

Date: 14th November, 2019

To. Department of Corporate Services, Bombay Stock Exchange Limited, Ground Floor, P.J. Towers, Dalal Street Fort, Mumbai-400001

(Scrip Code: 531449)

Subject: Outcome of the Board Meeting held on Thursday, 14th November, 2019 as per SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Dear Sir/Ma'am.

This is to inform you that the Board of Directors of the Company at its meeting held today i.e. on Thursday, 14th November, 2019 Commenced at 3.00 p.m. and concluded at 6:00 p.m.at 128, First Floor, Shiva Market Pitampura North Delhi- 110034, has inter-alia considered and approved the following items:-

- 1. The Un-Audited Financial Results of the Company for the Quarter ended on 30th September. 2019.
- 2. To took note of filing of Various IEPF Form
- 3. To Authorise Mr. Atul Garg and Mr. Hukam Chand Garg, Directors of Company to file and submit various forms, application, petition, reply and any other communication under various authority.
- 4. To Authorise Mr. Atul Garg and Hukam Chand Garg, Directors of company to sign & Submit and to deal with in relation to banking Transaction.
- 5. To Authorise Mr. Atul Garg, Director of Company to file and submit various forms, application, reply and any other communication to register the company under Trade Receivables Discounting Systems(TREDS).

You are requested to take the above on your records and acknowledge the same.

Thanking you, Yours truly, For GRM Overseas Limited

1 ATUL GARG

(Managing Director) DIN: 02380612 ADDRESS: 679-L Model Town Panipat-132103

CIN-L74899DL1995PLC064007

E-mail / Website



Independent Auditor's Limited Review Report on Unaudited Consolidated Quarterly and Half year ended financial results of GRM OVERSEAS LIMITED pursuant to the regulation 33 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended

To The Board of Directors of GRM OVERSEAS LIMITED

1. We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results ("the Statement") of GRM OVERSEAS LIMITED ("the Parent") and its subsidiaries (collectively referred to as 'the Group'), for the quarter and half year ended 30th September, 2019, being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended. Attention is drawn to the fact that the cash flow figures for the corresponding six months period ended 30th September 2018 have been approved by the Parent Company's Board of Directors, but have not been subjected

This Statement, which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on

2. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

- The Statement includes the results of the following Subsidiaries: 3.
 - GRM International Holdings Limited. i.
 - ii. GRM Fine Food Inc.
- Based on our review conducted and procedures performed as stated in paragraph 2 above, nothing 4. has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is H to be disclosed, or that it contains any material misstatement.

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5. The Statement includes the interim financial results and other financial information of 2 subsidiaries which have not been reviewed, whose interim financial results and other financial information reflect total revenue of Rs. 271.91 Lakhs and Rs. 890.54 Lakhs, total net (loss) after tax of Rs. (80.99) Lakhs and Rs. (449.14) Lakhs and total comprehensive Income/(Loss) of Rs. (41.64) Lakhs and (397.18) Lakhs for the quarter and half year ended 30th September, 2019 respectively, cash outflow of Rs. 58.72 lakhs for the half year ended 30th September, 2019, as considered in the Statement. These interim financial results and other financial information has been certified and furnished by the Management of the parent and our review conclusion on the consolidated financial information complied by the Management of the parent. According to the information and explanations given to us by the management, these interim financial results and other financial results and information are not material to the Group. Our conclusion on the Statement is not modified in respect of the above matter.

For Vinod Kumar & Associates Chartered Accountants FRN-002304N

Mukesh Dadhich Partner M.No. 511741 UDIN: 19511741AAAAFR5390 Date: 14th November, 2019





Independent Auditor's Limited Review Report on Unaudited Standalone Quarterly and Half year ended financial results of GRM OVERSEAS LIMITED pursuant to the regulation 33 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended

To

The Board of Directors of GRM OVERSEAS LIMITED

We have reviewed the accompanying Statement of Unaudited Standalone Financial Results ("the Statement") of GRM OVERSEAS LIMITED ("the Company"), for the Quarter and half year ended 30th September, 2019, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended. Attention is drawn to the fact that the cash flow figures for the corresponding six months period ended 30th September 2018 have been approved by the Company's Board of Directors, but have not been subjected to audit or review.

