

NOTICE OF POSTAL BALLOT

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

E Voting Commences on:	Remote e-voting concludes on:
Wednesday, May 27, 2026 at 09:00 A.M (IST)	Thursday, June 25, 2026 at 05:00 P.M.

Dear Member(s),

Notice is hereby given that the resolutions set out below are proposed for approval by the members of Generic Engineering Construction And Projects Limited ("the Company") by means of Postal Ballot, only by remote e-voting process ("e-voting") being provided by the Company to all its members to cast their votes electronically, pursuant to Section 108 and Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), Regulation 44 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations") read with the General Circular No. 14/2020 dated 8th April, 2020, General Circular No. 17/2020 dated 13th April, 2020, General Circular No. 22/2020 dated 15th June, 2020, General Circular No. 33/2020 dated 28th September, 2020, General Circular No. 39/2020 dated 31st December, 2020, General Circular No. 10/2021 dated 23rd June, 2021, General Circular No. 20/2021 dated 8th December, 2021, General Circular No. 3/2022 dated 5th May, 2022, General Circular No. 11/2022 dated 28th December, 2022, General Circular No. 09/2023 dated 25th September 2023, General Circular No. 09/2024 dated 19th September, 2024 and General Circular No. 03/2025 dated 22nd September, 2025 and other relevant Circulars, if any, issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "MCA Circulars"), and the Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ("SS-2") and any other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), that the resolution appended below is proposed to be passed by the Members of the Company, through Postal Ballot, only by remote electronic voting ("e-Voting").

The Statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolutions proposed in this Postal Ballot Notice and additional information as required under the Listing Regulations and circulars issued thereunder is also attached.

In compliance with the MCA Circulars, the Company is sending this Notice only in electronic form to those Members whose e-mail addresses are registered with the Company / Depositories as on 22nd day, May, 2026 (“Cut-off date”). Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot. The voting by the Members would take place only through the remote e-voting system.

In accordance with the provisions of Sections 108 and 110 of the Act read with the Rules and Regulation 44 of the Listing Regulations, the Company has engaged the services of the **National Securities Depository Limited (“NSDL”)** to provide remote e-voting facility. The procedure for remote e-voting is detailed in the Notes of this Notice.

Schedule of Events for e-voting is as follows:

Cut-off Date	Friday, 22 nd , May, 2026
Remote e-voting Start Date and time	From 09:00 A.M (IST) on Wednesday, May 27, 2026
Remote e-voting End Date and time	Upto 05:00 P.M (IST) on Thursday, June 25, 2026.

The remote e-voting facility will be disabled by NSDL thereafter. The results of the Postal Ballot along with the Scrutinizer’s Report will be posted on the Company’s website at <https://investors.gecpl.com>, immediately after the results are declared and will simultaneously be communicated to the Stock Exchanges, BSE Limited and the National Stock Exchange of India Limited, where equity shares of the Company are listed and on the website of NSDL at <https://www.evoting.nsd.com/>

SPECIAL BUSINESS:

1. To approve the appointment of Mr. Rajesh Kumar Yadav (DIN: 11120618) as Non-Executive, Independent Director of the Company and in this regards, to consider and, if thought fit, to pass the following resolution with or without modification(s) as a Special Resolution:

“RESOLVED THAT in accordance with the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the appointment of Mr. Rajesh Kumar Yadav (DIN: 11120618), who was appointed as an Additional Director, designated as an Independent Director, pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director,

being eligible, as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of 5 (five) consecutive years with effect from April 1, 2026, be and is hereby approved;

2. To approve the appointment of Mrs. Shital Laxmikant Lokhande (DIN: 11163063) as a Whole-time Director, designated as an Executive Director, and in this regard, to consider and if thought fit, to pass the following resolution as an **Special Resolution**:

“RESOLVED THAT in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and 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), approval of the members be and is hereby accorded for the appointment of Mrs. Shital Laxmikant Lokhande (DIN: 11163063) as a Whole-time Director, designated as an Executive Director of the Company, for a period of 5 (five) years with effect from April 1, 2026, on the terms and conditions including remuneration as set out in the statement annexed to this Postal Ballot Notice, with liberty to the Board of Directors (hereinafter referred to as “the Board” which term shall include the Human Resources, Nomination and Remuneration Committee of the Board) to vary the terms and conditions of the said appointment and / or remuneration as it may deem fit.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution

