GPES Solar
Building Trust & Partnerships

Date: August 05, 2026

To,
The Board Members,
GP Eco Solutions India Limited,
22/17- 22/22, 22nd Floor, Gold Tower, Wave One,
Sector-18, Noida, UP – 201301, India

SUB: 02ND BOARD MEETING OF THE COMPANY FOR FY: 2026-2027

Dear Board Members,

NOTICE is hereby given that the 02nd meeting of the Board of Directors of GP Eco Solutions India Limited will be held through **Video Conferencing** and as on below mentioned details:

Day & Date:	Wednesday, August 12, 2026
Time:	12:00 P.M.
Deemed Venue:	Regd. Office: 22/17- 22/22, 22nd Floor, Gold Tower, Wave One, Sector-18, Noida, UP – 201301, India

The agenda for the business to be transacted at the meeting is attached herewith.

The following people shall be the special invitees for the Board Meeting: -
1. Mrs. Neha Garg (Chief Financial Officer)
2. Mr. Vikash Misra (Proposed Chief Financial Officer)

We shall forward you the necessary information to enable you to access the video conferencing facility to participate in the meeting a day before the meeting.

You are requested to make it convenient to attend the meeting.

Thanking You,

By Order of the Board of Directors
For GP Eco Solutions India Limited

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Digitally signed by Tanushree
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Tanushree
Company Secretary & Compliance Officer

Date: August 05, 2026
Place: Noida

AGENDA FOR THE SECOND MEETING OF THE BOARD OF DIRECTORS OF GP ECO SOLUTIONS INDIA LIMITED ("THE COMPANY") FOR THE FINANCIAL YEAR 2026 - 2027 TO BE HELD ON TUESDAY, AUGUST 12, 2026

ITEM NO.	AGENDA
2.1	CHAIRPERSON OF THE MEETING
2.2	ROLL CALL
2.3	QUORUM & LEAVE OF ABSENCE
2.4	NOTING & CONFIRMATION OF THE MINUTES OF AUDIT COMMITTEE MEETING HELD ON THURSDAY, MAY 28 2026
2.5	NOTING & CONFIRMATION OF THE MINUTES OF CORPORATE SOCIAL RESPONSIBILITY COMMITTEE MEETING HELD ON SEPTEMBER 04, 2025
2.6	NOTING & CONFIRMATION OF THE MINUTES OF NOMINATION AND REMUNERATION COMMITTEE MEETING HELD ON FRIDAY, AUGUST 01, 2025
2.7	NOTING & CONFIRMATION OF MINUTES OF PREVIOUS BOARD MEETING HELD ON THURSDAY, MAY 28 2026
2.8	CONSIDER & APPROVE THE BOARD'S REPORT FOR FINANCIAL YEAR 2025-26
2.9	TO TAKE NOTE OF THE RESIGNATION OF THE CHIEF FINANCIAL OFFICER (KEY MANAGERIAL PERSONNEL) OF THE COMPANY
2.10	APPOINTMENT OF CHIEF FINANCIAL OFFICER (KEY MANAGERIAL PERSONNEL) OF THE COMPANY AND APPROVAL OF HIS REMUNERATION
2.11	APPROVAL FOR CHANGE IN DESIGNATION OF MRS. ANJU PANDEY FROM WHOLE-TIME DIRECTOR TO DIRECTOR (NON-EXECUTIVE, NON-INDEPENDENT)
2.12	APPROVAL FOR CHANGE IN DESIGNATION OF MR. PAVITRA KHANDELWAL FROM DIRECTOR (NON-EXECUTIVE, NON-INDEPENDENT) TO WHOLE-TIME DIRECTOR AND APPROVAL OF HIS REMUNERATION
2.13	TO TAKE NOTE FOR RESIGNATION OF INTERNAL AUDITOR
2.14	TO CONSIDER AND APPROVE THE APPOINTMENT OF THE INTERNAL AUDITOR OF THE COMPANY
2.15	TO TAKE NOTE OF THE RESIGNATION OF MR. AKHILESH KUMAR JAIN (DIN: 03466588) AS A DIRECTOR (NON-EXECUTIVE, NON-INDEPENDENT) OF THE COMPANY
2.16	CONSIDERATION & ADOPTION OF SECRETARIAL AUDIT REPORT (FORM MR-3) FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026
2.17	TO TAKE NOTE OF THE PENALTY IMPOSED BY THE NATIONAL STOCK EXCHANGE OF INDIA LIMITED FOR DELAY IN COMPLIANCE WITH

GPES Solar
Building Trust & Partnerships

	REGULATION 23(9) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015
2.18	TO TAKE NOTE OF THE LISTING COMPLIANCES AND INTEGRATED FILINGS UNDER VARIOUS SEBI REGULATIONS FOR THE QUARTER ENDED JUNE 30, 2026
2.19	TO TAKE NOTE OF RESOLUTION PASSED BY CIRCULATION ON JULY 18, 2026
2.20	TO TAKE NOTE OF THE MATERIAL DISCLOSURES MADE TO NATIONAL STOCK EXCHANGE (NSE)
2.21	TO TAKE NOTE OF THE CREATION OF PLEDGE ON EQUITY SHARES HELD BY THE PROMOTERS
2.22	TO TAKE NOTE OF THE RESOLUTION PASSED BY THE EXECUTIVE BOARD COMMITTEE
2.23	NOTING OF THE CSR FUND UTILIZATION CERTIFICATE FOR FY 2025-26 UNDER RULE 4 OF THE COMPANIES (CSR POLICY) RULES, 2014
2.24	APPROVAL OF THE CSR BUDGET FOR THE FY 2026-27 ALONG WITH THE ANNUAL ACTION PLAN
2.25	PROPOSAL TO CONVENE 16TH ANNUAL GENERAL MEETING OF THE COMPANY AND APPROVE THE NOTICE FOR THE MEETING
2.26	APPOINTMENT OF M/S NSP & ASSOCIATES, PRACTISING COMPANY SECRETARY AS A SCRUTINIZER FOR CONDUCTING E-VOTING
2.27	APPOINTMENT OF CDSL AS E-VOTING AGENCY FOR THE ANNUAL GENERAL MEETING
2.28	TO TAKE NOTE OF THE ANNUAL REPORT FOR THE FINANCIAL YEAR 2025–26
2.29	TO TRANSACT ANY OTHER BUSINESS WITH THE PERMISSION OF THE CHAIRPERSON

By Order of the Board of Directors
For GP Eco Solutions India Limited

Tanushree

Digitally signed by Tanushree
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Tanushree
Company Secretary & Compliance Officer

Date: August 05, 2026
Place: Noida

AGENDA ITEM NO. 2.1:

CHAIRPERSON OF THE MEETING:

Mr. Pradeep Kumar Pandey, being the Chairman of the Company, is requested to take the Chair.

