GREAT EASTERN ENERGY CORPORATION LIMITED
CIN: U48985WB1992PLC095301
Registered Office: M-10, ADDA Industrial Estate, Asansol-713 305, West Bengal, India

NOTICE

Notice is hereby given that the 34th Annual General Meeting ("AGM") of the Members of Great Eastern Energy Corporation Limited ("GEECL" or "the Company") will be held on Monday, the 21st day of September 2026, at 2:30 p.m. (IST) through Video Conferencing ("VC") to transact the following business:

ORDINARY BUSINESS:

1. **To receive, consider, and adopt the audited financial statements of the Company as on March 31, 2026 and the Reports of the Directors and Auditors thereon.**

2. **To appoint a Director in place of Mrs. Asha Modi (DIN: 00032486), who retires by rotation and being eligible, offers herself for re-appointment.**

   To consider and, if thought fit, to pass with or without modifications, the following resolution as an **Ordinary Resolution:**

   "**RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013, Mrs. Asha Modi (DIN: 00032486), who retires by rotation and eligible for re-appointment, be and hereby re-appointed as a Director of the Company."

SPECIAL BUSINESS:

3. **To approve the remuneration of Cost Auditors of the Company for the Financial Year ending on March 31, 2027.**

   To consider and, if thought fit, to pass with or without modifications, the following resolution as an **Ordinary Resolution:**

   "**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the remuneration of Rs. 135,000.00 (Rupees One Hundred Thirty-Five Thousand) excluding applicable taxes and reimbursement of out-of-pocket expenses, at actuals, as approved by the Board of Directors of the Company, be paid to Sanjay Gupta & Associates, Cost Auditors (Firm Registration No. 000212) of the Company for conducting the audit of the cost records of the Company for the Financial Year ending on March 31, 2027.

   RESOLVED FURTHER THAT the Board of Directors of the Company be and hereby severally authorized to do all such acts, deeds, and things and to take all such steps as they may deem necessary, proper, or expedient to give effect to this resolution."

4. **To approve payment of commission to Non-Executive Directors of the Company in the event of inadequacy of profit.**

   To consider and, if thought fit, to pass with or without modifications, the following resolution as an **Ordinary Resolution:**

   "**RESOLVED THAT** pursuant to the provisions of Sections 197, 198 and other applicable provisions, if any, read with Schedule V, Section II thereto (Remuneration payable by companies having no profit or inadequate profit) of the Companies Act, 2013 ("Act"), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable rules made thereunder, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and pursuant to the recommendation by the Board of Directors of the Company, approval of the Members be and is hereby accorded for payment of commission of Rs. 1,000,000 (Rupees One million) to each Non-Executive Director of the Company, in the event of inadequacy or absence of profits, for the Financial Year 2025-26.

RESOLVED FURTHER THAT the aforesaid commission shall be payable in accordance with the provisions of Sections 197 and 198 of the Companies Act, 2013 read with Schedule V, Section II thereto and other applicable provisions of law.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things and to take all such steps as may be necessary, desirable or expedient for giving effect to this Resolution.**"**

By Order of the Board
Great Eastern Energy Corporation Limited

Date: August 05, 2026
Place: Gurugram

Director

NOTES:

1. Pursuant to the General Circular No. 03/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs (MCA) and other applicable circulars and notifications issued including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold EGM/AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, EGM/AGM shall be conducted through VC/OAVM, 34th Annual General Meeting of the Company ("AGM") is being held through VC/OAVM without the physical presence of the Members at a common venue. The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company.

   Generally, a Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself / herself and the proxy need not be a Member of the Company. Since this AGM is being held through VC/OAVM pursuant to the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence, the Proxy Form and Attendance Slip are not annexed hereto.

