GK ENERGY LIMITED
(Formerly known as GK Energy Private Limited,
GK Energy Marketers Private Limited)
CIN : L74900PN2008PLC132926
Office No. 1901, Tower A, Gokhale Business Bay,
Plot No. A6 A7, Sr. No. 20/2, Paschimnagri, Kothrud,
Pune, Maharashtra, India, 411038
Tel. 020-2426 8111 | Email : info@gkenergy.in
Website: https://www.gkenergy.in

Date: August 08, 2026

To, The Secretary, Listing Department National Stock Exchange of India Ltd. Exchange Plaza, BKC, Bandra (E) Mumbai - 400051	To, The Secretary, Corporate Relationship Department BSE Limited P.J. Towers, Dalal Street Mumbai – 400001
NSE Symbol – GKENERGY	**Scrip Code - 544525**

Dear Sir/Madam,

Subject: Notice of 18th Annual General Meeting of the Company for the FY 2025-26

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the Notice of the 18th Annual General Meeting of the Company for the FY 2025-26 is scheduled to be held on **Monday, August 31, 2026**, at **11:00 A.M.** IST through Video Conferencing ("VC")/Other Audio Visual Means ("VC/OAVM").

The notice of the Annual General Meeting is also available on the Company's website at www.gkenergy.in.

You are requested to take above information on record.

Thanking you,

By Order of the Board of Directors
For GK ENERGY LIMITED
(Formerly known as GK Energy Private Limited,
GK Energy Marketers Private Limited)

SHUBHAM SURESH JAIN
Digitally signed by SHUBHAM SURESH JAIN
Date: 2026.08.08 17:37:36 +05'30'

Shubham Suresh Jain
Company Secretary & Compliance Officer
Membership No.: A76578
Place: Pune

NOTICE

NOTICE is hereby given that the 18th (Eighteenth) Annual General Meeting of the Members of **GK Energy Limited** [Formerly known as GK Energy Private Limited, GK Energy Marketers Private Limited] will be held on **Monday, August 31, 2026 at 11:00 A.M. (IST)** through Video Conferencing (VC) or Other Audio-Visual Means (OAVM), for which purpose the Registered Office of the Company situated at **Office No. 1901, Tower A, Gokhale Business Bay, Plot No. A6 A7, Sr. No. 20/2, Paschimnagri, Kothrud, Pune, Maharashtra, India, 411038** shall be deemed to be the venue for the Meeting and the proceedings of the AGM shall be deemed to be made thereat, to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt (a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026 together with the reports of the Board of Directors and the Auditors' Report thereon; and (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026 together with the Auditors' Report thereon and, in this regard, if thought fit, to pass, with or without modification(s), the following resolutions as an **Ordinary Resolution**:

   a) "**RESOLVED THAT** the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026 together with the reports of the Board of Directors and the Auditors' thereon, as circulated to the members, be and are hereby considered and adopted."

   b) "**RESOLVED THAT** the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026 together with the Auditors' Report thereon, as circulated to the members, be and are hereby considered and adopted."

2. To declare a final dividend of ₹ 0.50 (i.e. 25%) per equity shares of face value of ₹ 2 each for the financial year ended March 31, 2026 and, in this regard, to consider and if thought fit, to pass with or without modification(s) the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** approval be and is hereby accorded for declaration and payment of final dividend of ₹ 0.50 (Rupees fifty paisa) per equity share of the face value of ₹ 2 (Rupee Two only) each fully paid up, of the Company, as recommended by the Board of Directors of the Company for the financial year ended March 31, 2026."

3. To appoint a director in place of Mr. Navaniit Narayandas Mandhaani (DIN: 08653090), who retires by rotation and, being eligible, offers himself for re-appointment, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Navaniit Narayandas Mandhaani (DIN: 08653090) who retires by rotation at this meeting and, being eligible, offers himself for re-appointment, be and is hereby re-appointed as a director, liable to retire by rotation."

SPECIAL BUSINESS:

4. To appoint Secretarial Auditors of the Company, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** in accordance with the provisions of Section 204 and other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) and based on the recommendation(s) of the Audit Committee and approval of the Board of Directors of the Company, CS Avanti Rajwade, Practicing Company Secretary (Membership No. A30219; Certificate of Practice No. 20728 and Peer Review Certificate No. 4654/2023), be and is hereby appointed as Secretarial Auditors of the Company for a term of 5 (five) consecutive financial years commencing from the financial year 2026-27 to the financial year 2030-31, at such remuneration as may be mutually agreed between the Board of Directors and the Secretarial Auditors to conduct the audit of the secretarial and related records of the Company in accordance with Section 204 of the Companies Act, 2013, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions for the time being in force."

   RESOLVED FURTHER THAT the Board or any duly constituted Committee of the Board, be and is hereby authorized to do all acts, deeds, matters and things as may be deemed necessary, desirable and / or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution."

5. To consider and approve remuneration payable to Mr. Gopal Rajaram Kabra, (DIN: 02343128), Chairman, Managing Director and Chief Executive Officer (CEO) of the Company, and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

   "**RESOLVED THAT** further to the resolution passed at Extra-Ordinary General Meeting held on December 02, 2024 for appointment and remuneration payable to Mr. Gopal Rajaram Kabra (DIN: 02343128), Chairman, Managing Director & CEO, and pursuant to the provisions of Sections 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 ("the **Act**") read with Schedule V of the Act and any statutory modification(s) or re-enactment thereof for the time being in force, and upon recommendation of the Nomination and Remuneration Committee and the Board of Directors, the approval of the members of the Company be and is hereby accorded for the remuneration payable to Mr. Gopal Rajaram Kabra (DIN: 02343128), Chairman, Managing Director & CEO of the Company with effect from April 1, 2026 to March 31, 2029, including remuneration payable in the event of loss or inadequacy of profits in any financial year during the aforesaid period, as stated below, and the other terms and conditions of his appointment remaining unchanged, with liberty to the Board of Directors ("the **Board**", which term shall be deemed to include the Nomination and Remuneration Committee of the Board of Directors, to exercise its powers including the powers conferred hereunder and all powers and authority conferred under the provisions of law), to alter, vary and modify the terms and conditions of the said appointment and/or remuneration, in such manner as may be agreed to between the Board and Mr. Gopal Rajaram Kabra within and in accordance with the Act or such other applicable provisions or any amendment thereto, if necessary:

   Remuneration: A sum not exceeding ₹ 21,00,00,000 (Rupees Twenty-One Crore) per annum, whether paid as salary, commission, perquisites, incentives, ex gratia payments, allowances, or a combination thereof or by whatever name called and whether paid on monthly, quarterly or annual basis or otherwise, as may be decided by the Board, within the aforesaid overall ceiling of remuneration excluding any other payment as may be received from any other agreement or arrangement.