By Order of the Board

For **Generic Engineering Construction and Projects Limited**

SD/-

Simran Agrawal

Company Secretary

Membership No: A72791

Date: May 23rd, 2026

Place: Mumbai

Registered Office: 201 & 202, Fitwell House, 2nd Floor,
Opp Home Town L B S Road, Vikhroli (West),
Mumbai – 400083, Maharashtra, India
CIN: L45100MH1994PLC082540

Website: www.gecpl.com

Notes :

- a. An Explanatory Statement as required under the provisions of Section 102 of the Companies Act, 2013 (“the Act”) setting out all material facts in respect to the above resolution is annexed to this Postal Ballot Notice (“Notice”).
- b. Additional information required as per the Act, Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (“SS-2”), in respect of the above resolution, forms an integral part of this Notice.
- c. In accordance with the MCA Circulars, the Postal Ballot Notice is being sent only by e-mail to those members whose e-mail addresses are registered with the Company/Depository Participants and whose names appear in the Register of Members of the Company or Register of Beneficial Owners maintained by the Depositories as on Friday, May 22, 2026 (“Cut-off date”).
- d. Only those Members whose names are appearing in the Register of Members / List of Beneficial Owners as on the Cut-off date shall be eligible to cast their votes through postal ballot by remote e-voting. A person who is not a mMember as on the Cut-off date should treat this Notice for information purposes only. It is however clarified that all Members of the Company as on the Cut-off date (including those Members who may not have received this Notice due to non-registration of their e-mail addresses with the Company / Depositories) shall be entitled to vote in relation to the aforementioned Resolution in accordance with the process specified in this Notice.
- e. Members may note that the Notice will also be available on the website of the Company (<https://investor.gecpl.com>), website of the Stock Exchanges, i.e., BSE Limited (www.bseindia.com) and National Stock Exchange of India Limited (www.nseindia.com) and on the website of Satellite Corporate Services Private Limited (“Satellite”) at <http://www.satellitecorporate.com/>.
- f. Relevant documents referred to in this Notice and the Explanatory Statement pursuant to Sections 102 and 110 of the Act are available for inspection through electronic mode by the Members until 5:00 p.m. (IST) of the last date of remote e-voting of this Postal



Ballot, i.e., thursday, June 25, 2026. Members are requested to write to the Company on investors-cs@gecpl.com for inspection of said documents.

g. The Company has appointed M/s. Yatin Sangani & Associates, Practicing Company Secretaries (Peer Review Firm No. 3832/2023), as the Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner. The results of the remote e-voting will be announced on or before Sunday, June 28, 2026.

h. The resolution, if approved by requisite majority of the Members through Postal Ballot, shall be deemed to have been duly passed on the last date of remote e-voting, i.e., Thursday, June 25, 2026.

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:




Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual Shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020, on e-Voting facility provided by Listed Companies, 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 in their demat accounts in order to access eVoting facility.

Login method for Individual Shareholders holding securities in demat mode is given below:

Type of Shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to eVoting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of eVoting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected

	<p>to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <div style="text-align: center;"> <p>NSDL Mobile App is available on</p>    </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
<p>Individual Shareholders (holding securities in demat</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able</p>

mode) login through their depository participants	to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to eVoting website of NSDL for casting your vote during the remote eVoting period or joining virtual meeting & voting during the meeting
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode 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 a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

B) Login Method for e-Voting and joining virtual meeting for Shareholders other than Individual Shareholders holding securities in demat mode and Shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically
4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
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a) For Members who hold shares in demat account with NSDL	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 138523 then user ID is 101456001***

- 5, Password details for Shareholders other than Individual Shareholders are given below:
- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'? (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
(ii) If your email ID is not registered, please follow steps mentioned below in **process for those Shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join General Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for Shareholders:

1. Institutional Shareholders(i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote, to the Scrutinizer by e-mail to yatinysangani@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. —In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at evoting@nsdl.co.in or Contact [Ms. Apeksha Gojamgunde](mailto:Apeksha.Gojamgunde@nsdl.com) from NSDL at the designated email Ids: Apeksha.Gojamgunde@nsdl.com

Process for those Shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to cs@gecpl.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to cs@gecpl.com If you are an Individual Shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting for Individual Shareholders holding securities in demat mode.
3. Alternatively, shareholder/Members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020, on e-Voting facility provided by Listed Companies, Individual Shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