2. The Explanatory Statement pursuant to Section 102 of the Act in respect of the special business is annexed hereto.

3. Corporate Members intending to authorize their representative(s) to attend and vote at the AGM through VC/OAVM are requested to send a duly certified copy of the Board Resolution to priyanshu@geecl.com

4. The relevant documents referred to in the accompanying Notice of AGM and in the Explanatory Statement are open for inspection by the Members of the Company at the Registered Office on all working days (except Saturdays, Sundays, and Public Holidays) between 10:00 a.m. to 12:00 p.m. up to the date of this AGM.

   To attend the AGM through VC via Microsoft Teams, the AGM VC link is:
   Join: https://teams.microsoft.com/meet/419124673539853?p=NftZkhJ40uIi6amwIg
   Meeting ID: 419 124 673 539 853
   Passcode: EU7g9uV2

5. Please send your Voting Card (annexed herewith) at the email id: priyanshu@geecl.com

6. For any query related to the AGM, please contact Mr. Priyanshu, at the email id: priyanshu@geecl.com

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 (“the Act”)

Item No. 3

The Board of Directors in their meeting held on June 25, 2026, on the recommendation of the Audit Committee, have approved the re-appointment of Sanjay Gupta & Associates, Cost Auditors (Firm Registration No. 000212) to conduct the audit of the cost records of the Company for the Financial Year ending on March 31, 2027.

In accordance with the provisions of Section 148 of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, the proposal for payment of remuneration of Rs. 135,000 (Rupees One Hundred Thirty-Five Thousand) excluding applicable taxes and reimbursement of out-of-pocket expenses, at actuals for the Financial Year ending on March 31, 2027, to the Cost Auditors is placed for approval by the Members of the Company.

None of the Directors or key managerial personnel of the Company or their relatives are, in any way, concerned or interested in the proposed resolution.

The Board recommends the Ordinary Resolution set out at item no. 3 of the notice for your approval.

Item No. 4

The members of the Company in their Meeting held on January 4, 2013, approved the payment of commission of such amount as may be fixed by the Board not exceeding 1% of the Net Profits of the Company to Non-Executive Directors of the Company.

Due to a change in the work program there was a re-assessment of 1P gas reserves by Degoyler & McNaughton, resulting in an additional depreciation of Rs. 549.53 million for the Financial Year 2025-26. Total extractable resource remains the same. This additional depreciation resulted in a net loss of Rs. 260.28 million for the period ended on March 31, 2026.

As majority of the Members of the Nomination and Remuneration (“NRC”) Committee were interested in the matter, hence this matter was directly taken up by the Board of Directors in their meeting held on June 25, 2026, and approved the commission of maximum of Rs. 1,000,000 (Rupees One million) per annum to each of the Non-Executive Directors of the Company for the Financial Year 2025-26.

In accordance with provisions of section 197, 198 and Schedule V, section II, (Remuneration payable by companies having no profit or inadequate profit) of the Companies Act 2013, payment of commission to non-executive Directors is placed for approval by the Members of the Company.

None of the key managerial personnel of the Company or their relatives are, in any way, concerned or interested in the proposed resolution.

The Board recommends the Ordinary Resolution set out at item no. 4 of the notice for your approval.

ANNEXURE-1

STATEMENT PURSUANT TO THE PROVISIONS OF SECTION II (B) (IV) OF PART II OF SCHEDULE V OF THE COMPANIES ACT, 2013, IN RESPECT OF ITEM NO. 4 OF THE NOTICE

I. General Information:

1) Nature of Industry:

GEECL is a fully integrated, gas production, development, and exploration Company in India. Gas is being produced from the Raniganj (South) block in West Bengal, which covers 210 sq. km with 10.62 TCF of Original-Gas-In-Place (‘OGIP’).

The Company’s second license is the Mannargudi block in Tamil Nadu, which was under Arbitration with the Government of India. The Arbitral Tribunal has allowed our claim towards the expenses we had incurred and rejected the counterclaim of the Government of India. The Company no longer has any participating interest in the Mannargudi block.

2) Date of commencement of commercial production:

July 14, 2007.