   RESOLVED FURTHER THAT the Board is hereby authorized to do all such acts, deeds, matters, and things as may be necessary or expedient to give effect to this resolution, including seeking necessary approvals and filing required e-forms with the Registrar of Companies.

   RESOLVED FURTHER THAT a certified true copy of this resolution may be submitted to anyone concerned under signatures of any of the directors or company secretary of the Company."

6. To consider and approve the revision in maximum remuneration payable to Mr. Mehul Ajit Shah (DIN: 03508348), Whole-Time Director and Chief Operating Officer (COO) of the Company, if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

   "**RESOLVED THAT** further to the resolution passed at Extra-Ordinary General Meeting held on December 02, 2024 for appointment and remuneration payable to Mr. Mehul Ajit Shah, Whole-Time Director & COO (DIN: 03508348), and pursuant to the provisions of Sections 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 ("the **Act**") read with Schedule V of the Act and any statutory modification(s) or re-enactment(s) thereof for the time being in force, and upon recommendation of the Nomination and Remuneration Committee and Board of Directors, the approval of the members of the Company be and is hereby accorded for the remuneration payable to Mr. Mehul Ajit Shah, Whole-Time Director & COO of the Company with effect from April 1, 2026 to March 31, 2029, including remuneration payable in the event of loss or inadequacy of profits in any financial year during the aforesaid period, as stated below, the other terms and conditions of his appointment remaining unchanged, and with the liberty to the Board of Directors ("the **Board**", which term shall be deemed to include the Nomination and Remuneration Committee of the Board of Directors to exercise its powers including the powers conferred hereunder and all powers and authority conferred under the provisions of law), to alter, vary and modify the terms and conditions of the said appointment and/or remuneration, in such manner as may be agreed to between the Board and Mr. Mehul Ajit Shah within and in accordance with the Act or such other applicable provisions or any amendment thereto, if necessary:

   Remuneration: A sum not exceeding ₹ 3,12,00,000 (Rupees Three Crores Twelve Lakhs) per annum, whether paid as salary, commission, perquisites, incentives, ex gratia payments, allowances, or a combination thereof or by whatever name called and whether paid on monthly, quarterly or annual basis or otherwise, as may be decided by the Board, within the aforesaid overall ceiling of remuneration excluding any other payment as may be received from any other agreement or arrangement.

RESOLVED FURTHER THAT the Board is hereby authorised to do all such acts, deeds, matters, and things as may be necessary or expedient to give effect to this resolution, including seeking necessary approvals and filing required e-forms with the Registrar of Companies.

RESOLVED FURTHER THAT a certified true copy of this resolution may be submitted to anyone concerned under signatures of any of the directors or company secretary of the Company."

7. To approve the increase in the borrowing limit under Section 180(1)(c) of the Companies Act, 2013 and, if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 ("the **Act**") and the rules made thereunder (including any statutory modifications or re-enactments thereof), read with the applicable rules and regulations framed by the Securities and Exchange Board of India, all other applicable rule(s), regulation(s), guideline(s), circular(s) etc. issued by any other appropriate authority, if any, the enabling provisions of the Memorandum of Association and the Articles of Association of the Company, and in supersession of all the earlier resolutions if any passed in this regard, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include, unless the context otherwise required, any Committee of the Board of Directors) to borrow, from time to time, any sum or sums of money (including non-fund based banking facilities), in any currency, whether Indian or foreign, as may be required for the business of the Company from time to time, from one or more Banks, Financial Institutions and other persons, firms, bodies corporate, whether in India or abroad, with or without security, or any other individual or any lender, notwithstanding that the monies so borrowed together with the monies already borrowed (apart from temporary loans obtained from the Company's Bankers in the ordinary course of business) may at any time exceed the aggregate of the paid-up capital, free reserves (reserves not set apart for any specific purpose) and securities premium account of the Company, provided that the total amount that may be borrowed by the Board and outstanding at any point of time, shall not exceed the sum of ₹ 1,500 Crore (Rupees One Thousand Five Hundred Crore Only), or the aggregate of the paid-up capital, free reserves and securities premium account of the Company, whichever is higher, and the Board be and is hereby authorized to decide all the terms and conditions in relation to such borrowing, at its absolute discretion and to do all such acts, deeds and things and to execute all such documents, instruments and writings as may be required.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee(s) constituted / to be constituted by the Board, from time to time, to exercise its powers conferred by this resolution thereof) be and are hereby authorised to do all such acts, deeds and things as may be required and to finalise the terms and conditions and execute all such agreements, documents, instruments, applications etc., as may be required with power to settle all questions, difficulties or doubts that may arise in this regard as it may in its sole and absolute discretion deem fit and to sub-delegate all or any of their powers herein conferred to any Committee and / or Director(s) and / or Officer(s) of the Company, to give effect to this resolution."

8. To approve creation of mortgage or charge on the assets, properties or undertaking(s) of the Company under Section 180(1)(a) of the Companies Act, 2013 and, if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modifications or re-enactments thereof) read with the applicable rules and regulations framed by the Securities and Exchange Board of India, other applicable rule(s), regulation(s), guideline(s), circular(s) etc. issued by any other appropriate authority, if any, the enabling provisions of the Memorandum of Association and Articles of Association of the Company and in supersession of all the earlier resolutions if any passed in this regard, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include, unless the context otherwise required, any Committee of the Board of Directors), to mortgage, pledge, hypothecate and / or create charge in addition to the existing mortgage, pledge, hypothecation and charges created by the Company, on all or any of the immovable / movable properties of the Company, wherever situated, present and future, and the whole or substantially the whole of the undertaking(s) of the Company, and in such manner as the Board may deem fit, together with power to take over substantial assets or management of the business and concern of the Company in certain events, to or in favour of the consortium of banks financing the working capital requirements of the Company and / or any other financial institutions / investment institutions / any individual or any lender, banks or their Agent/s or Trustee/s, if any, from whom financial assistance is / would be availed by the Company to secure amounts lent and advanced / agreed to be lent and advanced to the Company by them either severally or jointly in accordance with the provisions of the Act, from time to time, subject to the limit specified under Section 180(1)(c) of the Act i.e. shall not exceed the sum of ₹ 1,500 Crore (Rupees One Thousand Five Hundred Crore Only), or the limit approved by the Members of the Company under Section 180(1)(c) of the Act, whichever is higher, together with interest thereon at the respective agreed rates, compound interest, additional interest, commitment charges, guarantee commission, remuneration payable to the Trustees, if any, costs, charges, expenses and other monies payable to all such financial institutions / investment institutions / banks, etc. in respect of financial assistance availed / to be availed from them or to the Trustees.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee(s) constituted / to be constituted by the Board, from time to time to exercise its powers conferred by this resolution thereof) be and are hereby authorised to negotiate, finalize and execute with the lender(s) / trustee(s) / person(s), such documents / agreements / undertakings / indemnities / guarantees as may be required for creating the aforesaid encumbrances, mortgages, hypothecations, charges in any other manner and to propose / accept any modifications to the terms and conditions thereto and to do all such acts, deeds and things as may be required, with power to settle all questions, difficulties or doubts that may arise in this regard, as it may in its sole and absolute discretion deem fit and to sub-delegate all or any of their powers herein conferred to any Committee and / or Director(s) and / or Officer(s) of the Company, to give effect to this resolution."