On behalf of the Chairman, I welcome the members of the Board to the Meeting.

AGENDA ITEM NO. 2.2:

ROLL CALL:

To record the presence of Directors at the Meeting for the purpose of ascertaining quorum and ensuring compliance with applicable statutory and procedural requirements, all the Directors are requested to state his/her name, designation, and location of participation, and confirm that no person other than the concerned Director has access to or is attending the proceedings from such location.

AGENDA ITEM NO. 2.3:

QUORUM & LEAVE OF ABSENCE:

As per the provisions of Section 174 of the Companies Act, 2013, the requisite quorum is required to be present and maintained throughout the meeting.

Further, leave of absence may be granted to those Directors who have expressed their inability to attend the meeting.

Accordingly, the Chairperson is requested to take note of the quorum and consider granting leave of absence to such Directors, if any.

AGENDA ITEM NO. 2.4:

NOTING & CONFIRMATION OF THE MINUTES OF AUDIT COMMITTEE MEETING HELD ON THURSDAY, MAY 28th, 2026

The Minutes of the Audit Committee held on May 28, 2026 for the Financial Year 2026–2027, which have been circulated among all the Directors of the Company, is placed before the Board for confirmation. A copy of the Minutes is enclosed as **Annexure-1**.

Upon confirmation, the same shall be signed by the Chairperson of the Meeting in accordance with the applicable provisions of the Companies Act, 2013 and Secretarial Standards.

AGENDA ITEM NO. 2.5:

NOTING & CONFIRMATION OF THE MINUTES OF CORPORATE SOCIAL RESPONSIBILITY COMMITTEE MEETING HELD ON SEPTEMBER 04, 2025

The Minutes of the Corporate Social Responsibility Committee held on September 04, 2025 for the Financial Year 2025–2026, which have been circulated among all the Directors of the Company, is placed before the Board for confirmation. A copy of the Minutes is enclosed as **Annexure-2**.

Upon confirmation, the same shall be signed by the Chairperson of the Meeting in accordance with the applicable provisions of the Companies Act, 2013 and Secretarial Standards.

AGENDA ITEM NO. 2.6:

NOTING & CONFIRMATION OF THE MINUTES OF NOMINATION AND REMUNERATION COMMITTEE MEETING HELD ON FRIDAY, AUGUST 01, 2025

The Minutes of the Nomination and Remuneration Committee held on August 01, 2025 for the Financial Year 2025–2026, which have been circulated among all the Directors of the Company, is placed before the Board for confirmation. A copy of the Minutes is enclosed as **Annexure-3**.

Upon confirmation, the same shall be signed by the Chairperson of the Meeting in accordance with the applicable provisions of the Companies Act, 2013 and Secretarial Standards.

AGENDA ITEM NO. 2.7:

NOTING & CONFIRMATION OF MINUTES OF PREVIOUS BOARD MEETING HELD ON THURSDAY, MAY 28 2026

The Minutes of the Board Meeting held on May 28, 2026 for the Financial Year 2026–2027, which have been circulated among all the Directors of the Company, is placed before the Board for confirmation. A copy of the Minutes is enclosed as **Annexure-4**.

Upon confirmation, the same shall be signed by the Chairperson of the Meeting in accordance with the applicable provisions of the Companies Act, 2013 and Secretarial Standards.

AGENDA ITEM NO. 2.8:

CONSIDER & APPROVE THE BOARD'S REPORT FOR FINANCIAL YEAR 2025-26:

Pursuant to *Section* 134 (6) of the Act, the Board's report and any annexures thereto under sub-section (3) shall be signed by the chairperson of the company if he is authorized by the Board and where he is not so authorized, shall be signed by at least two Directors, one of whom shall be a managing director, or by the director where there is one director.

The Board report of the Company is placed before the Board for their perusal and consideration. A copy of the Board's Report is enclosed as **Annexure-5**.

THE BOARD IS REQUESTED TO CONSIDER THIS AND IF APPROVED, PASS THE FOLLOWING RESOLUTION WITH OR WITHOUT MODIFICATION:

PROPOSED RESOLUTION:

"RESOLVED THAT pursuant to Section 134 (6) of the Act, the Board's Report for the year ended March 31, 2026, as placed before the Board, be and is hereby approved for circulation among the shareholders.

RESOLVED FURTHER THAT Mr. Deepak Pandey, Managing Director of the Company and Mrs. Anju Pandey, Director of the Company, be and are hereby authorised to sign the said Board's Report on behalf of the Board."

RESOLVED FURTHER THAT the Managing Director Mr. Deepak Pandey, is hereby authorized and directed to take all necessary actions to rectify the inaccuracies and/or omissions in the Board Report, including but not limited to making any amendments, corrections, and updates as deemed necessary to ensure the accuracy and completeness of the report.

RESOLVED FURTHER THAT the Directors of the Company be and are hereby authorized severally to file necessary e-Forms with the Registrar of Companies and to do all such acts, deeds and things in order to give effect to this resolution."

AGENDA ITEM NO. 2.9:

TO TAKE NOTE OF THE RESIGNATION OF THE CHIEF FINANCIAL OFFICER (KEY MANAGERIAL PERSONNEL) OF THE COMPANY

The Board is informed that Mrs. Neha Garg, Chief Financial Officer (Key Managerial Personnel) of the Company, had tendered her resignation from the office of Chief Financial Officer vide letter dated July 31, 2026, citing personal reasons. She requested to be relieved from the office of Chief Financial Officer with effect from the close of business hours on July 31, 2026.

