

Date: February 11, 2025

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

Sub: Submission of Scrutinizer's Report of the Extra-Ordinary General Meeting of the Company

Dear Sir/Madam,

Pursuant to Regulation 44 and other applicable Regulations of SEBI (LODR) Regulations, 2015, we are attaching herewith the Scrutinizer's Report on voting of Resolutions at the Extra-Ordinary General Meeting held on **Monday, February 10, 2025**.

The above information is also available on the website of the Company www.gpecosolutions.com.

We request that you kindly take the above information on record.

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

**TANUS
HREE**
Digitally signed by TANUSHREE
DN: cn=TANUSHREE, o=GP ECO SOLUTIONS INDIA LIMITED,
c=IN, email=tanushree@gpecosolutions.com, postalCode=201301, serialNumber=1, uri=http://www.gpecosolutions.com,
reason=I am the author of the document
Date: 2025.02.11 16:28:56+05:30
E-mail: info@gpecosolutions.com
**Tanushree
Company Secretary & Compliance Officer
Membership No.: A28056**

GP ECO SOLUTIONS INDIA LIMITED



NPS & ASSOCIATES
Company Secretaries
(Peer Reviewed Firm)

P2/26, 4th Floor, Block P, Sector 75,
BPTP Parklands, Faridabad, Haryana - 121003
Ph - 9953709250, E-mail- csnps11@gmail.com

Scrutinizer's Report

*[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20(4)
of the Companies (Management and Administration) Rules, 2014]*

To,
The Chairman,
GP Eco Solutions India Limited
CIN: U31908UP2010PLC041528
Registered Office: B-39, Sector-59, Noida,
Gautam Buddha Nagar, Uttar Pradesh - 201301

SUB: Scrutinizer's Report on remote e-voting in respect of passing of the resolutions contained in the notice dated January 17, 2025 through Extra Ordinary General Meeting

Dear Sir(s),

I, Nakul Pratap Singh, Company Secretary in Practice, was appointed as Scrutinizer by the Board of Directors of GP Eco Solutions India Limited ("the Company") for the purpose of scrutinizing the process of remote e -voting in a fair and transparent manner and ascertaining the requisite majority for passing of resolutions as contained in the said notice of the Extra Ordinary General Meeting.

Your Company had provided a facility to the shareholders to exercise their votes on the resolution(s), as set out in the Notice dated January 17, 2025 by way of remote e-voting pursuant to Section 108 & 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended till date read with Regulation 44 of the SEBI (LODR) Regulations, 2015 and General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020s, 22/2020 dated 5 May, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, Circular No. 20/2021 dated December 8, 2021 and Circular No. 3/2022 dated May 5, 2022, issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars") and other applicable laws and regulations.

The Notice dated January 17, 2025 along with statement setting out material facts under Section 102 of the Act in respect of the resolutions mentioned therein, as confirmed by the Company, was sent, via e-mail only to the Members whose names appeared in the Register of Members / List of Beneficial Owners as received from Central Depository Services (India) Limited ("CDSL") and whose e-mail addresses were available with the Company as on February 03, 2025 ("cut-off date").




The management of the Company is responsible to ensure compliance with the provisions of the Companies Act, 2013 and rules made there-under relating to remote e-voting through electronic means on the resolutions proposed in the said notice.

My responsibility as scrutinizer is to ensure that the voting process through electronic means is conducted in a fair and transparent manner and render scrutinizer's report of the total votes cast 'in favour' or 'against' if any, to the Chairman or his authorized representative, on the resolutions based on the votes cast and reports generated from the electronic voting system, provided by Central Depository Services (India) Limited (CDSL), the authorized agency engaged by the Company to provide facility of remote e-voting to the shareholders of the Company.

In this regard, I confirm that-

1. the shareholders of the Company holding shares on the "cut-off date" i.e. Monday, February 03, 2025, were entitled to vote on the resolution(s) proposed as set out in the notice;
2. the Company had engaged Central Depository Services (India) Limited (CDSL) as the Agency for remote e-voting; and
3. remote e-voting period remained open from Friday, February 07, 2025 at 09:00 A.M. (IST) and will end on Sunday, February 09, 2025 at 05:00 P.M. (IST).
4. After the closure of e-voting on Sunday, February 09, 2025 at 05:00 P.M., I have unblocked the electronic votes for e-voting process in the presence of two witnesses who are not in the employment of the Company. Thereafter, the details containing, inter-alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolution that was put to vote through Extra Ordinary General Meeting were generated from the e-voting website of CDSL and consolidated with physical votes received.
5. I, have relied on the information provided by BigShare Services Private Limited the Registrar and Share transfer Agent (RTA) of the Company with regard to details regarding number of shares held and verification of specimen signatures of Shareholders.
6. Thereafter, the details containing, inter alia, the information about shareholders voting 'For' and 'Against' the resolutions that were put to vote, were generated from the e-voting portal of CDSL and based on such reports generated, data regarding the e-voting was diligently scrutinized.
7. The result of the e-voting on resolutions set out in the Notice are as under:

SPECIAL BUSINESS:

Resolution No. 1: Ordinary Resolution

APPOINTMENT OF MR. KULJIT SINGH POPLI (DIN: 01976135) AS A NON-EXECUTIVE DIRECTOR (NON - INDEPENDENT)




Particulars	Number of members who cast their vote	Number of Votes cast in			% of total number of valid votes cast
		Remote e-voting	E-voting at EGM	Total	
Votes in Favour	27	74,92,200	20,400	75,12,600	100.00%
Votes Against	-	-	-	-	-
Invalid Votes	-	-	-	-	-
Total	27	74,92,200	20,400	75,12,600	100.00%

Resolution No. 2: Ordinary Resolution

APPOINTMENT OF MR. AKHILESH KUMAR JAIN (DIN: 03466588) AS A NON-EXECUTIVE DIRECTOR (NON - INDEPENDENT)

Particulars	Number of members who cast their vote	Number of Votes cast in			% of total number of valid votes cast
		Remote e-voting	E-voting at EGM	Total	
Votes in Favour	27	74,92,200	20,400	75,12,600	100.00%
Votes Against	-	-	-	-	-
Invalid Votes	-	-	-	-	-
Total	27	74,92,200	20,400	75,12,600	100.00%

Resolution No. 3: Special Resolution

APPOINTMENT OF MR. UPENDRA NATH TRIPATHI (DIN: 10819288) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

Particulars	Number of members who cast their vote	Number of Votes cast in			% of total number of valid votes cast
		Remote e-voting	E-voting at EGM	Total	
Votes in Favour	26	74,89,800	20,400	75,10,200	99.99%
Votes Against	-	-	-	-	-
Invalid Votes	1	2,400	-	2,400	0.01%
Total	27	74,92,200	20,400	75,12,600	100.00%




Resolution No. 4: Special Resolution

APPOINTMENT OF MR. MANISH GROVER (DIN: 10862270) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

Particulars	Number of members who cast their vote	Number of Votes cast in			% of total number of valid votes cast
		Remote e-voting	E-voting at EGM	Total	
Votes in Favour	27	74,92,200	20,400	75,12,600	100.00%
Votes Against	-	-	-	-	-
Invalid Votes	-	-	-	-	-
Total	27	74,92,200	20,400	75,12,600	100.00%

Resolution No. 5: Special Resolution

APPROVAL FOR INCREASE IN OVERALL BORROWING POWER LIMITS OF THE COMPANY AS PER SECTION 180 (1) (c) OF THE COMPANIES ACT, 2013:

Particulars	Number of members who cast their vote	Number of Votes cast in			% of total number of valid votes cast
		Remote e-voting	E-voting at EGM	Total	
Votes in Favour	27	74,92,200	20,400	75,12,600	100.00%
Votes Against	-	-	-	-	-
Invalid Votes	-	-	-	-	-
Total	27	74,92,200	20,400	75,12,600	100.00%

Resolution No. 6: Special Resolution

POWER TO GIVE LOANS OR INVEST FUNDS OF THE COMPANY IN EXCESS OF THE LIMITS SPECIFIED UNDER SECTION 186 OF THE COMPANIES ACT, 2013.

Particulars	Number of members who cast their vote	Number of Votes cast in			% of total number of valid votes cast
		Remote e-voting	E-voting at EGM	Total	
Votes in Favour	27	74,92,200	20,400	75,12,600	100.00%
Votes Against	-	-	-	-	-
Invalid Votes	-	-	-	-	-
Total	27	74,92,200	20,400	75,12,600	100.00%

 

Resolution No. 7: Special Resolution

TO CONSIDER AND APPROVE THE INCREASE IN MANAGERIAL REMUNERATION

Particulars	Number of members who cast their vote	Number of Votes cast in			% of total number of valid votes cast
		Remote e-voting	E-voting at EGM	Total	
Votes in Favour	20	2,05,800	20,400	2,26,200	100.00%
Votes Against	-	-	-	-	-
Invalid Votes	7	72,86,400	-	72,86,400	-
Total	27	74,92,200	20,400	75,12,600	100.00%

8. Based on above results, all the Members of the Company have voted in favour of resolutions proposed through the Notice of the Extra Ordinary General Meeting and therefore the resolutions shall stand passed by the requisite majority.
9. All electronic data and relevant records of voting shall remain in custody of the Chairman until he considers and approves the results of resolutions passed through Extra Ordinary General Meeting. Thereafter, all the documents shall be handed over to the Company Secretary for safe keeping.

Thanking you.
Yours faithfully,

For NPS & Associates
Company Secretaries



Nakul Pratap Singh
Company Secretary in Practice
M.No A55529
COP No. 22069
UDIN: A055529F003916826

Date: February 11, 2025
Place: Faridabad

Countersigned by

Chairman/ Auth, representative
GP Eco Solutions India
Limited