Registered office:
Office No. 1901, Tower A,
Gokhale Business Bay, Plot No. A6 A7,
Sr. No 20/2, Paschimnagri, Kothrud,
Pune, Maharashtra, India, 411038
CIN: L74900PN2008PLC132926
Tel. No.: 020-2426 8111
E-mail id: investors@gkenergy.in
Website: www.gkenergy.in
Date: 07/08/2026
Place: Pune

By order of the Board of Directors of
GK Energy Limited
(Formerly known as
GK Energy Marketers Private Limited,
GK Energy Private Limited)

Sd/-
Shubham Suresh Jain
Company Secretary and Compliance Officer
Membership No: A76578

NOTES:

1. The Explanatory Statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013 ("the **Act**"), in respect of the Special Business under Item Nos. 4 to 8 of this Notice of AGM is annexed herewith. As required under the Secretarial Standard – 2 and Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"SEBI Listing Regulations"**) the relevant information relating to the Director seeking re-appointment is attached as **Annexure I**.

2. The Ministry of Corporate Affairs (**"MCA"**) has, vide its Circular Nos. 20/2020, 14/2020, 17/2020, 02/2021, 02/2022, 10/2022, 09/2023, 09/2024 and the latest being General Circular No. 03/2025 dated September 22, 2025 and the Securities and Exchange Board of India ('**SEBI**') vide its Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 and other applicable circulars issued in this regard, (hereinafter collectively referred to as the **"Circulars"**), have permitted holding of the Annual General Meeting (**"AGM"**) through Video Conferencing (**"VC"**) / Other Audio Visual Means (**"OAVM"**). Accordingly, the AGM of the Company is being held through VC/OAVM. The deemed venue for the AGM shall be the Registered Office of the Company situated at Office No. 1901, Tower A, Gokhale Business Bay, Plot No. A6 A7, Sr. No. 20/2, Paschimnagri, Kothrud, Pune, Maharashtra, India, 411038.

3. The Notice of 18th AGM (**"Notice"**) was approved by the Board of Directors at its meeting held on August 07, 2026 and the Company Secretary was authorized to issue the Notice.

4. The members can join the AGM through VC/OAVM facility 15 minutes before the scheduled time or any time thereafter till the conclusion of the meeting by following the procedure mentioned in this Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1,000 members on a first-come-first-serve basis. However, this restriction shall not apply to large shareholders (holding 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel and auditors and other specified persons, who are allowed to attend the AGM without such restriction and can access the AGM through the VC/OAVM facility provided by MUFG Intime India Private Limited at https://instavote.linkintime.co.in/.

5. The Board of Directors of the Company has appointed Mr. Shashank More, partner at SMTP & Associates LLP, Practicing Company Secretaries (Membership No. A59904; Certificate of Practice No. 22547 and Peer Review Certificate No. 7484/2025), as the Scrutinizer to scrutinize the remote e-voting process and e-voting during the AGM in a fair and transparent manner.

6. In accordance with the aforesaid MCA Circulars and various circulars issued by SEBI from time to time (collectively referred to as the **"SEBI Circulars"**), the Notice of the AGM along with the Annual Report for FY 2025-26 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company or National Securities Depository Limited (**"NSDL"**) and Central Depository Services (India) Limited (**"CDSL"**), collectively referred to as the "Depositories".

7. Notice of the AGM along with the Annual Report FY 2025-26 is available on the website of the Company at www.gkenergy.in, on the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and also on website of MUFG Intime India Private Limited at https://instavote.linkintime.co.in/.

8. A letter containing the web link and QR code for accessing the Notice and Annual Report for the FY 2025-26 will be sent to those shareholders who have not registered their email address with the Company/Depositories/RTA.

9. Pursuant to the provisions of the Companies Act, 2013 (**"Act"**), a member entitled to attend and vote at the Annual General Meeting (**"AGM"**) is entitled to appoint a proxy to attend and vote on his/her behalf, and such proxy need not be a Member of the Company. However, as the AGM is being held through Video Conferencing VC/OAVM in accordance with the applicable MCA and SEBI Circulars, the facility for appointment of proxies is not available. Accordingly, the Proxy Form, Attendance Slip, and route map of the AGM are not annexed to this Notice. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

10. Members will be provided with the facility of e-voting and attending the AGM through VC/OAVM by the MUFG Intime India Private Limited (**"MUFG"**).

11. In Case of joint holders attending the AGM through VC/OAVM facility, only such joint holder who is higher in the order of names as per the Register of Members or in Record of Beneficial Owners maintained by the Depositories shall be entitled to vote.

12. The remote e-voting period commences on Friday, August 28, 2026 at 9:00 A.M. (IST) and ends on Sunday, August 30, 2026 at 5:00 P.M. (IST). During this period, members holding equity shares of the Company, as on the cut-off date i.e., Monday, August 24, 2026 (**"Cut-off date"**) may cast their vote through remote e-voting. The remote e-voting module shall be disabled by MUFG for voting thereafter. Once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently.

13. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act, and all other documents referred to in this Notice will be available for inspection in electronic mode by the Members during the AGM. Such documents shall also be available for inspection electronically without any fee by the Members from the date of circulation of this Notice up to the date of AGM i.e. Monday, August 31, 2026, during business hours. Members who wish to inspect such documents may send a request to the Company at investors@gkenergy.in at least one working day before the date on which they intend to inspect the documents.

14. Members seeking any information with regard to the accounts are requested to write to the Company at least 10 days before the AGM so that the information may be made available by the management on the day of the meeting.

15. The Members may note that the Board of Directors of the Company, at its meeting held on August 07, 2026, has recommended a final dividend of ₹ 0.50/- per equity share for the financial year ended March 31, 2026. The record date for determining the list of Members eligible to receive the final dividend has been fixed as Monday, August 24, 2026. The final dividend, once approved by the Members at the ensuing AGM, will be paid within 30 days from the date of the AGM through various modes. To avoid delay in receiving dividend, Members are requested to update their KYC details with their respective Depository Participants to receive the dividend directly into their bank account.