This Statement which is the responsibility of the Company's Management has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India and approved by the Board of Directors of the Company. Our responsibility is to issue a report on the Statement based on our review.

- 2. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and, accordingly, we do not express an audit opinion.
- 3. Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the aforesaid Indian Accounting Standards and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Vinod Kumar & Associates Chartered Accountants FRN-002304N

Mukesh Dadhich Partner M.No. 511741 UDIN: 19511741AAAAFQ2675 Date: 14th November, 2019

Head Office: 4696 Brij Bhawan 21A Ansari Road Darya Ganj, New Delhi-110002. INDIA Tel : +91-11-23288101 Corporate Office: GLOBAL BUSINESS SQUARE Building No. 32, Sector 44, Institutional Area Gurgaon, 122002,India Tel: +91-124-4786200 Nehru Place: 503, Chiranjiv Tower, 43, Nehru Place New Delhi 110019. India +91.11.2622-3712, 26226933 Mumbai: 201, 2nd floor, Madhava Building, Bandra Kurla Complex, Bandra East. Mumbai - 400051, Tel :+91-22-4974-6258 Karol Bagh: 17A/55, Triveni Plaza, Gurudwara Road, Karol Bagh, New Delhi- 110005 Tel: +91-11-45044453 Chandigarh: SCO-705, 1st Floor, NAC Manimajra Chandigarh-160101. India Tel: +91-172-5077789, 5077790