The Board is further informed that, upon cessation of her office as the Chief Financial Officer of the Company, Mrs. Neha Garg will continue to be associated with the Company as an Advisor. In view of her long-standing association with the Company and her extensive knowledge of its business and operations, the Board believes that her continued guidance and expertise will be valuable in supporting the Company's growth and strategic objectives.

A copy of the resignation letter received from Mrs. Neha Garg is enclosed herewith as ***Annexure-6.***

THE BOARD IS REQUESTED TO CONSIDER THE MATTER AND, IF THOUGHT FIT, PASS THE FOLLOWING RESOLUTION WITH OR WITHOUT MODIFICATION:

PROPOSED RESOLUTION:

"**RESOLVED THAT** pursuant to the Section 179(3) of the Companies Act, 2013, and other relevant provisions of the Companies Act, 2013, and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and other applicable statutory provisions, if any, the Board hereby takes on record and accepts the resignation of **Mrs. Neha Garg** from the office of **Chief Financial Officer (Key Managerial Personnel)** of the Company, submitted vide her resignation letter dated **July 31, 2026.**

RESOLVED FURTHER THAT upon cessation of her office as the Chief Financial Officer (Key Managerial Personnel) of the Company, Mrs. Neha Garg shall continue to be associated with the Company in the capacity of an Advisor, on such terms and conditions as may be mutually agreed between them.

RESOLVED FURTHER THAT Directors, and/or Company Secretary of the Company, be and is hereby authorized to do all such acts, deeds, matters and things, including filing the necessary forms, returns, intimations and disclosures with the Registrar of Companies, the Stock Exchange(s), and other statutory or regulatory authorities, as may be required, and to execute all such documents and writings as may be necessary to give effect to this resolution."

AGENDA ITEM NO. 2.10:

APPOINTMENT OF CHIEF FINANCIAL OFFICER (KEY MANAGERIAL PERSONNEL) OF THE COMPANY AND APPROVAL OF HIS REMUNERATION

The Board is informed that, pursuant to the resignation of the existing Chief Financial Officer, the position of Chief Financial Officer (Key Managerial Personnel) of the Company has become vacant. In order to ensure continuity in the financial management and statutory compliance functions of the Company, it is proposed to appoint Mr. Vikash Kumar Misra as the Chief Financial Officer (Key Managerial Personnel) of the Company.

Mr. Vikash Kumar Misra possesses the requisite qualifications, experience, expertise and integrity to effectively discharge the duties and responsibilities of the office of Chief Financial Officer. The Nomination and Remuneration Committee, at its meeting held on August 12, 2026, has recommended his appointment as the Chief Financial Officer (Key Managerial Personnel) of the Company, along with the terms and conditions of his appointment, including the remuneration payable to him.

The Board is requested to consider the profile and approve his appointment as the Chief Financial Officer (Key Managerial Personnel) of the Company, together with the terms and conditions of his appointment, including remuneration.

The profile of Mr. Vikash Kumar Misra is enclosed as **Annexure-7**.

THE BOARD IS REQUESTED TO CONSIDER THE MATTER AND, IF THOUGHT FIT, PASS THE FOLLOWING RESOLUTION WITH OR WITHOUT MODIFICATION:

PROPOSED RESOLUTION:

"**RESOLVED THAT** pursuant to the provisions of Sections 179, 203 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 30 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Articles of Association of the Company and other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and pursuant to the recommendation of the Nomination and Remuneration Committee, consent of the Board be and is hereby accorded for the appointment of **Mr. Vikash Kumar Misra** as the **Chief Financial Officer (CFO)[Key Managerial Personnel (KMP)]** of the Company with effect from **August 12, 2026**, on such terms and conditions as placed before the Board.

RESOLVED FURTHER THAT the remuneration payable to Mr. Vikash Kumar Misra as the Chief Financial Officer of the Company, comprising salary, allowances, perquisites, incentives and other benefits, if any, as recommended by the Nomination and Remuneration Committee and placed before the Board, be and is hereby approved.

RESOLVED FURTHER THAT Directors, and/or Company Secretary of the Company, be and is hereby authorized to do all such acts, deeds, matters and things, including filing the necessary forms, returns, intimations and disclosures with the Registrar of Companies, the Stock Exchange(s), and other statutory or regulatory authorities, as may be required, and to execute all such documents and writings as may be necessary to give effect to this resolution."

AGENDA ITEM NO. 2.11:

APPROVAL FOR CHANGE IN DESIGNATION OF MRS. ANJU PANDEY FROM WHOLE-TIME DIRECTOR TO DIRECTOR (NON-EXECUTIVE, NON-INDEPENDENT)

The Board is informed that Mrs. Anju Pandey (DIN: 03141290), who is presently serving as the Executive Director (Whole-Time Director) of the Company, has expressed her desire to relinquish her executive responsibilities owing to personal commitments. Accordingly, it is proposed to change her designation from Whole-Time Director to Director (Non-Executive, Non-Independent) of the Company with effect from August 13, 2026.

The Nomination and Remuneration Committee, at its meeting held on August 12, 2026, considered and recommended the proposed change in designation of Mrs. Anju Pandey from Executive Director (Whole-Time Director) to Non-Executive Director, subject to the approval of the Board.

A copy of consent received from Mrs. Anju Pandey is enclosed as **Annexure-8.**

THE BOARD IS REQUESTED TO CONSIDER THE MATTER AND, IF THOUGHT FIT, PASS THE FOLLOWING RESOLUTION WITH OR WITHOUT MODIFICATION:

PROPOSED RESOLUTION:

"**RESOLVED THAT** pursuant to the applicable provisions of the Companies Act, 2013 read with the Rules made thereunder, the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Articles of Association of the Company, and other applicable laws, if any (including any statutory modification(s) or re-enactment thereof for the time being in force, the consent of the Board of Directors be and is hereby accorded for the **change in designation of Mrs. Anju Pandey (DIN: 03141290) from Whole-Time Director to Director (Non-Executive, Non-Independent)** of the Company with effect from **August 13, 2026**.

RESOLVED FURTHER THAT consequent upon the aforesaid change in designation, Mrs. Anju Pandey shall cease to discharge executive responsibilities and shall continue as a Director (Non-Executive, Non-Independent) of the Company, liable to retire by rotation, in accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company.

RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company be and is hereby authorised to file the necessary e-forms and make requisite filings with the Registrar of Companies, the Stock Exchange(s), and such other statutory or regulatory authorities as may be required, and to do all such acts, deeds, matters and things as may be necessary, proper or expedient for giving effect to this resolution."

AGENDA ITEM NO. 2.12:

APPROVAL FOR CHANGE IN DESIGNATION OF MR. PAVITRA KHANDELWAL (DIN: 08764693) FROM DIRECTOR (NON-EXECUTIVE, NON-INDEPENDENT) TO WHOLE-TIME DIRECTOR AND APPROVAL OF HIS REMUNERATION

The Board is informed that, in view of the increasing scale of the Company's operations and with a view to ensuring more effective participation in the day-to-day management and strategic decision-making of the Company, it is proposed to change the designation of Mr.

Pavitra Khandelwal (DIN: 08764693) from Director (Non-Executive, Non-Independent) to Whole-Time Director of the Company.

The Nomination and Remuneration Committee, at its meeting held on August 12, 2026, has considered and recommended the change in designation of Mr. Pavitra Khandelwal from Director (Non-Executive, Non-Independent) to Whole-Time Director for a period of three (3) consecutive years commencing from August 13, 2026 and ending on August 12, 2029, together with the terms and conditions of his appointment, including the remuneration payable to him, subject to the approval of the Board and the shareholders of the Company.

The Committee has further noted that Mr. Pavitra Khandelwal possesses the requisite qualifications, experience and expertise and satisfies the conditions prescribed under the provisions of the Companies Act, 2013, read with Schedule V thereto, for his appointment as Whole-time Director of the Company.

The details of the remuneration proposed to be paid to Mr. Pavitra Khandelwal, comprising salary, allowances, perquisites, performance incentives and other benefits, in accordance with the recommendation of the Nomination and Remuneration Committee and the Nomination and Remuneration Policy of the Company, have been placed before the Board for its consideration and approval. In the event of loss or inadequacy of profits in any financial year during his tenure, he shall be entitled to receive the minimum remuneration in accordance with the provisions of Schedule V to the Companies Act, 2013, as amended from time to time.

THE BOARD IS REQUESTED TO CONSIDER THE MATTER AND, IF THOUGHT FIT, PASS THE FOLLOWING RESOLUTION WITH OR WITHOUT MODIFICATION:

PROPOSED RESOLUTION:

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and other applicable provisions, if any, of the Companies Act, 2013, read with Schedule V thereto and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Articles of Association of the Company and other applicable laws (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and pursuant to the recommendation of the Nomination and Remuneration Committee, and subject to the approval of the shareholders of the Company, the consent of the Board be and is hereby accorded for the change in designation of **Mr. Pavitra Khandelwal (DIN: 08764693)** from **Director (Non-Executive, Non-Independent) to Whole-Time Director**, for a period of three (3) consecutive years commencing from August 13, 2026 and ending on August 12, 2029.

"**RESOLVED FURTHER** that pursuant to the Articles of Association of the Company, Mr. Pavitra Khandelwal shall not retire by rotation."

"**RESOLVED FURTHER THAT** pursuant to the provisions of section 196, 197 read with schedule V of the Companies Act, 2013 and other applicable provisions, if any, (including any statutory modification or re-enactment thereof for the time being in force), Articles of Association of the company and pursuant to the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company be and hereby approve the remuneration structure payable, subject to the approval of the shareholders, to Mr. Pavitra Khandelwal, with effect from August 13, 2026, on the salary, allowance and perquisites as under, :

Details of remuneration are:

1. Salary Rs. 48,00,000 per annum.

Salary mentioned above includes perquisites payable to Mr. Pavitra Khandelwal, but in any case the total managerial remuneration shall not exceed the maximum limit prescribed under the Companies Act.

Terms & Conditions for the Appointments:

1. Period of Agreement: August 13, 2026 to August 12, 2029

2. Whole time Director shall also be entitled to the following perquisites which shall not be included in the computation of the ceiling on remuneration specified herein:

    a) contribution to the Provident Fund, Contribution to Gratuity Fund as per the rules of the Company.

    b) Gratuity payable at the rate not exceeding half a month's salary for every completed year of service.

3. Perquisites and allowances together with the salary payable as aforesaid shall be restricted to and subject to the applicable overall maximum ceiling set out in Section 197 read with Schedule V of the Companies Act,2013 or any amendments or modifications that may be made thereto by the Central Government in that behalf from time to time.

4. Where in any financial year during his tenure as Whole time Director, if the Company has no profit or its profits are in adequate, the Company will pay remuneration by way of salary and perquisites/allowances as aforesaid.

5. No sitting fees shall be payable to him for attending the meeting of the Board of Directors or Committee thereof.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year during the aforesaid tenure, Mr. Pavitra Khandelwal shall be entitled to receive remuneration by way of salary, perquisites, allowances and other benefits in accordance with the limits prescribed under Schedule V to the Companies Act, 2013, as amended from time to time.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and is hereby severally authorised to issue the appointment letter, file the necessary e-forms and make requisite filings with the Registrar of Companies, the Stock Exchange(s) and such other statutory or regulatory authorities as may be required, and to do all such acts, deeds, matters and things as may be necessary, proper or expedient for giving effect to this resolution."

AGENDA ITEM NO. 2.13:

TO TAKE NOTE OF THE RESIGNATION OF THE INTERNAL AUDITOR

The Board is informed that **M/s. MATS & Co., Chartered Accountants**, Internal Auditor of the Company, has tendered its resignation from the office of Internal Auditor due to increased professional commitments and pre-occupation with other assignments, resulting in their inability to devote sufficient time to the affairs of the Company. Accordingly, they have requested to be relieved from their responsibilities.

The resultant casual vacancy in the office of the Internal Auditor shall be filled by the Board in accordance with the provisions of the Companies Act, 2013.

The Directors placed on record their appreciation for the valuable services rendered by M/s. MATS & Co., Chartered Accountants during their tenure as the Internal Auditor of the Company and wished them success in their future professional endeavours.