16. The Members may note that the Income-tax Act, 2025 ("the **IT Act**"), as amended by the Finance Act, 2026, mandates that dividend paid or distributed by the Company shall be taxable in the hands of the Members. The Company shall therefore be required to deduct tax at source (**TDS**) at the time of payment of the final dividend. To enable the Company to determine the applicable TDS rate, the Members are requested to submit the relevant documents, as specified in the subsequent paragraphs, in accordance with the provisions of the IT Act.

17. Members are requested to note that the dividend remaining unclaimed for a period of seven years form the date of transfer to the Company's Unpaid Dividend Account Shall be transferred to the Investor Education and Protection Fund (**IEPF**).

18. The proceedings and transcript of the AGM shall be made available on the Company's website i.e. www.gkenergy.in in the Investors Section, as soon as possible after the conclusion of the AGM.

19. Members who would like to express their views / ask questions as a Speaker at the Meeting may pre-register themselves by sending a request from their registered e-mail address mentioning their names, demat account number/folio number, e-mail id, PAN and mobile number at investors@gkenergy.in between Monday, August 24, 2026 at 9.00 A.M. (IST) and Thursday, August 27, 2026 at 5.00 P.M. (IST).

20. Institutional / Corporate Members (i.e., other than individuals, HUF, NRI, etc.) intending to authorize their representatives to attend the meeting through VC/OAVM and /or vote through remote e-voting or e-voting at the AGM on their behalf are requested to send a scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter, etc., with attested specimen signature of the duly authorized signatory(ies) to the Company by e-mail at investors@gkenergy.in. They can also upload the said documents by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

INSTRUCTIONS FOR VOTING THROUGH ELECTRONIC MEANS

Pursuant to the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s), clarification(s), exemption(s) or re-enactment(s) thereof for the time being in force), Regulation 44 of the SEBI Listing Regulations, and Secretarial Standard on General Meetings (SS-2), the Company is providing its Members with the facility to cast their votes electronically from a place other than the venue of the AGM (**"remote e-voting"**) using an electronic voting system provided by MUFG Intime India Private Limited (**"MUFG"**), for all members of the Company to enable them to cast their votes electronically on all the business items set forth in this Notice. The business may be transacted through remote e-voting as well as e-voting during the AGM. The instructions for e-voting, as given below, explain the process and manner for casting votes in a secure manner.

1. Any person who acquires shares of the Company and becomes a Member of the Company after the dispatch of the AGM Notice and holds shares as on the cut-off date, i.e., Monday, August 24, 2026, may refer to this Notice of the AGM posted on the Company's website at www.gkenergy.in for the detailed procedure for remote e-voting. Any person who ceases to be a Member of the Company as on the cut-off date and is in receipt of this Notice shall treat this Notice as being for information purposes only.

2. The Members who have cast their votes through remote e-voting prior to the AGM shall not be entitled to cast their votes again during the AGM. Once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently.

3. The remote e-voting period begins on Friday, August 28, 2026 at 9:00 A.M. (IST) and ends on Sunday, August 30, 2026 at 5:00 P.M. (IST). During this period, Members holding shares of the Company, as on the cut-off date, i.e., Monday, August 24, 2026, may cast their votes electronically. The remote e-voting module shall be disabled by MUFG immediately thereafter.

REMOTE E-VOTING INSTRUCTIONS:

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants.

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access remote e-Voting facility.

Login method for Individual shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1–NSDL OTP based login:

a) Visit URL: https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp

b) Enter your 8–character DP ID, 8–digit Client Id, PAN, Verification code and generate OTP.

c) Enter the OTP received on your registered email ID/ mobile number and click on login.

d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.

e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2–NSDL IDeAS facility

Shareholders registered for IDeAS facility:

a) Visit URL: http://eservices.nsdl.com and click on "Beneficial Owner" icon under "IDeAS Login Section".

b) Enter IDeAS User ID, Password, Verification code & click on "Log-in".

c) Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on "Access to e-Voting" under e-Voting services.

d) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for IDeAS facility:

a) To register, visit URL: http://eservices.nsdl.com and select "Register Online for IDeAS Portal" or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

b) Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on "Submit".

c) Enter the last 4 digits of your bank account / generate 'OTP'

d) Post successful registration, user will be provided with Login ID and password.

e) Follow steps given above in points (a-d).

Shareholders/ Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.

Google Play | App Store

METHOD 3–NSDL e-voting website

a) Visit URL: https://www.evoting.nsdl.com

b) Click on the "Login" tab available under 'Shareholder/Member' section.

c) Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen & click on "Login".

d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.

e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with CDSL

METHOD 1–CDSL e-voting page

a) Visit URL: https://www.cdslindia.com

b) Go to e-voting tab.

c) Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on “Submit”.

d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account

e) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2–CDSL Easi/ Easiest facility:

Shareholders registered for Easi/ Easiest facility:

a) Visit URL: https://web.cdslindia.com/myeasitoken/Home/Login or Visit URL: www.cdslindia.com, click on “Login” and select “My Easi New (Token)”.

b) Enter existing username, Password & click on “Login”.

c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/ Easiest facility:

a) To register, visit URL: https://web.cdslindia.com/myeasitoken/Home/EasiRegistration / https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration.

b) Proceed with updating the required fields for registration.

c) Post successful registration, user will be provided username and password on the registered email id. Follow steps given above in points (a-c).

Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

a) Login to DP website

b) After Successful login, user shall navigate through “e-voting” option.

c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.

d) Post successful authentication, click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode.

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register and vote on InstaVote as under:

STEP 1: LOGIN / SIGNUP on InstaVote

Shareholders registered for INSTAVOTE facility:

a) Visit URL: https://instavote.linkintime.co.in & click on “Login” under ‘SHARE HOLDER’ tab.

b) Enter details as under:

1. User ID: Enter User ID

2. Password: Enter existing Password

3. Enter Image Verification (CAPTCHA) Code

4. Click “Submit”.

(Home page of e-voting will open. Follow the process given under “Steps to cast vote for Resolutions”)

InstaVote USER ID		
	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No + Folio no. registered with the Company

Shareholders not registered for INSTAVOTE facility:

InstaVote USER ID		
	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No + Folio no. registered with the Company

a) Visit URL: https://instavote.linkintime.co.in & click on “Sign Up” under ‘SHARE HOLDER’ tab & register with details as under:

1. User ID: Enter User ID

2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/ Company-in DD/MM/YYYY format)
4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
   - Shareholders, holding shares in **NSDL form**, shall provide 'point 4' above.
   - Shareholders, holding shares in **CDSL form**, shall provide 'point 3' or 'point 4' above.
   - Shareholders, holding shares in **physical form** but have not recorded 'point 3' and 'point 4', shall provide their Folio number in 'point 4' above
5. Set the password of your choice.