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Ombrehensive lincome for the 416.31 181.96 277.27 598.28 432.71 907.39 437.95 537.51 403.69 995.46 844.93 1 (0+11) 5 (0+11) 5 (0+11) 5 (0+11) 907.39 457.95 537.51 403.69 995.46 844.93 F guity Share Capital (Face Value 368.95 </td <td>Ombrehensive Income for the 416.31 181.96 277.27 598.28 427.11 907.39 457.95 537.51 403.68 995.46 844.93 1 (10+11) 5 fully Share Capital (Face Value 388.95 368.95 368.95 358.95 358.95 358.95 358.95 358.95 368.95</td> <td>Ombrehensive lincame for the 416.31 181.96 271.27 598.28 452.71 901.39 457.95 537.51 403.69 995.46 844.93 3 1 (10+11) 1 (10+11) 598.35 368.95 368.95 358.95 357.51 403.65 995.46 844.93 3 1 (10+11) 368.95 368.95 368.95 368.95 368.95 358.95 368.95</td> <td>reclassified to Profit or Loss</td> <td>, ,</td> <td>•</td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td>•</td> <td></td> <td></td> <td>T</td>	Ombrehensive Income for the 416.31 181.96 277.27 598.28 427.11 907.39 457.95 537.51 403.68 995.46 844.93 1 (10+11) 5 fully Share Capital (Face Value 388.95 368.95 368.95 358.95 358.95 358.95 358.95 358.95 368.95	Ombrehensive lincame for the 416.31 181.96 271.27 598.28 452.71 901.39 457.95 537.51 403.69 995.46 844.93 3 1 (10+11) 1 (10+11) 598.35 368.95 368.95 358.95 357.51 403.65 995.46 844.93 3 1 (10+11) 368.95 368.95 368.95 368.95 368.95 358.95 368.95	reclassified to Profit or Loss	, ,	•							•			T
(10+11) 416.11 181.96 277.27 598.38 452.71 907.39 457.95 537.51 403.69 995.46 844.93 Fequity Share Capital (Face Value) 368.95 368.9	(10+11) 416.11 181.96 277.27 598.28 45.71 907.39 457.95 537.51 403.69 995.46 844.93 1 Fequity Share Capital (Face Value 368.95 368.95 368.95 368.95 368.95 368.95 537.51 403.69 995.46 844.93 1 Fer Stare (of R: 10 each)(For the 368.95 <		Total Comprehensive Income for the						1		+				•
Equity Share Capital (Face Value) 368.95 568.95 368.95 537.51 403.69 995.46 844.93 1 re Rs. 10r) 368.95 <td>Equity Share Capital (Face Value 368.95 368.9</td> <td>Equity Share Capital (Face Value) 388.95 368.</td> <td>oerlod (10+11)</td> <td>15.415</td> <td>181.96</td> <td>277.27</td> <td>598.28</td> <td>453 71</td> <td></td> <td></td> <td></td> <td>•</td> <td></td> <td></td> <td>T</td>	Equity Share Capital (Face Value 368.95 368.9	Equity Share Capital (Face Value) 388.95 368.	oerlod (10+11)	15.415	181.96	277.27	598.28	453 71				•			T
Ite Rs. 10/-) 368.95 36	$ \begin{array}{ c c c c c c c c c c c c c c c c c c c$	Ite Rs. 10(-) J68.95 36	aid up Equity Share Capital (Face Value	36.8 95	12.000				907.39		537.51	403 CO			· •
De ver variare (of R. 10 each)(for the J88.95 368.95 368.95 368.95 368.95 Tot annualised) 10.22 4.59 7.52 14.81 12.27 24.59 12.41 14.57 0.0	Aper Mare (of R. 10 each)(for the 368.95 368.95 368.95 368.95 368.95 Tot amualised) 10.22 4.59 7.52 14.81 12.27 24.59 13.41 14.57 10.94 26.98 7.50	The transmer of Rs. 10 each/for the 588.95 368.95 368.95 368.95 368.95 Tot arminalised) 500 contained 500 contained 500 contained 500 contained Set equity share 10.22 4.59 7.52 14.81 12.27 24.59 12.41 14.57 10.94 26.36 Set equity share 10.22 4.59 7.52 14.81 12.27 24.59 12.41 14.57 10.94 26.36	er share ks. 10/-)	}	26.905	368.95	368.95	368.95	368 05				995.46	844.93	1,624.54
Instantualised) 368.95 <t< td=""><td>Instantualised) 368.95 370.1 368.95 370.1 370.1 37.41 1.4.57 370.1<td>Instantialised) 368.95 368.95 368.95 368.95 S Per equity share 10.22 4.59 7.52 14.81 12.27 24.59 12.41 14.57 10.94 26.98 22.90</td><td>attitudes per share (of Rs. 10 each)(For the</td><td></td><td></td><td></td><td></td><td></td><td>CC:000</td><td>No. of Concession, Name</td><td>368.95</td><td>368 95</td><td></td><td></td><td></td></td></t<>	Instantualised) 368.95 370.1 368.95 370.1 370.1 37.41 1.4.57 370.1 <td>Instantialised) 368.95 368.95 368.95 368.95 S Per equity share 10.22 4.59 7.52 14.81 12.27 24.59 12.41 14.57 10.94 26.98 22.90</td> <td>attitudes per share (of Rs. 10 each)(For the</td> <td></td> <td></td> <td></td> <td></td> <td></td> <td>CC:000</td> <td>No. of Concession, Name</td> <td>368.95</td> <td>368 95</td> <td></td> <td></td> <td></td>	Instantialised) 368.95 368.95 368.95 368.95 S Per equity share 10.22 4.59 7.52 14.81 12.27 24.59 12.41 14.57 10.94 26.98 22.90	attitudes per share (of Rs. 10 each)(For the						CC:000	No. of Concession, Name	368.95	368 95			
	Pre-equity State 10.22 4.59 7.52 14.81 12.27 24:59 12.61 14.57 20.61 14.57 10.94 26.98 77.04 17.04	Pre-equity State 10.22 4.59 7.52 14.81 12.27 24.59 12.41 14.57 10.94 26.98 22.90 10.22 4.59 7.52 14.81 12.27 24.59 12.41 14.57 10.94 26.98 22.90	eriod not annualised) amines par equiv										368.95	368.95	368.95
10.22 4.59 7.52 14.81 12.27 24.59 12.41 10.22 4.59 7.52 14.81 12.27 24.59 12.41 14.57	d 10.22 4.59 7.52 14.81 12.27 24.59 12.41 14.57 10.24 16.57 26.38 77.01 10.22 4.59 7.52 14.81 12.27 24.59 12.41 14.57 10.94 26.38 77.01	$\begin{array}{ c c c c c c c c c c c c c c c c c c c$	Basic										-		
4.59 7.52 14.81 1.152 24.59 12.41 14.57 1.151	4.59 7.52 14.81 12.27 24.59 12.41 14.57 10.94 26.38 77.00	4.59 7.52 14.81 24.59 12.41 14.57 10.94 26.38 22.90	luted	10.22	4.59	7.52	14.81								
	<u>24.59</u> 12.41 17 10.94 26.98 27 an	<u>10.94</u> 26.98 22.90 10.94 26.98 22.90		10.22	4.59	7.52	14.81	12.27	24.59		14.57	1000			

