



## GFL LIMITED

Registered office: 7<sup>th</sup> Floor, Ceejay House, Dr. Annie Besant Road, Worli, Mumbai – 400 018  
CIN: L65100MH1987PLC374824 • Tel. No.: +91- 22 4032 3851 • Fax No.: +91- 22 4032 3191  
Website: [www.gflimited.co.in](http://www.gflimited.co.in) • Email ID: [contact@gflimited.co.in](mailto:contact@gflimited.co.in)

27<sup>th</sup> March, 2026

To,  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai 400 001

**National Stock Exchange of India Limited**  
Exchange Plaza, Bandra Kurla Complex, Bandra  
(E), Mumbai 400 051

**BSE Scrip Code:** 500173

**NSE Symbol:** GFL LIMITED

**Sub.: Declaration of Voting Results in respect of Resolution passed through Postal Ballot- Notice dated 12<sup>th</sup> February, 2026.**

**Ref.: Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations).**

This is further to our letter dated 25<sup>th</sup> February, 2026, submitting Postal Ballot Notice for seeking approval of the Members of the Company, by way of remote electronic voting (“E-voting”):

- 1. To Consider and Approve the appointment of Mrs. Ishita Jain (Din: 09276232) as a Non-Executive Director**
- 2. Change in Designation of Mr. Pavan Kumar Jain (Din: 00030098) from Non-Executive Director to Chairman and Managing Director of the Company Beyond The Age of 70 years**

In respect of above, the Remote e-voting period had commenced on Thursday, 26<sup>th</sup> February, 2026 at 9.00 a.m. (IST) and ended on Friday, 27<sup>th</sup> March, 2026 at 5.00 p.m. (IST).

The resolution placed through Postal Ballot Notice was passed by the Members with the requisite majority and deemed as passed on the last date of e-voting i.e Friday, 27<sup>th</sup> March, 2026 at 5.00 p.m. (IST).

In this regard, we hereby enclose herewith the following:

Voting results of the postal ballot pursuant to Regulation 44 of the Listing Regulations	Annexure 1
The Scrutinizer Report dated 27 <sup>th</sup> March, 2026 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014	Annexure 2

The above Voting Results will also be available on the website of the Company [www.gflimited.co.in](http://www.gflimited.co.in).

This is for your information and records.

Thanking you.

Yours faithfully,

For **GFL Limited**

**Lakhan Laxmi Rajam Shamala**  
**Company Secretary & Compliance Officer**



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## ANNEXURE 1

<b>Date of AGM/ EGM/ Postal Ballot</b>	Not applicable (Resolution passed through Postal Ballot on Friday, 27th March, 2026)
<b>Cut-off Date</b>	20 <sup>th</sup> February, 2026
<b>Total No. of Shareholders on Record Date</b>	29927
<b>No of Shareholder present in the meeting either in person or proxy:</b> <ul style="list-style-type: none"><li>- Promoter and Promoters group</li><li>- Public</li></ul>	Not Applicable (Resolution passed through Postal Ballot)
<b>No of shareholders attending through video conferencing</b> <ul style="list-style-type: none"><li>- Promoter and Promoters group</li><li>- Public</li></ul>	Not Applicable (Resolution passed through Postal Ballot)
<b>No. of resolution passed in the meeting</b>	2



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## Annexure 2

GFL Limited								
Resolution Required :Ordinary			1 - TO CONSIDER AND APPROVE THE APPOINTMENT OF MRS. ISHITA JAIN (DIN: 09276232) AS A NON-EXECUTIVE DIRECTOR.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	75492611	75492611	100.0000	75492611	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>75492611</b>	<b>100.0000</b>	<b>75492611</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	416890	196371	47.1038	191661	4710	97.6015	2.3985
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>196371</b>	<b>47.1038</b>	<b>191661</b>	<b>4710</b>	<b>97.6015</b>	<b>2.3985</b>
Public Non Institutions	E-Voting	33940499	638477	1.8812	637063	1414	99.7785	0.2215
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>638477</b>	<b>1.8812</b>	<b>637063</b>	<b>1414</b>	<b>99.7785</b>	<b>0.2215</b>
<b>Total</b>		<b>109850000</b>	<b>76327459</b>	<b>69.4833</b>	<b>76321335</b>	<b>6124</b>	<b>99.9920</b>	<b>0.0080</b>



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GFL Limited								
Resolution Required :Special			2 - CHANGE IN DESIGNATION OF MR. PAVAN KUMAR JAIN (DIN: 00030098) FROM NON-EXECUTIVE DIRECTOR TO CHAIRMAN AND MANAGING DIRECTOR OF THE COMPANY BEYOND THE AGE OF 70 YEARS.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	75492611	75492611	100.0000	75492611	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>75492611</b>	<b>100.0000</b>	<b>75492611</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	416890	196371	47.1038	196371	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>196371</b>	<b>47.1038</b>	<b>196371</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	33940499	638485	1.8812	636077	2408	99.6229	0.3771
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>638485</b>	<b>1.8812</b>	<b>636077</b>	<b>2408</b>	<b>99.6229</b>	<b>0.3771</b>
<b>Total</b>		<b>109850000</b>	<b>76327467</b>	<b>69.4834</b>	<b>76325059</b>	<b>2408</b>	<b>99.9968</b>	<b>0.0032</b>