   (The password should contain **minimum 8 characters**, at least one **special Character** (!#$&*), at least **one numeral**, at least **one alphabet** and at least **one capital letter**).
6. Enter Image Verification (CAPTCHA) Code.
7. Click "Submit" (You have now registered on InstaVote).

   Post successful registration, click on "Login" under 'SHARE HOLDER' tab & follow steps given above in points (a-b).

STEP 2: Steps to cast vote for Resolutions through InstaVote

A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting".

B. Select 'View' icon. E-voting page will appear.

C. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).

D. After selecting the desired option i.e. Favour / Against, click on 'Submit'.

E. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

NOTE: Shareholders may click on "Vote as per Proxy Advisor's Recommendation" option and view proxy advisor recommendations for each resolution before casting vote. "Vote as per Proxy Advisor's Recommendation" option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

Non-Individual Body corporate shareholders shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at registered email address.

Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund")

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

A. Visit URL: https://instavote.linkintime.co.in

B. Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund"

C. Fill up your entity details and submit the form.

D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.

E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping

A. Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.

B. Click on "Investor Mapping" tab under the Menu section

C. Map the Investor with the following details:
   1) 'Investor ID'–'Investor ID' – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.
   2) 'Investor's Name'–Enter Investor's Name as updated with DP.
   3) 'Investor PAN'–Enter your 10-digit PAN.
   4) 'Power of Attorney'–Attach Board resolution or Power of Attorney.

   NOTE: File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID. Further, Custodians and Mutual Funds shall also upload specimen signatures.

D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the "Report section".

STEP 3 – Steps to cast vote for Resolutions through InstaVote

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1–VOTES ENTRY

a) Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.

b) Click on "Votes Entry" tab under the Menu section.

c) Enter the "Event No." for which you want to cast vote.

Event No. can be viewed on the home page of InstaVote under "On-going Events".

d) Enter "16-digit Demat Account No.".

e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link). After selecting the desired option i.e. Favour / Against, click on 'Submit'.

f) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

METHOD 2–VOTES UPLOAD

a) Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.

b) After successful login, you will see "Notification for e-voting".

c) Select "View" icon for "Company's Name / Event number".

d) E-voting page will appear.

e) Download sample vote file from "Download Sample Vote File" tab.

f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under "Upload Vote File" option.

g) Click on 'Submit'. 'Data uploaded successfully' message will be displayed.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

NOTE: Non-Individual Body corporate shareholders shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at registered email address.

HELPDESK:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on:-Tel: 022 – 4918 6000.

Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending request at evoting@nsdl.co.in or call at: 022–4886 7000
Individual Shareholders holding securities in demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Forgot Password:

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: https://instavote.linkintime.co.in

InstaVote USER ID	
NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
CDSL	User ID is 16 Digit Beneficiary ID.
Shares held in physical form	User ID is Event No + Folio no. registered with the Company

- Click on "Login" under 'SHARE HOLDER' tab.
- Further Click on "forgot password?"
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: https://instavote.linkintime.co.in

- Click on 'Login' under "Custodian / Corporate Body/ Mutual Fund" tab
- Further Click on "forgot password?"
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#$&*), at least one numeral, at least one alphabet and at least one capital letter.

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

General Instructions–Shareholders

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

INSTAMEET VC INSTRUCTIONS:

In terms of Ministry of Corporate Affairs (MCA) General Circular No. 03/2025 dated 22.09.2025, the companies can continue to conduct AGMs by VC or OAVM, as per the existing procedural requirements. Till further orders, the relaxations will remain in force.

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access InstaMeet facility.

Login method for shareholders to attend the General Meeting through InstaMeet:

a) Visit URL: https://instameet.in.mpms.mufg.com & click on "Login".

b) Select the "Company Name" and register with your following details:

c) Select Check Box–Demat Account No. / Folio No. / PAN

- Shareholders holding shares in NSDL/ CDSL demat account shall select check box–Demat Account No. and enter the 16-digit demat account number.
- Shareholders holding shares in physical form shall select check box – Folio No. and enter the Folio Number registered with the company.
- Shareholders shall select check box – PAN and enter 10-digit Permanent Account Number (PAN). Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided by MUFG Intime, if applicable.
- Mobile No: Mobile No. as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.
- Email ID: Email Id as updated with DP is displayed automatically. Shareholders who have not updated their Email Id with the DP shall enter the Email Id.

d) Click "Go to Meeting"

You are now registered for InstaMeet, and your attendance is marked for the meeting.

Instructions for shareholders to Speak during the General Meeting through InstaMeet:

a) Shareholders who would like to speak during the meeting must register their request with the company at company's registered email address i.e. investors@gkenergy.in within the timeline as mentioned above.

b) Shareholders will get confirmation on first cum first basis depending upon the provision made by the company.

c) Shareholders will receive "speaking serial number" once they mark attendance for the meeting. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

d) Other shareholder who has not registered as "Speaker Shareholder" may still ask questions to the panellist via active chat-board during the meeting.

*Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Instructions for Shareholders to Vote during the General Meeting through InstaMeet:

Once the electronic voting is activated during the meeting, shareholders who have not exercised their vote through the remote e-voting can cast the vote as under:

a) On the Shareholders VC page, click on link "Cast your vote".

b) Enter your 16-digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMeet.

c) Click on 'Submit'.

d) After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.

e) Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.

f) After selecting the appropriate option i.e. Favour/ Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note:

Shareholders/ Members, who will be present in the General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting.

Shareholders/ Members who have voted through Remote e-Voting prior to the General Meeting will be eligible to attend/ participate in the General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/ Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-FI or LAN connection to mitigate any kind of aforesaid glitches.

Helpdesk:

Shareholders facing any technical issue in login may contact INSTAMEET helpdesk by sending a request at instameet@in.mpms.mufg.com or contact on:–Tel: 022 – 4918 6000 / 4918 6175.

I. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of Monday, August 24, 2026.

II. Mr. Shashank More, partner at SMTP & Associates LLP, Practicing Company Secretaries, Pune, has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.

III. The Chairman shall, at the end of discussion on the resolutions on which voting is to be held, allow e-voting for all those members who are present at the AGM by electronic means, but who have not cast their votes by availing the remote e-Voting facility.

