

Date: May 12, 2025

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

Symbol: GPECO

Sub: Outcome of Board Meeting of GP Eco Solutions India Limited (“The Company”) held Today, May 12, 2025

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 Board of the Directors of the Company at their meeting held Today i.e., **Monday, May 12, 2025** has considered and approved the following matters:

1. Appointment Of Mr. Pavitra Khandelwal (DIN: 08764693) as an Additional Director (Non-Executive Category) of the Company

On recommendation of Nomination and Remuneration Committee, Board has considered and approved the appointment of Mr. Pavitra Khandelwal (DIN: 08764693) as an Additional Director (Non-Executive Category) of the Company, subject to the approval of shareholders in the ensuing Extra-Ordinary General Meeting.

*Details as required under Regulation 30 of the SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, and SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, with respect to the Preferential Allotment is enclosed as **Annexure A**.*

- 2. Preferential Issue of up to 1,20,000 (One Lakh Twenty Thousand) Equity Shares** having face value of Rs.10/- each of the Company, **at an issue price of Rs. 348/- (Rupees Three Hundred Forty-Eight Only)** per Equity Share, determined in accordance with the provisions of Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, for cash, **for an aggregate amount of up to Rs. 4,17,60,000/- (Rupees Four Crore Seventeen Lakh Sixty Thousand Only)**, to the below-mentioned persons/entities belonging to the “Public” category (“**Proposed Allottees**”), subject to the approval of members of the Company and applicable regulatory authorities:

Sr. No	Name of the Proposed Allottees	Category	No. of Equity Shares to be allotted (up to)
1	Kumar Vishwas	Public	1,20,000

GP ECO SOLUTIONS INDIA LIMITED

Total	1,20,000
--------------	-----------------

*Details as required under Regulation 30 of the SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, and SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, with respect to the Preferential Allotment is enclosed as **Annexure B**.*

3. Preferential Issue of up to **1,20,000** (One Lakh Twenty Thousand) Fully Convertible Warrants (“**Warrants**”) at an issue price of **Rs. 348/- (Rupees Three Hundred Forty-Eight Only)** per Warrant, determined in accordance with the provisions of Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, to be convertible at an option of Warrant holder(s) in one or more tranches, within 18 (Eighteen) months from its allotment date into equivalent number of fully paid-up equity shares of face value of Rs.10 each/- for cash, **for an aggregate amount of up to Rs. 4,17,60,000/- (Rupees Four Crore Seventeen Lakh Sixty Thousand Only)** to the below mentioned persons/entities belonging to the “Promoter” category (“**Proposed Allottee**”) in the manner as follows, subject to the approval of members of the Company and applicable regulatory authorities:

Sr. No	Name of the Proposed Allotees	Category	No. of Warrants to be allotted (up to)
1	Anju Pandey	Promoter	40,000
2	Deepak Pandey	Promoter	40,000
3	Astik Mani Tripathi	Promoter	40,000
Total			1,20,000

*Details as required under Regulation 30 of the SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, and SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, with respect to the Preferential Allotment is enclosed as **Annexure C**.*

4. To Increase the Authorised Capital of the Company to 25 Crore

The Board approved the increase in authorised share capital of the Company from Rs. 12 crore to Rs. 25 crore by creating an additional 1.3 crore equity shares of Rs. 10 each. The new authorised capital will comprise 2.5 crore equity shares of Rs. 10 each. These new shares will rank pari passu with the existing equity shares. The Board also approved the necessary alteration to the Memorandum of Association.

5. To Approve Alteration in Memorandum of Association

The Board approved the alteration of Clause V of the Memorandum of Association. The revised Clause V reflects the increase in authorised share capital to Rs. 25 crore. The authorised capital now comprises 2.5 crore equity shares of Rs. 10 each. Necessary filings and compliances will be carried out to give effect to the change.

GP ECO SOLUTIONS INDIA LIMITED

6. To Consider Prior Approval of Related Party Transaction for Fy 2025-26 by Audit Committee and to Ratify the Mentioned Transactions

The Board noted the omnibus approval granted by the Audit Committee on May 12, 2025, for related party transactions for the financial year 2025–26. This approval is in accordance with Regulation 23 of SEBI LODR and Section 188 of the Companies Act, 2013. The Board further approved entering into related party transactions up to ₹1,000 crore during FY 2025–26. Such transactions, including material ones, will be undertaken on mutually agreed terms and conditions. The Shareholders approval Shall be obtained wherever mandated under applicable laws.

7. To Approve the Increase in limits of the Company to Sell, Creation of Charge/Security/Mortgage on the Assets, Properties or Undertakings of the Company Under Section 180(1)(a)

The Board approved the proposal under Section 180(1)(a) of the Companies Act, 2013, to increase the limit for sale, lease, mortgage, or creation of charge on the Company's assets. Approval was granted for transactions up to ₹1,000 crore in aggregate during the financial year 2025–26. This is subject to the approval of shareholders at the ensuing General Meeting.