EXPLANATORY STATEMENT

[Pursuant to Section 102 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and additional information as required under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

The following explanatory statement sets out all material facts relating to the special businesses proposed in this Postal Ballot Notice:

Resolution No. 1:

Pursuant to the provisions of Sections 149, 152, 161(1), Schedule IV of the Companies Act, 2013, read with Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and based on the recommendation of the Nomination and Remuneration Committee ('NRC') and subject to the approval of the Members of the Company, the Board of Directors of the Company, vide a Resolution passed at the Board meeting on April 1, 2026, appointed Mr. Rajesh Kumar Yadav (DIN: 11120618) as an Additional Director in the category of Non-Executive Independent Director of the Company, not liable to retire by rotation, for a term of five (5) consecutive years with effect from April 1, 2026 up to March 31, 2031.

Mr. Rajesh Kumar Yadav is qualified to be appointed as an Independent Director in terms of Section 164 of the Act and has given his consent to act as an Independent Director. The Company has also received a declaration from Mr. Rajesh Kumar Yadav that he meets the criteria of independence as prescribed, both, under Section 149(6) of the Act and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and that he is not debarred from holding the office of director by virtue of any order passed by the Securities and Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority.

The Company has also received a notice under Section 160 of the Act from a member proposing the candidature of Mr. Rajesh Kumar Yadav for the office of Independent Director of the Company.

In the opinion of the Board of Directors, Mr. Rajesh Kumar Yadav fulfils the conditions for appointment as an Independent Director as specified in the Act and the Listing Regulations. Mr. Rajesh Kumar Yadav is independent of the management and possesses appropriate skills, experience, knowledge and capabilities, required for the role of Independent Director.

Pursuant to Regulation 17 & 25 of the Listing Regulations effective from January 1, 2022, a listed entity shall ensure that approval of Shareholders by way of Special Resolution for appointment of an Independent Director on Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

The information as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) relating to Mr. Rajesh Kumar Yadav are provided in the **Annexure A** to this Notice.

Mr. Rajesh Kumar Yadav shall be paid remuneration by way of Sitting fees for attending meetings of the Board or Committees thereof or for any other purpose as may be decided by the Board, reimbursement of expenses for participating in Board and other meetings, and profit-related commission, if any, within the limits stipulated under Section 197 of the Companies Act, 2013.

The Board of Directors recommends the Special Resolution set out at Resolution No. 1 of the Postal Ballot Notice for approval by the Members.

None of the other Directors and / or Key Managerial Personnel of the Company or their relatives except Mr. Rajesh Kumar Yadav (whose appointment is proposed in this resolution) are, in any way, concerned or interested, financially or otherwise in the Special resolution as set out in Resolution No. 1 of this Postal ballot Notice.

Resolution 2:

Pursuant to the provisions of Sections 149, 152, 161(1), Schedule IV of the Companies Act, 2013, read with Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and based on the recommendation of the Nomination and Remuneration Committee ('NRC') and subject to the approval of the Members of the Company, the Board of Directors of the Company, vide a Resolution passed at the Board meeting on April 1, 2026, appointed Mrs. Shital Laxmikant Lokhande (DIN: 11163063) as a Whole-time Director, designated as an Executive Director, for a period of 5 (five) years, with effect from April 1, 2026 up to March 31, 2031.

Broad particulars of the terms of appointment of and remuneration payable to Mrs. Shital Laxmikant Lokhande are as under:

(a) Salary, Perquisites and Allowances per annum:

1,30,000/- (Rupees One Lakh Thirty Thousand only) per month with such annual increase as may be decided by the Board (which includes a committee thereof) from time to time, but subject to maximum Basic Salary of 5,00,000/- (Rupees Five Lakhs only) per month during the aforesaid term.

Commission:

0.80% of the Net Profit of the Company calculated as per section 198 of the Companies Act, 2013.