IV. The Scrutinizer shall, after the conclusion of voting at the AGM first count the votes cast during the AGM and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than two working days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

V. The results shall be declared within the time stipulated under the applicable laws. The results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.gkenergy.in and on the website of MUFG Intime India Private Limited and be communicated to the Stock Exchanges, where the shares of the Company are listed, by the Chairman or a person authorized by him.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 4: To Appoint Secretarial Auditors of The Company:

In accordance with Regulation 24A of SEBI Listing Regulations, as amended, every listed Company is required to appoint a Secretarial Auditors for a term of 5 (five) consecutive years, subject to the approval of Members at the Annual General Meeting.

The Board of Directors, at its meeting held on Friday, August 7, 2026, based on the recommendation of the Audit Committee and after considering factors such as industry experience, expertise, efficiency in the conduct of audits, and independence, has recommended the appointment of CS Avanti Rajwade, Practicing Company Secretary (Peer Review Certificate No. 4654/2023), as the Secretarial Auditor of the Company for a term of five consecutive years commencing from FY 2026-27 to FY 2030-31, subject to the approval of the Members.

CS Avanti Rajwade is an Associate Member of the Institute of Company Secretaries of India (“ICSI”), with more than 10 years of post-qualification experience in the corporate secretarial field. She is based in Pune and is a Practicing Company Secretary for more than 7 years and has extensive experience in corporate secretarial and compliance matters.

The remuneration payable to the Secretarial Auditor for conducting the secretarial audit of the Company for the financial year ending March 31, 2027, shall be remuneration ₹ 1,00,000 (Rupees One Lakh only), plus applicable taxes and out-of-pocket expenses incurred in connection with the audit. The above remuneration excludes the fee payable for the secretarial audit of subsidiaries, if any. The Board of Directors, in consultation with the Audit Committee, shall be authorised to alter and vary the terms and conditions of appointment, including remuneration, as may be mutually agreed with the Secretarial Auditor.

The appointment of Secretarial Auditor shall be in terms of the amended Regulation 24A of the SEBI Listing Regulations vide SEBI Master Circular dated January 30, 2026 and provisions of Section 204 of the Act and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

She has confirmed that she is not disqualified and is eligible to be appointed as Secretarial Auditor in terms of Regulations 24A of the SEBI Listing Regulations. The services to be rendered by CS Avanti Rajwade are within the purview of the said regulation read with SEBI Master Circular dated January 30, 2026.

Based on the recommendation of the Audit Committee, the Board of Directors recommends the Ordinary Resolution set out at Item No. 4 of the accompanying Notice for approval by the Members.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

ITEM NO. 5: To consider and approve remuneration payable to Mr. Gopal Rajaram Kabra, (DIN: 02343128), Chairman, Managing Director and CEO of the Company:

Mr. Gopal Rajaram Kabra (DIN: 02343128), Chairman, Managing Director and CEO of the Company holds a Bachelor’s degree in Commerce from the Swami Ramanand Teerth Marathwada University, Nanded and a Master’s degree in Business Administration (Marketing) from Vishwakarma School of Business Management and Research and he has more than 20 years of experience in the solar energy industry.

Under his leadership, the Company has achieved significant growth, strengthened its market position and successfully completed its Initial Public Offering (IPO). He has extensive exposure to all aspects of the Company’s business, and under his able leadership, the Company continues to strengthen its capabilities in solar project development, execution, and sustainable energy solutions. Through a strong focus on innovation, operational excellence, and customer-centric services, the Company is consistently enhancing its value proposition and reinforcing its position as a preferred partner in the renewable energy sector.

Based on the recommendations of the Nomination and Remuneration committee and having considered the contribution of Mr. Gopal Rajaram Kabra in terms of leadership, strategy formulation and execution, financial planning, maintaining relations both with the Board and external entities, improving the turnover and profitability of the Company, the Board at its meeting held on the May 13, 2026 approved his existing remuneration without any revision with effect from April 01, 2026 as mentioned in the resolution. The Company has not defaulted on any payments to its creditors, and all dues have been settled on time. The Board of Directors recommends the Special Resolution set out at Item No. 5 of the accompanying Notice for approval by the Members.

None of the other Directors / Key Managerial Personnel and their relatives except Mr. Gopal Rajaram Kabra himself & his relatives are in any way, concerned or interested, financially or otherwise, in the proposed resolution except to the extent of their respective shareholding, if any.

Information in accordance with Schedule V of Companies Act, 2013:

I. General Information:

1. Nature of the Industry: Renewable Solar Energy Industry
2. Date of commencement of commercial operations: Company commenced its commercial operations in the year 2008.
3. In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable.
4. Financial performance based on given indicators:

Particulars	2023-24 (Standalone) (₹ In millions)	2024-25 (Standalone) (₹ In millions)	2025-26 (Standalone) (₹ In millions)
Turnover	4,110.89	10,948.27	15,325.41
Net profit After tax	360.90	1,332.23	2,012.73

5. Foreign investments or collaborations, if any: Not Applicable.

II. Information About the Appointee:

1. **Background Details:** Mr. Gopal Rajaram Kabra, aged 41 years, is the promoter and currently designated as the Chairman, Managing Director and CEO of the Company. He has been associated with the Company since 2008 and has been on the Board since the incorporation of the Company. He was appointed as the Managing Director w.e.f. December 02, 2024. He has been conferred with 'Udyog Ratan Award' at the seminar conducted by Institute of Economic Studies, New Delhi in the year 2013. He is a self-driven individual who believes in teamwork. He is a dynamic leader with experience in the business of Solar and has an expertise in forming Business Strategies and ensures timely implementation of the same. He oversees all aspects of the Company's operations. As the main promoter and with over 20 years of experience in the Solar energy industry. He is responsible for managing the overall operations and business development in our Company.
2. **Past Remuneration:** The remuneration drawn by Mr. Gopal Rajaram Kabra was ₹ 210.00 million per annum. (Same as proposed in this Special Resolution)
3. **Recognition or Awards:**

   He has been conferred with 'Udyog Ratan Award' at the seminar conducted by Institute of Economic Studies, New Delhi in the year 2013.
4. **Job profile and suitability:** Considering his qualifications, extensive industry experience, leadership capabilities and the responsibilities entrusted to him, the Board considers Mr. Gopal Rajaram Kabra suitably qualified to continue as the Chairman, Managing Director and Chief Executive Officer of the Company.
5. **Remuneration proposed:** The remuneration proposed is as set out in the resolution at Item No. 5 of the accompanying Notice and has been approved by the Nomination and Remuneration Committee and the Board of Directors.
6. **Comparative Remuneration Profile with respect to Industry, Size of the Company, Profile of the Position and Person (in case of expatriates the relevant details would be w.r.t. the country of his origin):** Considering the size of the Company, the responsibilities entrusted to Mr. Gopal Rajaram Kabra, his experience, industry benchmarks and prevailing remuneration practices for similar positions in comparable companies, the proposed remuneration is fair, reasonable and commensurate with his role and responsibilities.
7. **Pecuniary relationship Directly or Indirectly with the Company, or Relationship with the Managerial Personnel, if any:** Apart from the remuneration proposed, he is holding 15,44,94,540 Equity Shares of the Company.