8. To Increase the Limit for Loan or Investment by Company upto 1000 crore Under Section 186

The Board approved the proposal under Section 186 of the Companies Act, 2013, for making investments, granting loans, providing guarantees, or securities. The total limit approved is up to ₹1,000 crore, in one or more tranches. This approval is subject to shareholders' consent at the forthcoming General Meeting. The transactions will be executed on terms and conditions as mutually agreed. Necessary actions and filings will be undertaken in compliance with applicable laws.

9. To Fix Date Time and Venue of The Extra- Ordinary General Meeting and To Approve the Draft Notice Convening the Extra- Ordinary General Meeting of The Company

The Board approved the draft Notice for convening the Extra-Ordinary General Meeting (EGM). The Notice, as placed before the Board, was reviewed and found in order.

10. Appointment of Mr. Nakul Pratap Singh as the Scrutinizer for the process of remote e-voting for the EGM to be held on *Friday, June 06, 2025.*

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 12:05 P.M. and concluded at 03.00 PM.
This is for your information and records.

GP ECO SOLUTIONS INDIA LIMITED

The aforesaid intimation is also being hosted on the website of the Company i.e. 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**

**Date: May 12, 2025
Place: Noida**

GP ECO SOLUTIONS INDIA LIMITED

Annexure – A

Name of the Director	Mr. Pavitra Khandelwal (DIN: 08764693)
Date of Birth & Age	18/10/1998 (27 years)
Date of Appointment	May 12, 2025
Qualifications	BSc (Hons) in Business Management with major in Finance from Warwick Business School (UK). Qualified Chartered Accountant from Institute of Chartered Accountants in England and Wales
Nature of expertise in specific functional areas	Mr. Pavitra Khandelwal is a highly accomplished and visionary business leader with over 7 years of distinguished experience across diverse sectors including F&B sector, statutory audits and manufacture of paper and paper products. Recognized for his strategic acumen, ethical leadership, and boardroom effectiveness, he brings a deep understanding of corporate governance, compliance, and sustainable business practices, making him a highly suitable candidate for a directorial role in a listed entity
Disclosure of relationships with other Directors and KMPs	There exists no relationship with other Directors and Key Managerial Personnel inter-se
Directorship held in other listed entities and the membership of Committees of the Board	Directorship held in other listed entities: NSP Engineering Private Limited (w.e.f. 24/06/2024) Sap Agrotech Private Limited(w.e.f. 17/07/2020) Committee memberships: Nil
Listed entities from which resigned in the past three years	Nil
No. of Equity Shares held in GP Eco Solutions India Limited	Nil

GP ECO SOLUTIONS INDIA LIMITED

ANNEXURE-B

Details on Preferential Allotment in terms of SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 and SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024:

S. No.	Particulars	Disclosures				
	Type of securities proposed to be issued	Equity Shares				
	Type of issuance	Preferential Issue under Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable law				
	Total number of securities proposed to be issued or total amount for which the securities will be issued	Preferential Issue and allotment of up to 1,20,000 Equity Shares having a face value of Rs. 10/- each.				
	Name and number of the Investor(s)	<table border="1"> <thead> <tr> <th>S.No.</th> <th>Name of the Investor(s)</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Kumar Vishwas</td> </tr> </tbody> </table>	S.No.	Name of the Investor(s)	1	Kumar Vishwas
S.No.	Name of the Investor(s)					
1	Kumar Vishwas					
	Issue price	Rs. 348/- (Rupee Three Hundred Forty-Eight Only) per Equity Share.				
	Tenure/ Conversion	Not Applicable				
	Nature of Consideration (Whether cash or consideration other than cash)	Cash				

GP ECO SOLUTIONS INDIA LIMITED

ANNEXURE – C

Details on Preferential Allotment in terms of SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 and SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024:

S. No.	Particulars	Disclosures						
	Type of securities proposed to be issued	Fully Convertible Warrants (‘Warrants’)						
	Type of issuance	Preferential Issue under Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable law						
	Total number of securities proposed to be issued or total amount for which the securities will be issued	Issue and allotment of up to 1,20,000 Warrants						
	Name and number of the Investor(s)	<table border="1"> <tr> <td>1</td> <td>Anju Pandey</td> </tr> <tr> <td>2</td> <td>Deepak Pandey</td> </tr> <tr> <td>3</td> <td>Astik Mani Tripathi</td> </tr> </table>	1	Anju Pandey	2	Deepak Pandey	3	Astik Mani Tripathi
1	Anju Pandey							
2	Deepak Pandey							
3	Astik Mani Tripathi							
	Issue price	Rs. 348/- (Rupees Three Hundred Forty-Eight Only) per Warrant						
	Tenure/ Conversion	Convertible into equivalent number of Equity Shares of Rs. 10/- each within a maximum period of 18 months from the date of allotment of such Warrants.						
	Nature of Consideration (Whether cash or consideration other than cash)	Cash						

GP ECO SOLUTIONS INDIA LIMITED