

**Date: September 24<sup>th</sup> 2024**

To,  
The Listing Department,  
National Stock Exchange of India Limited,  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (E), Mumbai-400051, Maharashtra

**Sub: Outcome of Annual General Meeting of GP Eco Solutions India Limited (“The Company”) held Yesterday, September 23, 2024 at 01:15 p.m.**

**Ref: Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”)**

With reference to the captioned subject and in terms of the provisions of Regulation 30 read with other applicable regulations of SEBI LODR Regulations, we wish to inform you that the Annual General Meeting of the Company is held Yesterday i.e., **Monday, September 23<sup>rd</sup>, 2024** has considered and approved the following matters:

- 1. Approval of Standalone & Consolidated Audited Financial Results along with Auditors’ Report and Board Report:**  
Approved the Audited Standalone & Consolidated Financial Results of the Company for the quarter and year ended March 31, 2024 (after being reviewed and recommended by the Audit committee) along with Auditor’s Report and Board Report.
- 2. Appointment of Statutory Auditor:**  
On recommendation of Audit Committee and on approval by Board of Directors, the members approved the appointment of *M/s NKMR & Co, Chartered Accountants*, as the Statutory Auditor of the Company for FY 2024-25.
- 3. Re-Appointment of Director liable to retire by rotation:**  
To appoint a director in place of **Mr. Deepak Pandey (DIN: 03141304)**, who retires by rotation and being eligible, offers himself for re-appointment. The same is approved by the members of the company.
- 4. Appointment of Director and Non-Executive Chairman:**  
*Mr. Pradeep Kumar Pandey*, who was appointed as an Additional Director and Chairman of the Company in the Board Meeting held on *August 05, 2024* is now appointed as Director & Non-Executive Chairman of our company as approved by the members.
- 5. Approval of GPECO ESOP Scheme 2024:**  
The members approved the ESOP pool of *2,40,000* (Two Lakh Forty Thousand) Options convertible into *2,40,000* (Two Lakh Forty Thousand) Equity Shares of face value of Rs. 10/- each. However, no grant has been made under the Scheme, as on date.

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**GP ECO SOLUTIONS INDIA LIMITED**

Regd. Add: B-39, Sector-59, Noida-201301 (Uttar Pradesh)

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GSTN: 09AADCG8938P2ZO CIN : U31908UP2010PLC041528

**6. Approval for grant of options to employees of subsidiary company, in India or outside India, under GPECO Employee Stock Option Scheme – 2024:**

The members approved the Board to create, grant, offer, issue and allot under the *GPECO Employees Stock Option Scheme – 2024* by grant of Employee Stock Options convertible into equal number Equity Shares at any time, to or for the benefit of Employees and Directors of the Subsidiary Company, in India or outside India of the Company.

**7. Approval Of Material Related Party Transactions:**

The members of the company gave approval to the Board of Directors to enter into transaction/s of purchase/sale of goods / services, lease, transfer, assign or otherwise exchange, for the period of 2024-2025 financial year, with Related Parties as mentioned in the explanatory statement, for an total annual value not exceeding *Rs.500 cr.*

**Detailed information as required under Regulation 30 of the SEBI (LODR) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-I/P/CIR/2023/123 dated 13 July 2023 is enclosed in Annexures.**

The meeting commenced at 01:15 P.M. and concluded at 01:37 PM.  
This is for your information and records.

The aforesaid intimation is also being hosted on the website of the Company i.e. [www.gpecosolutions.com](http://www.gpecosolutions.com). We request you to take the above information on record and the same be treated as compliance under the applicable provisions of the SEBI LODR Regulations.

**Thanking You,  
Yours Faithfully,  
For GP Eco Solutions India Limited**

**Tanushree  
Company Secretary & Compliance Officer  
Membership No.: A28056**

**ANNEXURES**

**ANNEXURE-1**

<b>Sr. No.</b>	<b>Particulars</b>	<b>Statutory Auditor</b>
1.	Name of Firm	M/S NKMR & CO.
2.	Reason for change viz. appointment, reappointment, resignation, removal, death or otherwise	Appointment
3.	Date of appointment/ reappointment/ cessation (as applicable) & term of appointment/re-appointment	August, 05 <sup>th</sup> , 2024 (Board Meeting)
4.	Brief profile (in case of appointment);	NKMR & CO., the firm has a 10-year rich experience in the following fields, Statutory Audit as per Companies Act, 2013, Tax Audit as per Income Tax Act, 1961, Transfer Pricing Audit as per Income Tax Act, 1961, GST Audit, Concurrent Audit, Forensic Accounting and Fraud Detection.

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**ANNEXURE-2**

<b>S. No.</b>	<b>Particulars</b>	<b>Re-appointment of Retiring Director</b>
1.	Name of the Director	<b>Mr. Deepak Pandey</b>
2.	DIN	03141304
3.	Date of Birth	21/12/1984
4.	Date of Appointment	23/09/2024
5.	Qualification	B.Tech (Computer Science)
6.	Expertise	13 years+ experience as a Managing Director for GP ECO SOLUTIONS INDIA LTD
7.	Directorship in other Entities	Invergy India Private Limited  Invergy Medicare Private Limited  GPES Green Projects Private Limited
8.	Number of Shares Held in Company	3225600
9.	Chairman / Member of Committee(s) of Board of Directors of the Company	Member in the Audit Committee, Stakeholders Relationship Committee & Corporate Social Responsibility Committee of the Board of Directors of the Company
10.	Chairman / Member of the Committee(s) of Board of Directors of other Companies in which he is a Director	Member in Nil Committees of Board of Directors of other Companies
11.	Whether related with other Directors / Key Managerial Personnel	Son of Mrs. Anju Pandey, Director of the Company and Mr. Pradeep Kumar Pandey, Director/Chairman of the Company