III. Other Information:

1. **Reasons of Loss or Inadequate Profits:** Considering the Managing Director's effective leadership, strategic vision, and significant contribution, under whose guidance the Company has achieved sustained business growth and strengthened its position in the solar industry, the Board recommends approval of the proposed remuneration in accordance with Schedule V to the Companies Act, 2013.

2. **Steps Taken or Proposed to be Taken for Improvement:** Necessary efforts are being made to increase reach of business and efficiency which in turn will add to the growth of the business as well as the profitability.
3. **Expected Increase in Productivity and Profits in Measurable Terms:** The company is committed to build the business operations within budget and considering that the business operates on a going concern basis, it is believed that financial position of the company will increase considerably in the coming years.

ITEM NO. 6: To consider and approve the revision in maximum remuneration payable to Mr. Mehul Ajit Shah (DIN: 03508348), Whole-Time Director and Chief Operating Officer (COO) of the Company:

Mr. Mehul Ajit Shah, Whole-Time Director and Chief Operating Officer (COO) of the Company hold a Bachelor's degree in Commerce and a Masters' degree in Business Administration from University of Pune (formerly known as University of Poona). He is also one of our Promoters and has been associated with our Company as an employee since 2008 and as a Director since April 26, 2011. He has over 18 years of experience in the solar energy industry. He is responsible for project administration and execution in our Company.

Based on the recommendations of the Nomination and Remuneration Committee and having considered the contribution of Mr. Mehul Ajit Shah in terms of leadership, strategy formulation and project execution, maintaining relations both with the Board and external entities, improving the turnovers and profitability of the company, the Board at its meeting held on the May 13, 2026 approved and increased the remuneration of the Whole-Time Director and COO w.e.f. April 01, 2026 as mentioned in the resolution. The Company has not defaulted on any payments to its creditors, and all dues have been settled on time. The Board of Directors recommends the Special Resolution set out at Item No. 6 of the accompanying Notice for approval by the Members.

None of the other Directors / Key Managerial Personnel and their relatives except Mr. Mehul Ajit Shah himself, himself & his relatives are in any way, concerned or interested, financially or otherwise, in the proposed resolution except to the extent of their respective shareholding, if any.

Information in accordance with Schedule V of Companies Act, 2013

I. General Information:

1. **Nature of the Industry:** Renewable Solar Energy Industry
2. **Date of commencement of commercial production:** Company commenced its commercial operations in the year 2008.
3. **In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:** Not Applicable.
4. **Financial performance based on given indicators:**

Particulars	2023-24 (Standalone) (₹ In millions)	2024-25 (Standalone) (₹ In millions)	2025-26 (Standalone) (₹ In millions)
Turnover	4,110.89	10,948.27	15,325.41
Net profit After tax	360.90	1,332.23	2,012.73

5. **Foreign investments or collaborations, if any:** Not Applicable.

II. Information About the Appointee:

1. **Background Details:** Mr. Mehul Ajit Shah, aged 39 years, is the promoter and currently designated as Whole-Time Director and COO of the Company. He has been associated with the Company as an employee since 2008 and as a Director since April 26, 2011. He was appointed as Whole-Time Director & COO w.e.f. December 02, 2024. He is a self-driven individual who believes in teamwork. He is a proactive and visionary leader who values teamwork and collaboration. With over 18 years of experience in the solar energy industry, he has strong expertise in business planning and strategy execution. As the key promoter of the Company, he oversees overall operations and is responsible for project management, administration, and successful execution.
2. **Past Remuneration:** The remuneration drawn by Mr. Mehul Ajit Shah was ₹ 30.00 million per annum.
3. **Recognition or Awards:** NA
4. **Job profile and his suitability:** Considering his qualifications, extensive industry experience and the responsibilities entrusted to him, the Board considers Mr. Mehul Ajit Shah suitably

qualified to continue as the Whole-Time Director and Chief Operating Officer (COO) of the Company.

5. **Remuneration proposed:** The remuneration proposed is as set out in the resolution at Item No. 6 of the accompanying Notice and has been approved by the Nomination and Remuneration Committee and the Board of Directors.

6. **Comparative Remuneration Profile with Respect to Industry, Size of the Company, Profile of the Position and Person (in case of expatriates, the relevant details would be with respect to the country of his origin):** Considering the size of the Company, the responsibilities entrusted to Mr. Mehul Ajit Shah, his experience, industry benchmarks and prevailing remuneration practices for similar positions in comparable companies, the proposed remuneration is fair, reasonable and commensurate with his role and responsibilities.

7. **Pecuniary Relationship Directly or Indirectly with the Company, or Relationship with the Managerial Personnel, if any:** Apart from the remuneration proposed, he is holding 61,00,000 Equity Shares of the Company.

III. Other Information:

1. **Reasons of loss or inadequate profits:** Considering his pivotal role as a Whole-Time Director and his overall responsibility for the Company's operations, project management, administration, and successful execution of projects, which have significantly contributed to the Company's growth, the Board recommends approval of the proposed remuneration in accordance with Schedule V to the Companies Act, 2013.

2. **Steps Taken or Proposed to be Taken for Improvement:** Necessary efforts are being made to increase reach of business and efficiency which in turn will add to the growth of the business as well as the profitability.

3. **Expected Increase in Productivity and Profits in Measurable Terms:** The company is committed to build the business operations within budget and considering that the business operates on a going concern basis, it is believed that financial position of the company will increase considerably in the coming years

ITEM NO. 7: To approve the increase in the Borrowing Limit under Section 180(1)(c) of the Companies Act, 2013:

The Members of the Company had earlier, by way of a Special Resolution passed on August 28, 2024, approved the borrowing limit of the Company under Section 180(1)(c) of the Companies Act, 2013 up to an amount of ₹ 600 Crores (Rupees Six Hundred Crores Only).

In order to further expand the business operations of the Company and to meet capital expenditure and working capital requirements, the Company may require additional funds from time to time. Accordingly, the Board of Directors is of the view that it may be necessary to enhance the existing borrowing limits.