Ref: 2680/2025-26

**SCRUTINIZER'S REPORT**

*[Pursuant to Section 108 & 110 of the Companies Act, 2013 and Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014]*

To,  
**The Chairman,**  
**GFL LIMITED**  
**CIN: L65100MH1987PLC374824**  
7<sup>th</sup> Floor, Ceejay House,  
Dr. Annie Besant Road,  
Worli, Mumbai 400018

Dear Sir,

**Sub: Scrutinizer's Report on Postal Ballot through e-voting process in respect of passing of the resolutions set-out in the postal ballot notice dated February 12, 2026.**

I, Dhrumil M. Shah, Partner of Dhrumil M. Shah & Co. LLP, Practising Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of GFL Limited (hereinafter called as "**the Company**"), pursuant to Section 108 and 110 of the Companies Act, 2013 ("**the Act**") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, ("**the Rules**") for the purpose of scrutinizing the Postal Ballot voting conducted by way of remote e-voting process ("**e-voting**") in a fair and transparent manner on the resolutions contained in the postal ballot notice dated February 12, 2026 ("**Notice**") issued in accordance with the Act and Rules read with General Circular No. 14/2020 dated April 08, 2020, No. 17/2020 dated April 13, 2020, and subsequent circulars issued in this regard, the latest being No. 03/2025 dated September 22, 2025 ("**MCA Circulars**") applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**") and Secretarial Standards on General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India ("**ICSI**")

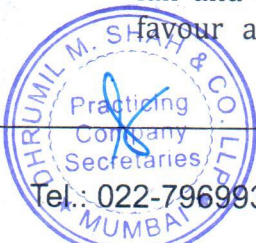
The management of the Company is responsible to ensure compliance with the requirements of:

- (i) the Act and the Rules made thereunder;
- (ii) the MCA Circulars; and
- (iii) the Listing Regulations

The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

My responsibility as a Scrutinizer was restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolutions stated in the Notice. My report is based on

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verification of data and reports generated from the e-voting system provided by the Central Depository Services (India) Limited ("CDSL"), the service provider engaged by the Company to provide e-voting facility to its members.

The Members of the Company holding shares as on the "**cut-off**" date as set out in the Notice i.e. **Friday, February 20, 2026** were entitled to vote on the resolutions set out in the Notice and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date.

The e-voting commenced at 09.00 A.M. (IST) on **Thursday, February 26, 2026** onwards and concluded at 05.00 P.M. (IST) on **Friday, March 27, 2026**.

The votes cast during the e-voting were unblocked on Friday, March 27, 2026 at 5.06 PM after the conclusion of e-voting period for Postal Ballot in the presence of two witnesses who are not in the employment of the Company.

Votes cast by the Members through e-voting were reconciled with the records maintained by the Registrar and Transfer Agent of the Company i.e. MUFG Intime India Private Limited.

I now submit herewith the Scrutinizer's Report on the results of the e-voting for postal ballot, based on the report generated by CDSL in respect of the following resolutions as under:

**SPECIAL BUSINESS:**

**ORDINARY RESOLUTION**

- 1. TO CONSIDER AND APPROVE THE APPOINTMENT OF MRS. ISHITA JAIN (DIN:09276232) AS A NON-EXECUTIVE DIRECTOR.**

To consider and, if thought fit, to pass the following Resolution as an **Ordinary Resolution:**

**RESOLVED THAT** pursuant to the provisions of Section 152, 161 and any other applicable provisions of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and such other Rules made thereunder (including any statutory modifications or re-enactment thereof for the time being in force) read with Articles of Association of the Company and any other law as may be applicable, Mrs. Ishita Jain (DIN:09276232) whose appointment is recommended by the Nomination and Remuneration Committee and who was appointed as an Additional Director by the Board of Director at their meeting held on 12th February, 2026 and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act, signifying its intention to propose Mrs. Ishita Jain (DIN: 09276232) as a candidate for the office of Director of the Company, be and is hereby appointed as a Non-Executive Director of the Company, whose period of office will be liable to determination by retirement of Directors by way of rotation.



**RESOLVED FURTHER THAT** any of the Directors or the Chief Financial Officer or the Company Secretary of the Company be and are hereby severally authorized to sign and execute all such documents and papers (including appointment letter etc.) as may be required for the purpose and file necessary e-form with the Registrar of Companies and to do all such acts, deeds and things as may considered expedient and necessary in this regard.

