

February 22, 2025

To, <b>BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 Fax No. 022-22723121/3027/2039/2061 <b>Security Code: 532543</b>	To, <b>National Stock Exchange of India Limited</b> Exchange Plaza, C-1 Block G, Bandra Kurla Complex, Bandra (E), Mumbai -400 051 Fax No. 022-26598238 <b>Scrip Symbol: GULFPETRO</b>
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Dear Sir(s)/Madam(s),

**Sub: Minutes of the Proceeding of the Postal Ballot**

In furtherance to our letter dated February 21, 2025 w.r.t. Voting Results and Scrutinizer's Report on Postal Ballot, we hereby enclose herewith the Minutes of the proceedings of the Postal Ballot conducted by the Company.

You are requested to take the above information on your records and disseminate the same on your website.

Yours faithfully,  
For **GP PETROLEUMS LIMITED**

**KANIKA SEHGAL SADANA**  
**COMPANY SECRETARY**  
**M. No. A31466**

Encl: As Above

# MINUTE BOOK



## **MINUTES OF THE PROCEEDINGS OF THE POSTAL BALLOT OF GP PETROLEUMS LIMITED FOR RESULTS DECLARED ON FRIDAY, FEBRUARY 21, 2025 AS SET OUT IN THE POSTAL BALLOT NOTICE DATED JANUARY 18, 2025**

### **BACKGROUND:**

The Board of Directors of the Company at its meeting held on January 18, 2025, accorded approval to the proposal to conduct Postal Ballot under Section 110 of the Companies Act, 2013 (the Act) read with the applicable Rules to seek consent of the Members by way of Special Resolution for the Appointment of Mr. Rajesh Mittal (DIN: 00231710) as Non-Executive.Independent Director of the Company.

The brief details related to Postal Ballot were as under:

<b>Sr. No.</b>	<b>Particular's</b>	<b>Details</b>
1	Date of approval of Notice of Postal Ballot	Saturday, 18 <sup>th</sup> January, 2025
2	Record Date/Cut-off Date	17 <sup>th</sup> January, 2025
3	Total Number of Shareholders on Cut-off Date	39552
4	Agency/Service provider for Voting	National Securities Depository Limited
5	Name of Scrutinizer	Mr. Harshad Ashok Pusalkar from M/s. Pusalkar & Co., Practicing Company Secretary (Membership No. F10576)
6	Mode of Voting	Through E-voting process
7	Name of the Company Secretary	Mrs. Kanika Sehgal Sadana (M. No. A31466)
8	Date of Declaration/Announcement of Results	21 <sup>st</sup> February, 2025

### **POSTAL BALLOT NOTICE:**

In accordance with the MCA General Circular No. 09/2024 dated September 19, 2024; 09/2023 dated September 25, 2023, 11/2022 dated December 28, 2022; 03/2022 dated May 05, 2022; 10/2021 dated June 23, 2021; 20/2021 dated December 8, 2021; 39/2020 dated December 31, 2020; 33/2020 dated September 28, 2020; 22/2020 dated June 15, 2020; 20/2020 dated May 05, 2020; 17/2020 dated April 13, 2020 and 14/2020 dated April 8, 2020; (Collectively referred to as "MCA Circulars"), the Postal Ballot Notice, as approved by the Board of Directors of the Company on January 18, 2025, was sent only through electronic mode to those members whose e-mail addresses are registered with the Company or the Depository Participant(s) ("DPs") as on the Cut-off Date i.e. Friday, January 17, 2025. The voting on the resolution was conducted exclusively through the remote e-voting system as mentioned in the Postal Ballot Notice.

### **DISPATCH OF NOTICE OF POSTAL BALLOT:**

The Company completed the dispatch of the Notice of Postal Ballot through e-mail to the Members whose email IDs are registered with the Company/Depositories on Wednesday, January 22, 2025.

### **PUBLISHING OF NEWSPAPER ADVERTISEMENT:**

The Company had published the advertisement in the Newspapers viz. Financial Express and Mumbai Lakshadeep on Thursday, January 23, 2025, informing about the dispatch of the Notice and remote e-Voting.