Director

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For GRM Overseas Mnited

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GRM OVERSEAS LIMITED

CIN: L74899DL1995PLC064007

Regd. Off: 128, First Floor, Shiva Market Pitampura, New Delhi-110034 Statement of assets and liablities as at 30th September, 2019

Consolidated (Amount Rs. in lakhs) Particulars Standalone As at As at 30th Sep, 2019 As at As at 31st March, 2019 30th Sep, 2019 (Un Audited) 31st March, 2019 (Audited) (Un Audited) ASSETS (Audited) Non-current assets (a) Property, plant and equipment (b) Capital work-in-progress 3,241.65 3,072.68 3,240.92 (c) Financial assets 553.04 3,071.71 309.23 553.04 (1) Investments 309.23 (ii) Other financial assets (d) Other non-current asset 142.18 0.81 142.18 2.63 0.81 69.50 2.63 335.27 Total non-current assets 69.50 335.27 3,865.00 3,719.81 **Current** assets 4,006.45 3,861.02 (a) Inventories (b) Financial assets 15,422.24 16,738.49 15,226.28 Trade receivables (i) 15,980.62 Cash and cash equivalents 26,115.24 (ii) 27,867.94 Other bank balances 27,311.18 (iii) 182.13 27,184.28 294.41 (iv) Other financial asset 66.31 28.92 119.87 22.51 (c) Other current assets 28.92 5.00 22.51 211.57 Total current assets 5 00 695.57 211.57 380.12 688.91 42,449.10 372.94 45,515.04 43,326.60 43,891.79 TOTAL ASSETS 46,314.10 49,234.85 47,333.05 47,752.81 EQUITY AND LIABILITIES Equity (a) Equity share capital (b) Other equity 368.95 368.95 368.95 Total equity 6,083.27 368.95 5,707.40 7,181.32 6,452.22 6,408.27 6,076.35 7,550.27 Non-current liabilities 6,777.22 (a) Financial liabilities Borrowings (1) (b) Provisions 67.46 47.30 (c) Defferred tax liability (net) 67.46 21.80 47.30 21.80 Total non current liabilities 21.80 230.14 21.80 224.78 230.14 **Current liabilities** 319.40 224.78 293.88 319.40 (a) Financial liabilities 293.88 (i) Borrowings (ii) 19,966.91 Trade payable 34,717.58 19,966.91 1. Dues of micro enterprises and small 34,717.58 enterprises 13.22 2. Dues of creditor other than micro 13.22 enterprises and small enterprises 17,187.78 6,115.34 17,218.16 (iii) Other financial liabilities 4,000.98 (b) Other current liabilities 553.88 1,675.24 553.88 (c) Provisions 1,460.05 1,675.24 299.80 1,349.63 (d) Income tax liabilities (net) 1.16 231.25 1.16 **Total current liabilities** 1.16 372.70 1.16 42.28 373.64 39,542.48 42.28 42,864.62 39,463.38 40,681.71 TOTAL EQUITY AND LIABILITIES 46,314.10 49,234.85 47,333.05 47,752.81

For GRM Overseas Linhited Director



GRM OVERSEAS LIMITED

Notes to the Statement unaudited financial results for quarter and half year ended 30th September,2019 Unaudited statement of cash flow for the half year ended 30th September, 2019 S.No. Particulars