THE BOARD IS REQUESTED TO CONSIDER THE ABOVE AND, IF THOUGHT FIT, PASS THE FOLLOWING RESOLUTION WITH OR WITHOUT MODIFICATION:

PROPOSED RESOLUTION:

"**RESOLVED THAT** pursuant to the applicable provisions of the Companies Act, 2013 and other applicable laws, if any, the Board hereby takes on record and accepts the resignation of M/s. MATS & Co., Chartered Accountants, from the office of Internal Auditor of the Company, tendered due to increased professional commitments and pre-occupation with other assignments.

RESOLVED FURTHER THAT any Director of the Company and/or the Company Secretary be and is hereby severally authorised to do all such acts, deeds, matters and things as may be necessary to give effect to this resolution."

AGENDA ITEM NO. 2.14:

TO CONSIDER AND APPROVE THE APPOINTMENT OF THE INTERNAL AUDITOR OF THE COMPANY

The Board is informed that, pursuant to the provisions of Section 138 of the Companies Act, 2013 read with Rule 13 of the Companies (Accounts) Rules, 2014, the Company is required to appoint an Internal Auditor.

Consequent to the resignation of **M/s. MATS & Co., Chartered Accountants**, the Audit Committee has recommended the appointment of **M/s. V. Valecha & Company, Chartered Accountants**, as the Internal Auditor of the Company. The proposed firm possesses the requisite qualifications and experience and has conveyed its consent to act as the Internal Auditor.

The profile of **M/s. V. Valecha & Company**, and other relevant documents are enclosed as **Annexure-9**.

THE BOARD IS REQUESTED TO CONSIDER THE ABOVE AND, IF THOUGHT FIT, PASS THE FOLLOWING RESOLUTION WITH OR WITHOUT MODIFICATION:

PROPOSED RESOLUTION:

"**RESOLVED THAT** pursuant to the provisions of Section 138 of the Companies Act, 2013, read with Rule 13 of the Companies (Accounts) Rules, 2014, and other applicable provisions, if any, of the Companies Act, 2013, the consent of the Board be and is hereby accorded for the appointment of **M/s. V. Valecha & Company** Chartered Accountants, as the Internal

Auditor of the Company with effect from this Board meeting, to conduct the internal audit of the Company for the Financial Year 2026-27, on such terms and conditions, including remuneration, as placed before the Board.

RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company be and is hereby severally authorised to finalise the terms of engagement and remuneration and to do all such acts, deeds, matters, and things as may be necessary or expedient to give effect to this resolution**.”**

AGENDA ITEM NO. 2.15:

TO TAKE NOTE OF THE RESIGNATION OF MR. AKHILESH KUMAR JAIN (DIN: 03466588) AS A DIRECTOR (NON-EXECUTIVE, NON-INDEPENDENT) OF THE COMPANY

The Board was informed that Mr. Akhilesh Kumar Jain (DIN: 03466588), Non-Executive, Non-Independent Director of the Company, has tendered his resignation from the office of Director of the Company vide his resignation letter dated July 31, 2026.

The Board placed on record its sincere appreciation for the valuable guidance, unwavering support, and significant contributions made by Mr. Akhilesh Kumar Jain during his tenure as a Director of the Company. The Board acknowledged his dedicated services and extended its best wishes for his continued success and good health in all his future endeavours.

The resignation letter received from Mr. Akhilesh Kumar Jain is placed before the Board and enclosed as **Annexure-10.**

THE BOARD IS REQUESTED TO TAKE NOTE OF THE ABOVE AND, IF THOUGHT FIT, PASS THE FOLLOWING RESOLUTION:

PROPOSED RESOLUTION:

“RESOLVED THAT pursuant to the provisions of Section 168 of the Companies Act, 2013 read with Rule 15 of the Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, the resignation tendered by Mr. Akhilesh Kumar Jain, holding DIN: 03466588, from the directorship of the Company vide resignation letter dated July 31, 2026, a copy of which is placed before this meeting, be and is hereby noted and accepted with effect from July 31, 2026.

RESOLVED FURTHER THAT the Board places on record its sincere appreciation and gratitude for the valuable services, guidance, and assistance rendered by Mr. Akhilesh Kumar Jain during his tenure as Director of the Company. The Board acknowledges that his contributions have been instrumental in the growth and development of the Company and wishes him success in all future endeavours.

RESOLVED FURTHER THAT as required under Section 168(1) of the Companies Act, 2013 read with Rule 15 of the Companies (Appointment and Qualification of Directors) Rules, 2014, the Company shall intimate the Registrar of Companies about the resignation of Mr. Akhilesh Kumar Jain by filing Form DIR-12 within thirty days from the date of receipt of the resignation notice, along with the prescribed fees and requisite attachments including the notice of resignation.

RESOLVED FURTHER THAT the fact of such resignation by Mr. Akhilesh Kumar Jain shall be disclosed in the Report of Directors to be laid before the members at the immediately following Annual General Meeting of the Company in accordance with the statutory requirements under the Companies Act, 2013.

RESOLVED FURTHER THAT the Company shall update its website, if any, with the information regarding the resignation of the said Director and make necessary entries in the Register of Directors and Key Managerial Personnel maintained under Section 170 of the Companies Act, 2013 and Rule 17 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company, be and is hereby authorised to file the requisite forms and documents with the Registrar of Companies, Ministry of Corporate Affairs, including but not limited to Form DIR-12, and to take all necessary steps for compliance with the applicable provisions of the Companies Act, 2013 and rules made thereunder.

AGENDA ITEM NO. 2.16:

CONSIDERATION & ADOPTION OF SECRETARIAL AUDIT REPORT (FORM MR-3) FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026

The Board is informed that pursuant to Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Secretarial Audit has been conducted by the Company's Secretarial Auditor, **M/s. KKS & Associates, Practicing Company Secretaries**, for the period from **1st April, 2025 till 31st March, 2026**.

The Secretarial Audit Report in Form MR-3 is enclosed as **Annexure-11.**

THE BOARD IS REQUESTED TO TAKE NOTE OF THE ABOVE AND, IF THOUGHT FIT, PASS THE FOLLOWING RESOLUTION:

PROPOSED RESOLUTION:

"**RESOLVED THAT** pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Secretarial Audit Report in Form MR-3 for the financial year ended 31st March, 2026, as issued by **M/s. KKS & Associates, Practicing Company Secretaries**, and placed before the Board of Directors, be and is hereby adopted."