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# MINUTE BOOK



## VOTING PERIOD:

The remote e-voting period commenced on Thursday, January 23, 2025, (9.00 a.m. IST) and concluded on Friday, February 21, 2025, (5.00 p.m. IST). The e-voting module was disabled by NSDL for voting beyond the said date and time. The Scrutinizer carried out the scrutiny of the electronically casted votes of postal ballot up to 5:00 p.m. IST on February 21, 2025, and subsequently submitted his report on the same day to Mr. Ayush Goel, Chairman and Director of the Company, who was duly authorised by the Board at its Meeting held on January 18, 2025. On the basis of the Reports of the Scrutinizer, the following Special Resolution was passed by the shareholders of the Company with the requisite majority:

## SPECIAL BUSINESS:

### APPOINTMENT OF MR. RAJESH MITTAL (DIN: 00231710) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY

To consider and, if thought fit, to pass with or without modification, the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, 160 and 161 read with Schedule IV and all other applicable provisions of the Companies Act, 2013, and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 17 and 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and Articles of Association of the Company and all other applicable provisions, if any, Mr. Rajesh Mittal (DIN: 00231710) who was appointed as an Additional Director (Non-Executive Independent Director) of the Company by the Board of Directors on the recommendation of the Nomination and Remuneration Committee with effect from January 18, 2025, and in respect of whom, the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013, signifying the intention to propose Mr. Rajesh Mittal as a candidate for the office of a Director of the Company, be and is hereby appointed as an Independent Director of the Company to hold office for the term of 2 (two) consecutive years i.e., from January 18, 2025 to January 17, 2027, subject to Mr. Rajesh Mittal satisfying the criteria of independence during the tenure of his appointment in terms of the Companies Act, 2013, the Rules made thereunder and the SEBI Listing Regulations, and he shall not be liable to retire by rotation."

"RESOLVED FURTHER THAT the Whole Time Director or Company Secretary of the Company be and is hereby severally authorized for and on behalf of the Company to take all necessary steps and to do all such acts, deeds, matter, filing and things as may be necessary, proper or expedient to give effect to this resolution."

### RESULT OF THE POSTAL BALLOT UPLOADING ON WEBSITE:

The result of the Postal Ballot is uploaded on the Website of the Company, National Securities Depository Limited, the National Stock Exchange of India Limited and the BSE Limited.

Place: New Delhi

Date of Entry: 22/02/2025

Date of Signing: 22/02/2025



CHAIRMAN



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# MINUTE BOOK



## Summary of Voting Result and Scrutinizer's Report

**Result of Postal Ballot through e-voting on the items as mentioned in the Postal Ballot Notice dated January 18, 2025 declared on Friday, February 21, 2025.**

Based on the analysis of the valid votes, the Scrutinizer submitted his report dated 21<sup>st</sup> February, 2025 to Mr. Ayush Goel, Chairman & Director of the Company. The results of the Postal Ballot were announced as per the Scrutinizer's Report and summarized as under:

The result of Postal Ballot through e-voting is as under:

Resolution as given in the notice of the Postal Ballot 18 <sup>th</sup> January, 2025	Particulars of Votes cast						Results Declared
	Electronic Voting						
	% Votes cast in favour of the resolution		% Votes cast against the resolution		% Invalid/abstained Votes		
	No.	%	No.	%	No	%	
<b>Special Business</b>							
APPOINTMENT OF MR. RAJESH MITTAL (DIN: 00231710) AS NON - EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY.	2,98,44,736	99.9552	13,390	0.0448	0	0.0000	Approved by requisite Majority

Accordingly, Special Resolution as set out in the Postal Ballot Notice dated 18<sup>th</sup> January, 2025, was duly approved through Postal Ballot by the Members of the Company with the requisite majority on 21<sup>st</sup> February, 2025. The voting result along with the Scrutinizer's Report were displayed on the website of the Company. The result was also communicated to the BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed.

Place: New Delhi  
Date: 22/02/2025

  
**CHAIRMAN**

CHAIRMAN'S INITIALS