		Consol	Idated		(Amount Parter La La La
A)	Cash flow f	Year ended		(Amount Rs. in lak Standalone	
and a	Cash flow from operating activities	30th September, 2019	Year ended	Year ended	
	From before taxation		30th September, 2018	30th September, 2019	Year en
	Adjustment for :	883.03		-Feember, 2019	30th September, 2
	Depreciation and amortisation	003.03	819.62		
	Net Loss on foreign curron and			1,332.17	1,211.
	Net Loss on foreign currency transactions and translations Finance cost	125.10	101.66		
	Operating r- m	51.96	6.65	124.90	
	Operating profit/(loss) before working capital changes Adjustment for :	442.05		· · · ·	101,
	Aujustment for:	1,502.14	486.56	442.05	
	Increase/ (Decrease) in trade payables and other liabilities Decrease/ (Increase) in inventories		1,414.49	1,899.12	477.9
	Decrease/ (Increase) in inventories	10,875.72		-/055.12	1,791.1
1	Decrease/ (Increase) in trade and it is	1,316.25	(902.69)	12 070	
	Cash Generated from operations		20,298.16	12,978.59	(313.0
1	Taxes paid (net)	2,294.98	6,042.62	754.34	19,031.6
1.	Not on-h fi	15,989.09	26,852.58	414.86	6,123.9
1	Net cash flow from/(used in) operating activities (A)	(390.93)		16,046.91	
	a continues (A)	15,598.16	(410.98)	(389.99)	26,633.7
) c	ash from Investing activities	-5,050.10	26,441.60	15,656.92	(409.9
P	urchase of an			13,050.92	26,223.71
li	urchase of property, plant and equipment				
		(294.07)			
1.	dicitase of investments	(243.81)	(46.41)	(294.11)	
IN	et cash used in investing activities (B)			(243.81)	(45.80)
1		(537.88)	(2,475.00)	(÷
Ca	ash flow from financing activities	(007.88)	(2,521.41)	(537.92)	(2,475.00)
111	oceeds from long-torm have			(537.92)	(2,520.80)
Pr	oceeds from short-term borrowings		·		
Fir	hance cost paid	20.16	263.74		
	idend - I par	(14,750.67)	(23,220.51)	20.16	200 -
100	vidend and DDT Paid	(442.05)		(14,750.67)	263.74
		<u> </u>	(486.56)	(442.05)	(23,220.51)
INe	t cash flow from financing activities (C)		(217.73)	,	(477.90)
1		(15,172.56)			(216.71)
Net	increase/ (decrease) in cash and cash equivalents (A+B+C)	((23,661.06)	(15,172.56)	and the second second
Cas	h and cash equivalents (A+B+C)	(100 00)		(13,172.56)	(23,651.38)
Casl	h and cash equivalents as at the beginning of the year	(112.28)	259.13		
	h and cash equivalents as at the beginning of the year	294.41	92.73	(53.56)	51.53
		182.13	351.86	119.87	and the second sec
com	ponent of cash and cash equivalents		331.86	66.31	30.03
Cash	and cash equivalents				81.56
	Total	182.13			
	10(0)	182.13	351.86	66.31	a long the second second
		102.13	351.86		81.56
	bove results have been	· · · · · · · · · · · · · · · · · · ·	I	66.31	81.56

Not

1 The above results have been reviewed by the Audit Committee and approved by the Board of Directors of the Company at their meetings held on November 14, 2019.

2 The cash flow statement has been prepared in accordance with 'Indirect method' as set out in the Ind AS 7 on 'Cash Flow Statements', as specified in the Section 133 of

3 The financial results are prepared in accordance with the Indian Accounting Standards (IND-AS) as prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

4 The Company and the Group is engaged in the business of "Rice Sheller" activity and hence has only one reportable operating segment as per Ind AS 108 - Operating

5 Corresponding figures of the previous periods / year have been regrouped and / or reclassified to make them comparable wherever necessary.

6 The Company and the Group has adopted IND AS -116 "Leases" effective from 01.04.2019. There is no effect of adoption to the financial results for the period. 7 The figures for net cash inflows for the corresponding period for the half year ended 30th September, 2018, as reported in these unaudited financial results have been

For GRM OVERSEAS LIMITED

For GRM Overseas Limited

Atul Garg Managing Director DIN: 02380612 Date: 14 November, 2019 Place: Delhi

Director