**RESOLVED FURTHER THAT** any one of the Directors or Chief Financial Officer or Company Secretary of the Company be and are hereby severally authorised to sign the certified true copy of the resolution to be given as and when required.”

i. Voting “**in favour**” of resolution

Number of Members	Number of valid votes cast	% of total number of valid votes cast
<b>76</b>	<b>7,63,21,335</b>	<b>99.9920</b>

ii. Voting “**against**” the resolution

Number of Members	Number of valid votes cast	% of total number of valid votes cast
<b>12</b>	<b>6,124</b>	<b>0.0080</b>

iii. Invalid Votes

Total number of Members	Total number of invalid votes cast
<b>0</b>	<b>0</b>

**SPECIAL RESOLUTION:**

2. **CHANGE IN DESIGNATION OF MR. PAVAN KUMAR JAIN (DIN: 00030098) FROM NON-EXECUTIVE DIRECTOR TO CHAIRMAN AND MANAGING DIRECTOR OF THE COMPANY BEYOND THE AGE OF 70 YEARS.**

To consider and if thought fit to pass with or without modifications the following resolution as a **Special Resolution**;

“**RESOLVED THAT**, pursuant to the provisions of Section 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013, and Schedule V of the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable rules, regulations issued by the Ministry of Corporate Affairs in this regard and applicable Regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any statutory amendments, modifications or re-enactment thereof and all other statutory approvals, as may be required and on recommendation of Nomination and Remuneration Committee and of the Board, the



consent of the Members of the Company be and is hereby given for change in Designation of Mr. Pavan Kumar Jain (DIN: 00030098) from Non-Executive Director to Chairman and Managing Director of the Company, for a period of five (5) years with effect from 12th February 2026 up to 11<sup>th</sup> February, 2031, without Remuneration.

**RESOLVED FURTHER THAT** pursuant to Section 196, 196(3), 197, 198 and 203 and other applicable provisions read with Schedule V of Companies Act 2013 and the Rules made thereunder including any statutory modification(s) or re-enactment(s) thereof for the time being in force including SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, and as approved by the Board of Directors of the Company at their meeting held on 12th February 2026, the approval of members of the Company be and is hereby accorded, for change in Designation of Mr. Pavan Kumar Jain (DIN: 00030098) from Non-Executive Director to Chairman and Managing Director of the Company, for a period of five (5) years with effect from 12<sup>th</sup> February 2026 up to 11<sup>th</sup> February, 2031, without Remuneration, who has already attained the age of seventy years.

**RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorized to alter, vary and modify any of the terms and conditions of the said re-appointment /remuneration accordance with and subject to the limits prescribed in Section 196, 197 and/or Schedule V of the Companies Act, 2013 or any amendment or any statutory modifications or re-enactment thereof, subject to approvals, if any as may be required and as may be agreed between the Board of Directors and Mr. Pavan Kumar Jain.

**RESOLVED FURTHER THAT** Mr. Pavan Kumar Jain would be entitled to the Company car with driver, telephone facility, furnished Company owned or leased furnished accommodation with all facilities, other perquisites including medical expenses reimbursement, Fees of Clubs and leave travel concession as per the rules of the Company. Use of Car, Club Fees and telephone for the Company's business will not be considered as perquisites. All the perquisites and benefits are to be evaluated as per the Income Tax Rules, 1961

**RESOLVED FURTHER THAT** any of the Directors or the Chief Financial Officer or the Company Secretary of the Company be and are hereby severally authorized to sign and execute all such documents and papers (including appointment letter etc.) as may be required for the purpose and file necessary e-form with the Registrar of Companies and to do all such acts, deeds and things as may considered expedient and necessary in this regard.

**RESOLVED FURTHER THAT** any one of the Directors or Chief Financial Officer or Company Secretary of the Company be and are hereby severally authorised to sign the certified true copy of the resolution of the resolution to be given as and when required."



i. Voting "in favour" of resolution

Number of Members	Number of valid votes cast	% of total number of valid votes cast
78	7,63,25,059	99.9968

ii. Voting "against" the resolution

Number of Members	Number of valid votes cast	% of total number of valid votes cast
11	2,408	0.0032

iii. Invalid Votes

Total number of Members	Total number of invalid votes cast
0	0

Based on the above e-voting results on the aforesaid resolution you may declare the results of e-voting.

All electronic data and relevant records relating to e-voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the Postal Ballot and thereafter, the same shall be handed over to the Company Secretary for safe keeping.

For Dhrumil M. Shah & Co. LLP  
Practising Company Secretaries  
ICSI URN: L2023MH013400  
PRN: 6459/2025



Dhrumil M. Shah  
Partner  
FCS 8021 | CP 8978  
UDIN: F008021G004127631

Place : Mumbai  
Date : March 27, 2026

We, the undersigned, have witnessed that the results of postal ballot through e-voting were unblocked and downloaded from the CDSL e-voting service provider's platform in our presence on Friday, March 27, 2026 at 05.06 P.M.

D Nerurkar

Devesh Nerurkar

Shweta

Shweta Shetty

**Countersigned by  
For GFL Limited**

**Lakhan Laxmi Rajam Shamala  
Company Secretary & Compliance Officer  
Membership No. A71090**