The Board therefore proposes to enhance the borrowing limit from ₹ 600 Crores to ₹ 1,500 Crores (Rupees One Thousand Five Hundred Crores Only) or the aggregate of the paid-up capital, free reserves and securities premium account of the Company, whichever is higher, notwithstanding that the aggregate amount of monies so borrowed, together with monies already borrowed (excluding temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital, free reserves and securities premium account of the Company.

Pursuant to Section 180(1)(c) of the Companies Act, 2013, approval of the Members by way of a Special Resolution is required for borrowing in excess of the said limits. Accordingly, the approval of the Members is sought for enhancement of the borrowing powers of the Board up to ₹ 1,500 Crores.

The Board recommends the resolution set out at Item No. 7 of the Notice for approval of the Members by way of a Special Resolution.

None of the Directors, Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

Item No. 8: To approve creation of Mortgage or Charge on the Assets, Properties or Undertaking(s) of the Company under Section 180(1)(a) of the Companies Act, 2013:

In order to meet the funding requirements of the Company for its business operations, expansion plans and capital expenditure, the Company may be required to borrow monies from time to time from banks, financial institutions, non-banking financial Companies and other lenders.

To secure such borrowings, the Company may be required to create charge, mortgage, hypothecation or otherwise encumber its movable and / or immovable properties, both present and future, in favour of such lenders.

The Board is of the opinion that the proposed authorization is in the best interests of the Company, as it would facilitate raising of funds whenever required and enable the Company to provide security in favour of lenders for borrowings availed from time to time.

Pursuant to Section 180(1)(a) of the Companies Act, 2013, the Board of Directors of a Company can exercise the power to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company only with the consent of the Members by way of a Special Resolution.

The creation of mortgage, charge, hypothecation or other encumbrance over the assets of the Company to secure borrowings may, under certain circumstances, be regarded as a disposal of the whole or substantially the whole of the undertaking of the Company within the meaning of Section 180(1)(a) of the Companies Act, 2013.

Accordingly, approval of the Members is being sought by way of a Special Resolution to authorize the Board of Directors to create such mortgages, charges, hypothecations and other encumbrances on the assets of the Company, whether movable or immovable, present or future, in favour of banks, financial institutions, non-banking financial companies and other lenders, to secure borrowings of the Company, subject to the borrowing limits approved by the Members under Section 180(1)(c) of the Companies Act, 2013.

The Board recommends the resolution set out at Item No. 8 of the Notice for approval of the Members by way of a Special Resolution.

None of the Directors, Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

Registered office:
Office No. 1901, Tower A,
Gokhale Business Bay, Plot No. A6 A7,
Sr. No 20/2, Paschimnagri, Kothrud,
Pune, Maharashtra, India, 411038
CIN: L74900PN2008PLC132926
Tel. No.: 020-2426 8111
E-mail id: investors@gkenergy.in
Website: www.gkenergy.in
Date: 07/08/2026
Place: Pune

By order of the Board of Directors of
GK Energy Limited
(Formerly known as
GK Energy Marketers Private Limited,
GK Energy Private Limited)

Sd/-
Shubham Suresh Jain
Company Secretary and Compliance Officer
Membership No: A76578

Annexure–I to the AGM Notice

Details of Directors seeking re-appointment at the 18th AGM in respect of Item No. 2 to AGM Notice

[Pursuant to the provisions of Regulation 36(3) of SEBI LODR Regulations and Secretarial Standards -2 on General Meetings issued by the Institute of Company Secretaries of India]

<table>
<tr><th>Particulars</th><th>Mr. Gopal Kabra</th><th>Mr. Mehul Ajit Shah</th><th>Mr. Navaniit Narayandas Mandhaani</th></tr>
<tr><td>Director Identification Number (DIN)</td><td>02343128</td><td>03508348</td><td>08653090</td></tr>
<tr><td>Date of Birth and Age</td><td>27/01/1985</td><td>19/01/1987</td><td>05/02/1979</td></tr>
<tr><td>Qualification</td><td rowspan="3">As mentioned in the Explanatory Statement of Item No. 5</td><td rowspan="3">As mentioned in the Explanatory Statement of Item No. 6</td><td rowspan="3">He holds a Bachelor's degree in Commerce from Swami Ramanand Teerth Marathwada University, Nanded. He holds a Masters' degree of Philosophy in Commerce from Vinayaka Missions University, a Doctorate in Philosophy in Depreciation for Accounting from the Commonwealth Vocational University and a Diploma in Taxation Laws from University of Pune (formerly known as University of Poona).</td></tr>
<tr><td>Brief Resume / Professional Expertise</td></tr>
<tr><td>Nature of expertise in specific functional areas</td></tr>
<tr><td>Terms and conditions of appointment / re-appointment</td><td>NA</td><td>NA</td><td>To be re-appointed as a Non-Executive Director on retirement by rotation.</td></tr>
<tr><td>Remuneration last drawn (including sitting fees, if any)</td><td>As mentioned in the Explanatory Statement of Item No. 5</td><td>As mentioned in the Explanatory Statement of Item No. 6</td><td rowspan="2">Mentioned in the Report on Corporate Governance.</td></tr>
<tr><td>Number of Board Meetings attended during FY 2025-26</td><td>Mentioned in the Report on Corporate Governance.</td><td>Mentioned in the Report on Corporate Governance.</td></tr>
<tr><td>Remuneration proposed to be paid</td><td>INR 21,00,00,000 (Rupees Twenty-One Crore) per annum</td><td>INR 3,12,00,000 (Rupees Three Crores Twelve Lakhs) per annum</td><td>He shall be entitled to received only sitting fees</td></tr>
<tr><td>Date of first appointment on the Board</td><td>14/10/2008</td><td>26/04/2011</td><td>09/10/2024</td></tr>
<tr><td>Shareholding in the Company including as a beneficial owner as on date</td><td>15,44,94,540 Equity Shares</td><td>61,00,000 Equity Shares</td><td>Nil</td></tr>
<tr><td>Relationship with other Directors / Key Managerial Personnel</td><td>None</td><td>None</td><td>None</td></tr>
</table>

Particulars	Mr. Gopal Kabra	Mr. Mehul Ajit Shah	Mr. Navaniit Narayandas Mandhaani
Directorships held in other Companies as on date	• GK Energy Solar Private Limited • Beromt Private Limited • Gopal Kabra Foundation (Formerly Known as Sneh Shekhar CSR Foundation) • GK Capital Limited • Gopal Kabra Investments Private Limited • Gopal Kabra Holdings Private Limited	• GK Energy Solar Private Limited • Gopal Kabra Foundation (Formerly Known as Sneh Shekhar CSR Foundation)	Nil
Committee Membership / Chairmanship of other Companies as on date	Nil	Nil	Nil
Listed entities from which he has resigned in the past 3 years	Nil	Nil	Nil