3) Financial Performance based on given indicators:

(Rs. in million)

Particulars	Financial Year 2026-25 (Actual)	Financial Year 2025-24 (Actual)
Total Revenue (including other income)	2,621.09	2,676.57
Expenditure (including interest and depreciation)	2,985.49	2,555.70
Profit/(Loss) before Tax	(363.13)	129.09
Profit/Loss) after Tax including deferred Tax	(260.28)	94.54

4) Foreign investments or collaborations, if any:

The Company has not entered into any foreign collaboration. As per the shareholding pattern as on March 31, 2026, Deutsche Bank Trust Company Americas holds 20,813,995 shares against which Global Depository Receipts have been issued i.e. 34.95% of the total paid-up share capital of the Company.

II. Information about the appointee Directors:

Particulars	Mr. Pankaj Ramanbhai Patel (Independent Director)	Mrs. Asha Modi (Non-Executive Director)	Mrs. Ambika Sharma (Independent Director)
1. Background Details and Recognition / Awards	Chairman of Zydus Lifesciences Limited with over four decades of experience in the pharmaceutical industry, research, innovation and corporate governance. Recipient of several national and industry	Graduate in Economics with extensive experience in business management, strategic planning and organisational development.	Over 30 years of experience in international relations, public affairs, corporate governance and policy matters. Recipient of various recognitions for contribution to economic diplomacy.

	recognitions and has held leadership positions in reputed institutions.		
2. Past Remuneration	Commission of Rs. 1,000,000 per annum (Rs. 1,000,000 per annum on pro-rata basis, wherever applicable).		
3. Job Profile and Suitability	Provides strategic guidance and contributes to the Company's governance and long-term business strategy.	Provides valuable business insights and strategic guidance and actively contributes to the deliberations of the Board.	Provides strategic inputs on governance, policy and international business matters and contributes to the Company's long-term growth.
4. Remuneration Proposed	Commission of Rs. 1,000,000 per annum.		
5. Comparative Remuneration Profile	The proposed remuneration is commensurate with industry practices, the size of the Company, responsibilities assigned and the experience and expertise of the Directors.		
6. Pecuniary Relationship with the Company / Managerial Personnel	**i** Sitting fees **ii** Proposed commission	**i** Sitting fees **ii** Proposed commission **iii** Wife of Mr. Yogendra Kr. Modi, Executive Chairman **iv** Mother of Mr. Prashant Modi, Vice Chairman & Managing Director	**i** Sitting fees **ii** Proposed commission

III. Other Information:

1) Reasons for loss or inadequate profits:

Due to a change in the work program there was a re-assessment of 1P gas reserves by Degoyler & McNaughton, resulting in an additional depreciation of Rs. 549.53 million for the Financial Year 2025-26. Total extractable resource remains the same. This additional depreciation resulted in a net loss of Rs. 260.28 million for the period ended on March 31, 2026.

2) Steps taken or proposed to be taken for improvement:

The Company has completed its first phase of the efficiency capital expenditure program ("capex") in the financial year ending March 31, 2026.

3) Expected increase in productivity and profits in measurable terms:

As a result of the capex, the production volume has increased in line with expectations. This should translate in higher profitability.

GREAT EASTERN ENERGY CORPORATION LIMITED

VOTING CARD

Name of Member	
Folio/Client Id	
DP Id	
Number of Shares held	

Item No.	**Issues to be considered**	**Voting Results**	
	Description	**FOR**	**AGAINST**
Ordinary Business			
1	To receive, consider, and adopt the audited financial statements of the Company as on March 31, 2026, and the Report of the Directors and Auditors thereon.		
2	To appoint a Director in place of Mrs. Asha Modi (DIN: 00032486), who retires by rotation and being eligible, offers herself for re-appointment.		
Special Business			
3	To approve the remuneration of Cost Auditors of the Company for the Financial Year ending on March 31, 2027.		
4	To approve payment of commission to Non-Executive Directors of the Company in the event of inadequacy of profit.		

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(Signature) **(Date)**