AGENDA ITEM NO. 2.17:

TO TAKE NOTE OF THE PENALTY IMPOSED BY THE NATIONAL STOCK EXCHANGE OF INDIA LIMITED FOR DELAY IN COMPLIANCE WITH REGULATION 23(9) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

The Board is informed that the National Stock Exchange of India Limited (NSE) had imposed a penalty of **₹5,000/-** on the Company on account of a **delay of one day** in submission of the disclosure of Related Party Transactions under **Regulation 23(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**. The delay occurred due to an inadvertent/technical error, and the Company has since paid the said penalty and taken necessary steps to ensure timely compliance in future.

The Board is further requested to take note of the aforesaid and provide their comments on it.

AGENDA ITEM NO. 2.18:

TO TAKE NOTE OF THE LISTING COMPLIANCES AND INTEGRATED FILINGS UNDER VARIOUS SEBI REGULATIONS FOR THE QUARTER ENDED JUNE 30, 2026

The Board is requested to take note of all the applicable listing compliances and integrated filings submitted to the Stock Exchanges in accordance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, SEBI (Depositories and Participants) Regulations, 2018 and SEBI (Prohibition of Insider Trading Regulations) 2015 for the quarter ended March 31st, 2026.

The Board is further informed that, pursuant to Regulation 13(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is required to submit a statement of investor complaints to the Stock Exchanges quarterly.

It is further informed that the Company has not received any investor complaints during the aforesaid period. Accordingly, there were no pending complaints at the beginning or at the end of the quarter, and no complaints remained unresolved during the period.

AGENDA ITEM NO. 2.19:

TO TAKE NOTE OF RESOLUTION PASSED BY CIRCULATION ON JULY 18, 2026

The Board is informed that, in accordance with the provisions of Section 175 of the Companies Act, 2013, read with the applicable Rules made thereunder, Secretarial Standard-1 on Meetings of the Board of Directors (SS-1), and the Articles of Association of the Company, a resolution was passed by circulation on July 18, 2026 in view of the urgency of the matter requiring immediate approval.

The proposed resolution, together with the necessary papers, was circulated to all the Directors of the Company on July 18, 2026, entitled to vote on the resolution, and the requisite majority of the Directors conveyed their assent thereto. Accordingly, the resolution was duly passed by circulation on July 18, 2026.

Pursuant to the provisions of Section 175 of the Companies Act, 2013 and Secretarial Standard-1, the resolution passed by circulation is placed before the Board for its information, noting and record.

A copy of the resolution passed by circulation is enclosed as **Annexure-12**.

AGENDA ITEM NO. 2.20:

TO TAKE NOTE OF THE MATERIAL DISCLOSURES MADE TO NATIONAL STOCK EXCHANGE (NSE)

The Board is informed that, pursuant to the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has made certain material disclosures/intimations to the National Stock Exchange of India Limited (NSE) during the period since the last meeting of the Board of Directors.

The details of the material disclosures, together with copies of the respective intimations filed with the Stock Exchange, are placed before the Board for its information and noting.

The Board is requested to take note of the aforesaid disclosures made by the Company to the National Stock Exchange of India Limited. The relevant documents are enclosed as **Annexure-13**.

AGENDA ITEM NO. 2.21:

TO TAKE NOTE OF THE CREATION OF PLEDGE ON EQUITY SHARES HELD BY THE PROMOTERS

The Board is informed that certain members of the Promoter/Promoter Group of the Company have created a pledge over their equity shares held in the Company in favour of the lender(s)/financial institution(s) as security for the credit facilities availed by the Company and/or its group companies, as well as for financial facilities availed by such promoters in their personal capacity.

The pledge has been created in the ordinary course of business to secure the financial assistance extended by the lender(s) and does not result in any transfer of ownership or change in the management or control of the Company.

AGENDA ITEM NO. 2.22:

TO TAKE NOTE ON THE RESOLUTIONS PASSED BY THE EXECUTIVE BOARD COMMITTEE

The Board members are requested to consider and take note of all the resolutions passed by the Executive Board Committee. The resolutions passed are enclosed in **Annexure-14.**

AGENDA ITEM NO. 2.23:

NOTING OF THE CSR FUND UTILIZATION CERTIFICATE FOR FY 2025-26 UNDER RULE 4 OF THE COMPANIES (CSR POLICY) RULES, 2014

The Board is informed that, pursuant to the provisions of Section 135 of the Companies Act, 2013, read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Chief Financial Officer of the Company is required to certify that the CSR funds disbursed during the financial year have been utilized for the purposes and in the manner approved by the Board of Directors.

Accordingly, the CSR Fund Utilization Certificate for the Financial Year 2025–26, together with the certificate issued by the Chief Financial Officer confirming the utilization of the CSR funds in accordance with the approvals granted by the Board, is placed before the Board and enclosed as **Annexure–15** for its noting and record.

AGENDA ITEM NO. 2.24:

APPROVAL OF THE CSR BUDGET FOR THE FY 2026-27 ALONG WITH THE ANNUAL ACTION PLAN

Pursuant to the provisions of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended from time to time, the Company is required to spend, in every financial year, at least two per cent (2%) of the average net profits of the Company, calculated in accordance with Section 198 of the Companies Act, 2013, made during the three immediately preceding financial years, towards Corporate Social Responsibility (CSR) activities.

Accordingly, the Management apprised the Board that the CSR budget for the Financial Year 2026-27, computed in accordance with the aforesaid provisions, is required to be approved by the Board, along with the Annual Action Plan recommended by the CSR Committee, before implementation of the CSR activities during the year.

CSR Expenditure	**For 2026-27**
Profit Before Tax for preceding 3 FYs	
2023-24	95,9,91,350
2024-25	13,70,28,777
2025-26	39,22,04,204
Average Net Profits	20,90,88,133
Mandatory CSR % to be allocated	2%
CSR Amount (Rs. In Lacs) (Approx.)	4181762.67
Unspent amount of FY 2025-26	-

THE BOARD IS REQUESTED TO CONSIDER THE ABOVE AND, IF THOUGHT FIT, PASS THE FOLLOWING RESOLUTION WITH OR WITHOUT MODIFICATION:

PROPOSED RESOLUTION:

"RESOLVED THAT pursuant to the provisions of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended from time to time, and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, the consent of the Board of Directors be and is hereby accorded to approve the Corporate Social Responsibility ("CSR") Budget of **Rs. 41,81,763/- (Rupees Forty-One Lakh Eighty-One Thousand Seven Hundred Sixty Three Only)** for the Financial Year 2026-27, being 2% of the average net profits of the Company calculated in accordance with the provisions of Section 198 of the Companies Act, 2013, as recommended by the CSR Committee.