Perquisites and Allowances:

In addition to the salary, the following perquisites and allowances shall be allowed:

- i. House Rent Allowance:**
Free Residential Accommodation or House Rent Allowance @10% of Basic Salary.
- ii. Bonus / Ex-Gratia and Encashment of Leave:**
As per Rules of the Company.
- iii. Employer's contribution to Provident fund/Superannuation fund:**
As per rules of the Company.
- iv. iv. Gratuity / Contribution to Gratuity Fund:**
Gratuity shall be paid as per rules of the Company.
- v. Medical Reimbursement:**
Expenses incurred on self and his family including medical insurance premium, subject to a ceiling of one month's Basic Salary per year or three month's Basic Salary over a period of three years.
- vi. Leave Travel Concession:**
Air Fare for self and family once in a year to any destination within or outside India. Family defined as spouse and two dependent children.
- vii. Club Fees:**
Fees and expenses at club's subject to a maximum of two clubs. This will not include admission and life membership fees.
- viii. Personal Accident Insurance:**
The Company shall pay/reimburse Personal Accident Insurance as per rules of the Company
- ix. Car/Telephone:**

Car with driver and telephone at his residence. Provision of car for use on company's business and telephone facilities at residence will not be considered as perquisites.

Other Terms:

- Mrs. Shital Laxmikant Lokhande Goswami shall not during the continuance of his employment or at any time thereafter divulge or disclose to any person whomsoever or make any use whatever for his own or for whatever purpose, of any confidential information or knowledge obtained by him during his employment as to the business or affairs of the company or as to any trade secrets or secret processes of the company and shall during the continuance of his employment hereunder also use his best endeavours to prevent any other person from doing so.
- Subject as aforesaid, she shall be governed by such other Rules as are applicable to the Senior Executives of the Company from time to time.
- For the purposes of Gratuity, Provident Fund, Superannuation, and other like benefits, if any, the service of Mrs. Shital Laxmikant Lokhande, Whole-Time Director will be considered as continuous service with the Company from the date of his joining the Company.

Mrs. Shital Laxmikant Lokhande satisfies all conditions set out in Schedule V to the Act as also conditions set out under Section 196(3) of the Act for her appointment. She is not disqualified from being appointed as a Director in terms of Section 164 of the Act.

The above may be treated as a written memorandum setting out the terms of appointment of Mrs. Shital Laxmikant Lokhande under Section 190 of the Act.

The information as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) relating to Mrs. Shital Laxmikant Lokhande are provided in the **Annexure B** to this Notice.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.



The Board commends the Special Resolution set out at Item No. 2 of this Postal Ballot Notice for approval by the members.

By Order of the Board

For **Generic Engineering Construction and Projects Limited**

SD/-

Simran Agrawal

Company Secretary

Membership No: A72791

Date: May 23rd, 2026

Place: Mumbai

Registered Office: 201 & 202, Fitwell House, 2nd Floor,
Opp Home Town L B S Road, Vikhroli (West),
Mumbai – 400083, Maharashtra, India
CIN: L45100MH1994PLC082540

Website: www.gecpl.com

Annexures to the Postal Ballot Notice.

Annexure A

Mr. Rajesh Kumar Yadav

Field	Details
Name	Rajesh Kumar Yadav
Age	61
Qualifications	Graduate: Mechanical Engineering
Experience / Brief Resume	35 years
Terms & Conditions of Appointment	Term of Appointment- The term of his appointment as an independent Director shall be for a period of five (5) years
Date of First Appointment on Board	1 st April, 2026
Shareholding in Company	NA
Relationship with Other Directors / KMP	NA
Board Meetings Attended	NIL
Directorships (as on Postal Ballot Notice date)	One
Committee Memberships	One
Listed Entities Resigned (Past 3 Years)	NIL

Annexure B

Mrs. Shital Laxmikant Lokhande

Field	Details
Name	Shital Laxmikant Lokhande
Age	40 years
Qualifications	Bachelor of Commerce (B. Com) degree from the University of Mumbai, Master of Business Administration (MBA) from the Indian Institute of Management, Ahmedabad
Experience / Brief Resume	Her extensive expertise in Taxation, Finance, and Accounting, with a strong command over direct and indirect tax regulations, financial reporting standards, budgeting, financial analysis, and strategic planning. Known for her sharp analytical acumen and in-depth understanding of financial systems, Mrs. Lokhande plays a pivotal role as CFO in Generic Engineering Construction and Projects Ltd ensuring fiscal discipline and enabling robust, data-driven financial decision-making within the organization.
Terms & Conditions of Appointment	The term of her appointment shall be for a period of five (5) years.
Date of First Appointment on Board	1 st April, 2026
Shareholding in Company	NIL
Relationship with Other Directors / KMP	NA
Board Meetings Attended	NIL
Directorships (as on Postal Ballot Notice date)	NIL
Committee Memberships	Three
Listed Entities Resigned (Past 3 Years)	NIL