



## GFL LIMITED

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

7<sup>th</sup> August, 2026

To,

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai 400 001

**BSE Scrip Code:** 500173

**National Stock Exchange of India Limited**

Exchange Plaza, Bandra Kurla Complex, Bandra  
(E), Mumbai 400 051

**NSE Symbol:** GFL LIMITED

**Sub.: Declaration of Voting Results in respect of Resolution passed through Postal Ballot- Notice dated 29<sup>th</sup> May, 2026.**

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

This is further to our letter dated 6<sup>th</sup> July, 2026, submitting Postal Ballot Notice for seeking approval of the Members of the Company, by way of remote electronic voting ("E-voting"):

- 1. Re- Appointment of Mr. Shashi Kishore Jain (Din: 00443861) for a second consecutive term of 5 (Five) years as a Non-Executive- Independent Director on the Board of the Company w.e.f. 30<sup>th</sup> May, 2026 up to 29<sup>th</sup> May, 2031**

In respect of above, the Remote e-voting period had commenced on Tuesday, 7<sup>th</sup> July, 2026 at 9.00 a.m. (IST) and ended on Wednesday, 5<sup>th</sup> August, 2026 at 5.00 p.m. (IST).

The resolution placed through Postal Ballot Notice was passed by the Members with the requisite majority and deemed as passed on the last date of e-voting i.e Wednesday, 5<sup>th</sup> August, 2026 at 5.00 p.m. (IST).

In this regard, we hereby enclose herewith the following:

|                                                                                                                                                                                             |            |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|
| Voting results of the postal ballot pursuant to Regulation 44 of the SEBI Listing Regulations                                                                                               | Annexure 1 |
| The Scrutinizer Report dated 5 <sup>th</sup> August, 2026 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 | Annexure 2 |

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

This is for your information and records.

Thanking you.

Yours faithfully,

For **GFL Limited**

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



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### ANNEXURE 1

|                                                                                                                                                                            |                                                                                                     |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------|
| <b>Date of AGM/ EGM/ Postal Ballot</b>                                                                                                                                     | Not applicable (Resolution passed through Postal Ballot on Wednesday, 5 <sup>th</sup> August, 2026) |
| <b>Cut-off Date</b>                                                                                                                                                        | 03 <sup>rd</sup> July, 2026                                                                         |
| <b>Total No. of Shareholders on Record Date</b>                                                                                                                            | 29562                                                                                               |
| <b>No of Shareholder present in the meeting either in person or proxy:</b> <ul style="list-style-type: none"><li>- Promoter and Promoters group</li><li>- Public</li></ul> | Not Applicable (Resolution passed through Postal Ballot)                                            |
| <b>No of shareholders attending through video conferencing</b> <ul style="list-style-type: none"><li>- Promoter and Promoters group</li><li>- Public</li></ul>             | Not Applicable (Resolution passed through Postal Ballot)                                            |
| <b>No. of resolution passed in the meeting</b>                                                                                                                             | 1                                                                                                   |



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## Annexure 2

| GFL Limited                                                                      |                |                    |                                                                                                                                                                                                                                                             |                                         |                          |                        |                                      |                                    |
|----------------------------------------------------------------------------------|----------------|--------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------|--------------------------|------------------------|--------------------------------------|------------------------------------|
| <b>Resolution Required :Special</b>                                              |                |                    | <b>1 - Re- Appointment of Mr. Shashi Kishore Jain (Din: 00443861) for a second consecutive term of 5 (Five) years as A Non-Executive- Independent Director on the Board of the Company w.e.f. 30<sup>th</sup> May, 2026 up to 29<sup>th</sup> May, 2031</b> |                                         |                          |                        |                                      |                                    |
| <b>Whether promoter/ promoter group are interested in the agenda/resolution?</b> |                |                    | <b>No</b>                                                                                                                                                                                                                                                   |                                         |                          |                        |                                      |                                    |
| Category                                                                         | Mode of Voting | No. of shares held | No. of votes polled                                                                                                                                                                                                                                         | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes – Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
|                                                                                  |                | [1]                | [2]                                                                                                                                                                                                                                                         | [3]={[2]/[1]}*100                       | [4]                      | [5]                    | [6]={[4]/[2]}*100                    | [7]={[5]/[2]}*100                  |
| Promoter and Promoter Group                                                      | E-Voting       | 75492611           | 75492611                                                                                                                                                                                                                                                    | 100.0000                                | 75492611                 | 0                      | 100.0000                             | 0.0000                             |
|                                                                                  | Poll           |                    | 0                                                                                                                                                                                                                                                           | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|                                                                                  | Postal Ballot  |                    | 0                                                                                                                                                                                                                                                           | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|                                                                                  | <b>Total</b>   |                    | <b>75492611</b>                                                                                                                                                                                                                                             | <b>100.0000</b>                         | <b>75492611</b>          | <b>0</b>               | <b>100.0000</b>                      | <b>0.0000</b>                      |
| Public Institutions                                                              | E-Voting       | 230820             | 0                                                                                                                                                                                                                                                           | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|                                                                                  | Poll           |                    | 0                                                                                                                                                                                                                                                           | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|                                                                                  | Postal Ballot  |                    | 0                                                                                                                                                                                                                                                           | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|                                                                                  | <b>Total</b>   |                    | <b>0</b>                                                                                                                                                                                                                                                    | <b>0.0000</b>                           | <b>0</b>                 | <b>0</b>               | <b>0.0000</b>                        | <b>0.0000</b>                      |
| Public Non Institutions                                                          | E-Voting       | 34126569           | 858774                                                                                                                                                                                                                                                      | 2.5164                                  | 857071                   | 1703                   | 99.8017                              | 0.1983                             |
|                                                                                  | Poll           |                    | 0                                                                                                                                                                                                                                                           | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|                                                                                  | Postal Ballot  |                    | 0                                                                                                                                                                                                                                                           | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|                                                                                  | <b>Total</b>   |                    | <b>858774</b>                                                                                                                                                                                                                                               | <b>2.5164</b>                           | <b>857071</b>            | <b>1703</b>            | <b>99.8017</b>                       | <b>0.1983</b>                      |
| <b>Total</b>                                                                     |                | <b>109850000</b>   | <b>76351385</b>                                                                                                                                                                                                                                             | <b>69.5051</b>                          | <b>76349682</b>          | <b>1703</b>            | <b>99.9978</b>                       | <b>0.0022</b>                      |