RESOLVED FURTHER THAT the Annual Action Plan for the Financial Year 2026-27, as placed before the Board and recommended by the CSR Committee, be and is hereby approved, including the proposed allocation of the CSR budget for the following projects:

S. N.	CSR Project	Amount (in lacs)
	Budget for FY 2026-27	41,81,763
A	(1) KV SHALA 2.0 (Implementing Agency- By Vishwas Trust)	5,00,000
	(2) Implementing Agency – Respect India	5,00,000
B	Administrative expenses @ 5%	NIL
	Grand Total (A + B)	10,00,000
	Balance unallocated budget	31,81,763

RESOLVED FURTHER THAT the Board hereby approves the following Annual Action Plan for the Financial Year 2026-27:

a) The Company shall enter into/renew agreements with the implementing agencies, namely Vishwas Trust for implementation of KV Shala 2.0 and Respect India for implementation of the approved CSR project(s), for a period of one year or such other period as may be considered appropriate.

b) The CSR projects shall be monitored by the CSR Committee, and periodic progress reports shall be placed before the Management and the Board, as may be required.

c) The balance unallocated CSR budget shall be deployed during the Financial Year 2026-27 towards eligible CSR projects or activities in accordance with the approved CSR Policy, and applicable provisions of the Companies Act, 2013 and the Rules made thereunder. Further, Mr. Upendra Nath Tripathi, Chairman of the CSR Committee, is hereby authorised to oversee and monitor the utilization of the balance unallocated CSR budget in accordance with the approved Annual Action Plan and applicable provisions of the Companies Act, 2013.

d) Except for advance payments, wherever approved, no further payments shall be released to the implementing agencies unless the requisite utilization statements, supporting documents and other reports, as prescribed by the Company, are submitted.

e) The agreements with the implementing agencies shall, inter alia, contain suitable provisions relating to monitoring, utilization of funds, treatment of any income arising from CSR activities, reporting requirements and such other terms as may be necessary to ensure effective implementation of the CSR projects, including:

- submission of periodic MIS/progress reports by the implementing agencies;
- submission of annual audited Fund Utilization Certificate and Impact/Completion Report, wherever applicable; and
- maintenance of proper books, records and supporting documents relating to the utilization of CSR funds.

RESOLVED FURTHER THAT the CSR Committee of the Company be and is hereby authorized to oversee, supervise and monitor the implementation of the approved CSR projects, review the progress of the CSR activities from time to time, make suitable modifications to the Annual Action Plan within the framework of the applicable laws and the CSR Policy of the Company, and recommend the same to the Board wherever required.

RESOLVED FURTHER THAT any Director and /or the Company Secretary of the Company, be and is hereby severally authorized to execute the necessary agreements with the implementing agencies, sign and file all documents, applications, returns and other writings, and to do all such acts, deeds, matters and things as may be necessary, expedient or desirable for giving effect to this resolution."

AGENDA ITEM NO. 2.25:

PROPOSAL TO CONVENE 16TH ANNUAL GENERAL MEETING OF THE COMPANY AND APPROVE THE NOTICE FOR THE MEETING

1. In accordance with the provisions of Section 96 of the Companies Act, 2013 every company shall in each year hold in addition to any other meetings, a General Meeting as its Annual General Meeting (AGM) and shall specify the meeting as such in the notices calling it, and not more than fifteen months shall elapse between the date of one AGM of a company and that of the next. Also, AGM shall be held within six months from the closing of the financial year.

2. Annual General Meeting shall be called during business hours, that is, between 9 a.m. and 6 p.m. on any day that is not a National Holiday and shall be held either at the registered office of the company or at some other place within the city, town or village in which the registered office of the company is situate.

3. Further, in accordance with the provisions of Section 101 of the Companies Act, 2013, the company is required to call a General Meeting by giving not less than clear twenty-one days' notice either in writing or through electronic mode. Provided that a general meeting may be called after giving a shorter notice if consent is given in writing or by electronic mode by not less than ninety-five percent of the total voting power exercisable at that meeting

   Pursuant to the pursuant to General Circular dated September 25, 2023 read together with circulars dated December 28, 2022, April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021 and May 5, 2022, (collectively referred to as "MCA Circulars") issued by the Ministry of Corporate Affairs ("MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/167 dated October 7, 2023 read with Circular dated January 5, 2023, May 13, 2022, January 15, 2021 and May 12, 2020, the 16th AGM of the Company is proposed to be conducted through VC/OAVM facility, without physical presence of members at a common venue.

4. Accordingly, the draft of the notice convening the 16th Annual General Meeting of the Company together with relevant explanatory statements is enclosed.

5. In view of above, the Board is requested to:

   i. Convene 16th Annual General Meeting of GP Eco Solution India Limited on ________, ________ day of September, 2026 at ___________p.m. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM");

ii. Authorize Chairman & Managing Director of the company to fix date, time etc. for the 16th Annual General Meeting;

iii. Approve the draft notice convening the 16th Annual General Meeting and authorize Chairman & Managing Director to make necessary corrections/modifications/additions if any, in the Notice convening 16th Annual General Meeting of the Company, before issue;

iv. Authorize Company Secretary & Compliance Officer to issue the notice of the 16th Annual General Meeting of the Company and to take all necessary actions in this regard.

Accordingly, the Board of Directors is requested to pass the following resolution(s) with or without modifications:

"**RESOLVED THAT** the 16th Annual General Meeting of GP Eco Solutions India Limited be convened on ________________, _______ day of September, 2026 at ______ p.m. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")."

"**RESOLVED FURTHER THAT** in connection to 16th Annual General Meeting of GP Eco Solutions India Limited, the following be and is hereby approved.

