018

**National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (East), Mumbai 400 051
Kind Attn: Manager, Listing Department**

**BSE Limited
P.J. Towers, Dalal Street
Mumbai 400 001
Kind Attn: General Manager,
Department of Corporate Services**

Scrip Code No. 506076 (BSE)

Dear Sirs,

68th Annual General Meeting ("AGM") and voting results

The 68th AGM of the Company was held today and the business mentioned in the Notice dated May 30, 2018 were transacted. In this regard, please find enclosed the following:

- Summary of proceedings as required under Regulation 30, Part-A of Schedule-III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").
- Voting results as required under Regulation 44 of the Listing Regulations.
- Report of Scrutinizer dated July 26, 2018, pursuant to Section 108 of the Companies Act, 2013 ("Act") and Rules framed thereunder.
- Annual Report for the financial year 2017-18 as required under Regulation 34 of the Listing Regulations duly approved and adopted by the Members as per the provisions of the Act.

This is for your information and records.

Thanking you,

Yours faithfully,
For **Grindwell Norton Limited**

**K. Visweswaran
Company Secretary
Membership No. A16123**

5th Level, Leela Business Park,
Andheri Kurla Road, Marol,
Andheri (East), Mumbai – 400 059

Encl: As above.



Voting through Ballot Paper and Electronic Voting (e-voting) of Grindwell Norton Limited - details of voting results						
Date of the AGM/ EGM	26-Jul-18					
Total number of shareholders on record date (being the cut-off date for determining the shareholders entitled to vote - July 19, 2018)	15754					
No. of Shareholders present in the meeting either in person or through proxy:						
Promoters and Promoter Group:	9					
Public:	48					
No. of Shareholders attended the meeting through Video Conferencing:						
Promoter and Promoter Group:						
Public:	Not Applicable					
Resolution Required: (Ordinary/Special)	Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda/resolution?	Yes, deemed to be interested to the extent of their respective shareholding in the Company					

ORDINARY BUSINESS:

Item No. 1:

To receive, consider and adopt:

- a. the Audited Financial Statements of the Company for the financial year ended March 31, 2018, together with the Reports of the Board of Directors and the Auditors thereon; and,
b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2018, together with the Report of the Auditors thereon.

Promoter/Public	Mode of Voting	Total 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
1 Promoter and Promoter Group	E-Voting	64613256	0	0.00	0	0	0.00	0.00
	Poll		63577628	98.40	63577628	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		63577628	98.40	63577628	0	100.00	0.00
	E-Voting		16845389	79.70	16845389	0	100.00	0.00
2 Public - Institutional holders	Poll	21136125	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		16845389	79.70	16845389	0	100.00	0.00
	E-Voting		229456	0.92	229430	26	99.99	0.01
	Poll		21117	0.08	21117	0	100.00	0.00
3 Public-Others	Postal Ballot (if applicable)	24970619	0	0.00	0	0	0.00	0.00
	Total		250573	1.00	250547	26	99.99	0.01
	E-Voting		17074845	15.42	17074819	26	100.00	0.00
	Poll		63598745	57.44	63598745	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
Total	Total	110720000	80673590	72.86	80673564	26	100.00	0.00

Voting through Ballot Paper and Electronic Voting (e-voting) of Grindwell Norton Limited - details of voting results								
Resolution Required: (Ordinary/Special)			Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes, deemed to be interested to the extent of their respective shareholding in the Company					
ORDINARY BUSINESS:								
Item No. 2:								
To declare a dividend on Equity Shares for the financial year ended March 31, 2018.								
Promoter/Public	Mode of Voting	Total 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
1 Promoter and Promoter Group	E-Voting	64613256	0	0.00	0	0	0.00	0.00
	Poll		63577628	98.40	63577628	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		63577628	98.40	63577628	0	100.00	0.00
2 Public - Institutional holders	E-Voting	21136125	16845389	79.70	16845389	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		16845389	79.70	16845389	0	100.00	0.00
3 Public-Others	E-Voting	24970619	229656	0.92	229630	26	99.99	0.01
	Poll		21117	0.08	21117	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		250773	1.00	250747	26	99.99	0.01
Total	E-Voting	110720000	17075045	15.42	17075019	26	100.00	0.00
	Poll		63598745	57.44	63598745	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		80673790	72.86	80673764	26	100.00	0.00



Voting through Ballot Paper and Electronic Voting (e-voting) of Grindwell Norton Limited - details of voting results

Resolution Required: (Ordinary/Special)

Ordinary Resolution

Whether promoter/promoter group are interested in the agenda/resolution?

Yes, deemed to be interested to the extent of their respective shareholding in the Company

ORDINARY BUSINESS:

Item No. 3:

To appoint a Director in place of Ms. Marie-Armelle Chupin (Director Identification No. 00066499), who retires by rotation and, being eligible, offers herself for re-appointment.

Promoter/Public	Mode of Voting	Total 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
1 Promoter and Promoter Group	E-Voting	64613256	0	0.00	0	0	0.00	0.00
	Poll		63577628	98.40	63577628	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		63577628	98.40	63577628	0	100.00	0.00
	E-Voting		16845389	79.70	15042108	1803281	89.30	10.70
2 Public - Institutional holders	Poll	21136125	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		16845389	79.70	15042108	1803281	89.30	10.70
	E-Voting		229656	0.92	216278	13378	94.17	5.83
	Poll		21117	0.08	21117	0	100.00	0.00
3 Public-Others	Postal Ballot (if applicable)	24970619	0	0.00	0	0	0.00	0.00
	Total		250773	1.00	237395	13378	94.67	5.33
	E-Voting		17075045	15.42	15258386	1816659	89.36	10.64
	Poll		63598745	57.44	63598745	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
Total	Total	110720000	80673790	72.86	78857131	1816659	97.75	2.25



Voting through Ballot Paper and Electronic Voting (e-voting) of Grindwell Norton Limited - details of voting results								
Resolution Required: (Ordinary/Special)				Ordinary Resolution				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes, deemed to be interested to the extent of their respective shareholding in the Company				
SPECIAL BUSINESS: Item No. 4: Ratification of Remuneration of Cost Auditor of the Company.								
Promoter/Public	Mode of Voting	Total 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
1 Promoter and Promoter Group	E-Voting	64613256	0	0.00	0	0	0.00	0.00
	Poll		63577628	98.40	63577628	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		63577628	98.40	63577628	0	100.00	0.00
2 Public - Institutional holders	E-Voting	21136125	16845389	79.70	16845389	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		16845389	79.70	16845389	0	100.00	0.00
3 Public-Others	E-Voting	24970619	229656	0.92	229620	36	99.98	0.02
	Poll		21117	0.08	20717	400	98.11	1.89
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		250773	1.00	250337	436	99.83	0.17
Total	E-Voting	110720000	17075045	15.42	17075009	36	100.00	0.00
	Poll		63598745	57.44	63598345	400	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		80673790	72.86	80673354	436	100.00	0.00

All the resolutions, as set out in the Notice of Annual General Meeting dated May 30, 2018, were passed by the Members by requisite majority.