# DHRUMIL M. SHAH & CO. LLP

Practising Company Secretaries

Ref: 859/2026-27

## SCRUTINIZER'S REPORT

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

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

Dear Sir,

**Sub: Scrutinizer's Report on Postal Ballot through e-voting process in respect of passing of the resolution set-out in the postal ballot notice dated May 29, 2026.**

I, Dhrumil M. Shah, Partner of Dhrumil M. Shah & Co. LLP, Practising Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of GFL Limited (hereinafter called as "**the Company**"), pursuant to Section 108 and 110 of the Companies Act, 2013 ("**the Act**") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, ("**the Rules**") for the purpose of scrutinizing the Postal Ballot voting conducted by way of remote e-voting process ("**e-voting**") in a fair and transparent manner on the resolution contained in the postal ballot notice dated May 29, 2026 ("**Notice**") issued in accordance with the Act and Rules read with General Circular No. 14/2020 dated April 08, 2020, No. 17/2020 dated April 13, 2020, and subsequent circulars issued in this regard, the latest being No. 03/2025 dated September 22, 2025 ("**MCA Circulars**") applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**") and Secretarial Standards on General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India ("**ICSI**")

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

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

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

My responsibility as a Scrutinizer was restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolution stated in the Notice. My report is based on verification of data and reports generated from the e-voting system provided by the Central Depository Services (India) Limited ("**CDSL**"), the service provider engaged by the Company to provide e-voting facility to its members.



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The Members of the Company holding shares as on the "cut-off" date as set out in the Notice i.e. **Friday, July 03, 2026** were entitled to vote on the resolution set out in the Notice and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date.

The e-voting commenced at 09.00 A.M. (IST) on Tuesday, July 07, 2026 onwards and concluded at 05.00 P.M. (IST) on Wednesday, August 05, 2026.

The votes cast during the e-voting were unblocked on Wednesday, August 05, 2026 at 5.24 PM after the conclusion of e-voting period for Postal Ballot in the presence of two witnesses who are not in the employment of the Company.

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

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

#### **SPECIAL BUSINESS:**

#### **SPECIAL RESOLUTION**

**Re- Appointment of Mr. Shashi Kishore Jain (Din: 00443861) for a second consecutive term of 5 (Five) years as a Non-Executive- Independent Director on the Board of the Company w.e.f. 30<sup>th</sup> May, 2026 up to 29<sup>th</sup> May, 2031.**

**"RESOLVED THAT** pursuant to the provisions of Section 149 and 152, read with Schedule IV of the Companies Act, 2013, read with the Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, sections, rules of the Companies Act, 2013 and Regulation 17 & Regulation 25(2A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modifications or re-enactment thereof for the time being in force), the provisions of the Articles of Association of the Company and based on the recommendation of Nomination and Remuneration Committee and the Board of Directors of the Company, approval of the Members be and is hereby accorded for re-appointment of Mr. Shashi Kishore Jain (DIN: 00443861) (whose first term of 5 years expires on 29<sup>th</sup> May, 2026) as a Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five consecutive years commencing w.e.f. 30<sup>th</sup> May, 2026 up to 29<sup>th</sup> May, 2031.

**RESOLVED FURTHER THAT** pursuant to Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of the Members be and is hereby also accorded for the continuation of office of directorship of Mr. Shashi Kishore Jain (DIN: 00443861) as a Non-Executive Independent Director of the Company, who has attained the age of 75 years.

**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 197, and other applicable provisions of the Act and the Rules made thereunder and SEBI Listing Regulations, Mr. Shashi Kishore Jain (DIN: 00443861) shall be entitled to receive the remuneration as permitted to be received in the capacity of a Non-Executive, Independent Director of the Company under the Act and SEBI Listing Regulations, as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors of the Company and by the shareholders where necessary, from time to time.



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

i. Voting "**in favour**" of resolution

| Number of Members | Number of valid votes cast | % of total number of valid votes cast |
|-------------------|----------------------------|---------------------------------------|
| 101               | 7,63,49,682                | 99.9978                               |

ii. Voting "**against**" the resolution

| Number of Members | Number of valid votes cast | % of total number of valid votes cast |
|-------------------|----------------------------|---------------------------------------|
| 21                | 1,703                      | 0.0022                                |

iii. Invalid Votes

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

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

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



Place : Mumbai  
Date : August 05, 2026

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

Dhrumil M. Shah  
Partner  
FCS 8021 | CP 8978  
UDIN: F008021H001038039

We, the undersigned, have witnessed that the results of postal ballot through e-voting were unblocked and downloaded from the CDSL e-voting service provider's platform in our presence on Wednesday, August 05, 2026 at 05.05 P.M.



Dhiraj Palav



Zee Chheda

**Countersigned by  
For GFL Limited**

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