Benpos Date for Sending Notice	
Date of Completion of Dispatch	
Cut Off Date	
Book Closure Start Date	
Book Closure End Date	
Remote e-Voting Start Date	
Remote e-Voting Start Time	
Remote e-Voting End Date	
Remote e-Voting End Time	
Date of AGM/ EGM	
AGM/ EGM Start Time	

"**RESOLVED FURTHER THAT** in case of exigency, Chairman & Managing Director be and is hereby authorized to modify and fix the date, time and venue of the 16th Annual General meeting of the Company."

"**RESOLVED FURTHER THAT** the draft of the notice convening the 16th Annual General Meeting of the Company together with relevant explanatory statements annexed thereto as placed before the Board be and is hereby approved and be issued to the members."

"RESOLVED FURTHER THAT Chairman & Managing Director be and is hereby authorized to make necessary corrections / modifications / additions if any, in the Notice convening 16th Annual General Meeting of the Company, before issue."

"RESOLVED FURTHER THAT Company Secretary & Compliance Officer be and is hereby authorized to issue the notice of 16th Annual General Meeting of the Company and to take all necessary actions in this regard."

AGENDA ITEM NO. 2.26:

TO CONSIDER AND APPROVE THE APPOINTMENT OF M/S NSP & ASSOCIATES, PRACTISING COMPANY SECRETARIES, AS THE SCRUTINIZER FOR CONDUCTING REMOTE E-VOTING AND E-VOTING AT THE 16TH ANNUAL GENERAL MEETING

The Chairman informed the Board that, pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Secretarial Standard-2 on General Meetings, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable provisions, the Company is required to appoint a Scrutinizer to scrutinize the remote e-voting process and e-voting conducted during the Annual General Meeting in a fair and transparent manner.

The Board was further informed that **M/s NSP & Associates, Practising Company Secretaries**, have conveyed their consent to act as the Scrutinizer for the purpose of scrutinizing the remote e-voting process and e-voting at the 16th Annual General Meeting of the Company and are eligible for such appointment under the applicable provisions of law.

THE BOARD IS REQUESTED TO CONSIDER THE ABOVE AND, IF THOUGHT FIT, PASS THE FOLLOWING RESOLUTION WITH OR WITHOUT MODIFICATION:

PROPOSED RESOLUTION:

"RESOLVED THAT pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Secretarial Standard-2 on General Meetings, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable provisions, **M/s NSP & Associates, Practising Company Secretaries**, be and are hereby appointed as the Scrutinizer to scrutinize the remote e-voting process and e-voting conducted at the 16th Annual General Meeting of the Company in a fair and transparent manner, on such remuneration and reimbursement of out-of-pocket expenses as may be mutually agreed.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and is hereby severally authorised to communicate the appointment to the Scrutinizer and to do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this resolution."

AGENDA ITEM NO. 2.27:

TO CONSIDER AND APPROVE THE APPOINTMENT OF CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED (CDSL) AS THE E-VOTING AGENCY FOR THE 16TH ANNUAL GENERAL MEETING

The Chairman informed the Board that, pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standard-2 on General Meetings, the Company is required to provide its Members with the facility to cast their votes electronically in respect of the businesses to be transacted at the 16th Annual General Meeting.

The Board was further informed that Central Depository Services (India) Limited (CDSL) has offered its e-voting platform for providing remote e-voting and e-voting during the AGM and possesses the requisite infrastructure for conducting the voting process in a secure and transparent manner.

THE BOARD IS REQUESTED TO CONSIDER THE ABOVE AND, IF THOUGHT FIT, PASS THE FOLLOWING RESOLUTION WITH OR WITHOUT MODIFICATION:

PROPOSED RESOLUTION:

"**RESOLVED THAT** pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standard-2 on General Meetings, and other applicable provisions, **Central Depository Services (India) Limited (CDSL)** be and is hereby appointed as the E-Voting Agency for providing remote e-voting and e-voting facility during the 16th Annual General Meeting of the Company.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and is hereby severally authorised to execute the necessary documents, complete the required formalities with CDSL, and do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this resolution."

AGENDA ITEM NO. 2.28:

TO TAKE NOTE OF THE ANNUAL REPORT FOR THE FINANCIAL YEAR 2025-26

The Board is informed that pursuant to the provisions of Section 134 of the Companies Act, 2013, read with the applicable Rules made thereunder, Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as applicable, and other applicable statutory provisions, the Annual Report of the Company for the Financial Year ended March 31, 2026 has been duly finalized.

The Annual Report comprises, inter alia, the Notice convening the ensuing Annual General Meeting, the Board's Report together with its annexures, the Audited Standalone and Consolidated Financial Statements, the Independent Auditors' Report, the Secretarial Audit Report, the Management Discussion and Analysis Report, and other statutory disclosures required under the Companies Act, 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws.

The Board is further informed that the Annual Report has been prepared in compliance with the applicable provisions of the Companies Act, 2013, the Rules made thereunder, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the applicable Secretarial Standards on Meetings of the Board of Directors (SS-1) and General Meetings (SS-2), and other applicable statutory requirements.

The finalized Annual Report is placed before the Board for its information and noting.

GPES Solar
Building Trust & Partnerships

<u>AGENDA ITEM NO. 2.29:</u>

<u>TO TRANSACT ANY OTHER BUSINESS WITH THE PERMISSION OF THE CHAIRPERSON.</u>

Any other matter as the board may deem fit with, can be discussed with the permission of the Chairperson.

By Order of the Board of Directors
For GP Eco Solutions India Limited

Tanushree

Digitally signed by Tanushree
DN: C=IN, CN=Tanushree, O=Personal, ST=Uttar Pradesh, postalCode=226020, pseudonym=373e7d4372374791998d9844b7b8eb81, serialNumber=a10d39af20cde481c1e89df0fee42098d687458fc282a0cfa0e2171012733872, street=WO Yash Agarwal C 196 Near Charan Guest House Nirala Nagar, telephoneNumber=beefebce0da08b4d0542c4c88a56c9011f438277641bb7b6a0bfd1b801c759e7, title=4673
Reason: I am the author of this document
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Date: 2026.08.05 23:47:26+05'30'
Foxit PDF Reader Version: 2026.1.0

Tanushree
Company Secretary & Compliance Officer

Date: August 05, 2026
Place: Noida