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**ANNEXURE-3**

<b>S. No.</b>	<b>Particulars</b>	<b>Appointment of Director</b>
1.	Name of the Director	<b>Mr. Pradeep Kumar Pandey</b>
2.	DIN	09558317
3.	Date of Birth	08-03-1955
4.	Date of Appointment	23-09-2024
5.	Qualification	Post Graduate Specialization in Environmental control in chemical & Pharmaceutical from State university Of Ghent, Belgium in collaboration with United Nations Industrial Development Organization (UNIDO)
6.	Expertise	35+ years of experience in service for Government Sector. A. Project design & Development. B. Project Implementation & Management. C. Quality control & ISO implementation. D. Project Financing. E. Resource raising from international lending institutions Viz. World Bank, ADB, JICA, DANIDA, GON, etc.
7.	Directorship in other Entities	1. Invergy Medicare Private Limited
8.	Number of Shares Held in Company	54000
9.	Chairman / Member of Committee(s) of Board of Directors of the Company	Member in Nil Committee of the Board of Directors of the Company
10.	Chairman / Member of the Committee(s) of Board of Directors of other Companies in which he is a Director	Member in Nil Committees of Board of Directors of other Companies
11.	Whether related with other Directors / Key Managerial Personnel	Spouse of Mrs. Anju Pandey, Director of the Company and Father of Deepak Pandey, Managing Director of the Company

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**ANNEXURE-4**

<b>Sl. No.</b>	<b>Particulars</b>	<b>Details</b>
<b>1.</b>	Name of the Scheme	GPECO Employees Stock Option Scheme – 2024 (“Scheme”)
<b>2.</b>	Brief details of options granted	The members approved the ESOP pool of 2,40,000 (Two Lakh Forty Thousand) Options convertible into 2,40,000 (Two Lakh Forty Thousand) Equity Shares of face value of Rs. 10/- each.  However, no grant has been made under the Scheme, as on date.
<b>3.</b>	Whether the Scheme is in terms of SEBI (SBEB & SE) Regulations, 2021 (if applicable)	Yes
<b>4.</b>	Total number of shares covered by these options	2,40,000 Equity Shares of face value Rs. 10/- each (Each Option is convertible into one Equity Share of the Company).
<b>5.</b>	Pricing Formula	Under this Scheme, the exercise price shall be decided on the basis of Market price, as defined in the Scheme. However, the Exercise Price shall not be less than the face value of the Equity Shares of the Company.
<b>6.</b>	Options Vested	Not Applicable, as this outcome is pertaining to date of approval of members.
<b>7.</b>	Time within which option may be exercised	All Options upon vesting shall be exercisable within 2 (Two) years from the date of respective vesting.
<b>8.</b>	Options exercised	Not Applicable, as this outcome is pertaining to date of approval of members.
<b>9.</b>	Money realized by exercise of Options	Not Applicable, as this outcome is pertaining to date of approval of members.
<b>10.</b>	The total number of Shares arising as a result of exercise of Option	Not Applicable, as this outcome is pertaining to date of approval of members.

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<b>11.</b>	Options lapsed	Not Applicable, as this outcome pertaining to date of approval of members.
<b>12.</b>	Variation in terms of Options	Not Applicable
<b>13.</b>	Brief details of significant terms	<p>The Scheme is administered by the Nomination and Remuneration Committee.</p> <p>The grant of Options is based upon the eligibility criteria as mentioned in the Scheme.</p> <p>There shall be a minimum period of one (1) year between grant of options and vesting of options.</p> <p>The granted Options once vested shall entitle the Option holder to acquire equal number of Equity Shares, upon payment of exercise price and applicable taxes in accordance with terms and conditions of the Scheme.</p> <p>All Vested Options shall be respectively exercised in one or more tranches within a period of 2 (Two) years from the date of respective Vesting.</p>
<b>14.</b>	Subsequent changes or cancellation or exercise of such Options	Not Applicable, as this outcome is pertaining to date of approval of members.
<b>15.</b>	Diluted earnings per share pursuant to the issue of equity shares on exercise of Options.	Not Applicable, as this outcome is pertaining to date of approval of members.

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**ANNEXURE-5**

The following contracts/ arrangements/ transactions are material in nature and require the approval of the unrelated shareholders of the Company by ordinary resolution:

<b>Name of the related party</b>	<b>Relationship</b>	<b>Name of Director/ KMP interested</b>	<b>Nature of Transactions</b>	<b>Maximum value of transactions per annum</b>
Invergy India Pvt. Ltd.	Subsidiary Company	Deepak Pandey (Managing Director),  Astik Mani Tripathi ( Director)  Pradeep Kumar Pandey (Chairman/ Director)  Anju Pandey (Director)	Purchases & Sale of Material	100 crore
Invergy Medicare Private Limited	Private Company Where Directors are Directors	Deepak Pandey (Managing Director),  Astik Mani Tripathi ( Director)  Pradeep Kumar Pandey (Chairman/ Director)  Anju Pandey (Director)	Purchases & Sale of Material	2 crore
SAR Renewables	Proprietorship	Deepak Pandey(Managing Director)	Purchases & Sale of Material	50 crore

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		Pradeep Kumar Pandey (Chairman/ Director)  Anju Pandey (Director)		
GP Electronics	Proprietorship	Deepak Pandey(Managing Director) ,  Pradeep Kumar Pandey (Chairman/ Director)  Anju Pandey (Director)	Purchases & Sale of Material	1 crore
Invergy Power General Trading Co LLC	LLC	Deepak Pandey (Managing Director),  Astik Mani Tripathi ( Director)  Pradeep Kumar Pandey (Chairman/ Director)  Anju Pandey (Director)	Purchases & Sale of Material	10 crore

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