



GREEN GAS LIMITED

(A Joint Venture Company of GAIL and IndianOil)

[CIN: U23201UP2005PLC030834]

Regd. Office: Green Gas Bhawan, Plot No. 7/25, Sector-7, Gomti Nagar Extension, Lucknow-226010 (U.P.)

Telephone: 0522-2987802, Website: www.gglonline.net, Email Id: info@gglonline.net

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the 20th Annual General Meeting of the Members of Green Gas Limited will be held on Monday, the 22nd December, 2025 at 11.00 a.m. at Green Gas Bhawan, Plot No. 7/25, Sector-7, Gomti Nagar Extension, Lucknow-226010 (U.P.), in physical mode and through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) at the Members' best convenience, to transact the following business(es):

AS ORDINARY BUSINESS: -

1. **To receive, consider and adopt the Audited Financial Statements for the Financial Year ended 31st March, 2025, the Board's Report, the Statutory Auditors' Report and the comments of the Comptroller & Auditor General of India thereon.**

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

"RESOLVED THAT the Audited Financial Statements for the Financial Year ended 31st March, 2025 including Balance Sheet as at 31st March, 2025 and Statements of Profit & Loss, Cash Flow Statement for the year ended at that date, Board's Report alongwith their annexures, Independent Auditors' Report and the comments thereon of the Comptroller & Auditor General of India be and are hereby received, considered and adopted."

2. **To declare Final Dividend on the paid-up equity share capital of the Company, for the Financial Year 2024-25.**

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

"RESOLVED THAT in terms of the recommendation of the Board of Directors, the approval of the Shareholders be and is hereby accorded for payment of final dividend of Re. 0.20/- (at the rate of 2 percent) per equity share of Rs. 10/- each fully

paid up, of the Company for the Financial Year 2024-25 and the same be paid to all members whose names appear in the Register of members on the date of the Annual General Meeting."

3. To appoint a Director in place of Shri Praveer Kumar Srivastava (DIN: 10874166) who retires by rotation, and being eligible, offers himself for re-appointment.

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

"RESOLVED THAT Shri Praveer Kumar Srivastava (DIN: 10874166) be and is hereby re-appointed as Director of the Company liable to retire by rotation."

4. To fix remuneration of the Statutory Auditor of the Company in terms of the provisions of section 142 of the Companies Act, 2013.

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

"RESOLVED THAT pursuant to the provisions of section 142 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with Companies (Audit and Auditors) Rules, 2014 [including any statutory modification(s) or reenactment(s) thereof for the time being in force] and pursuant to the recommendation of the Board of Directors, the remuneration of M/s Jitendra Agarwal & Associates, Chartered Accountants, Lucknow appointed by the Comptroller and Auditor General of India as Statutory Auditor for the financial year 2025-26 be and is hereby fixed at Rs. 5,19,200/- (Rupees Five Lakhs Nineteen Thousand and Two Hundred only) excluding applicable taxes and out-of-pocket expenses.

RESOLVED FURTHER THAT the Board of Directors of the Company or any of the authorized Director(s)/official(s) by the Board be and are hereby severally authorized to do all such acts, deeds, matters and things as may be deemed necessary, desirable, proper or expedient for the purpose of giving effect to above resolution and for matters connected therewith or incidental thereto."

By Order of the Board
For Green Gas Limited

Sd/-

(Girija Shankar)
Managing Director
DIN- 10676061

Place: Lucknow
Date: 26/11/2025

Registered Office:

Green Gas Limited
[CIN: U23201UP2005PLC030834]
Green Gas Bhawan,

Plot No. 7/25, Sector-7,
Gomti Nagar Extension,
Lucknow-226010 (U.P.)
Website: <https://gglonline.net/>
Email: info@gglonline.net
Tel. No.: 0522-2987802

NOTES:

1. The relevant details, pursuant to SS-2 issued by the ICSI, in respect of Directors seeking appointment/reappointment at this AGM are also provided.
2. Pursuant to Ministry of Corporate Affairs ("MCA") vide its General Circular No. 03/2025 dated 22.09.2025 read with General Circular No. 20/2020 dated 05.05.2020 and other circulars issued earlier on the subject ("MCA Circulars"), members can attend and participate in the ensuing AGM through Video Conference (VC)/Other Audio-Visual Means (OAVM).

These MCA Circulars have permitted the holding of the AGM through VC/OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Act, and MCA Circulars, the AGM of the Company is being held through VC. In addition to this, the Members of the Company who wish to attend the meeting physically may do so as per the instructions provided elsewhere in this notice. The route map for reaching the Meeting venue is annexed hereto.

3. If physical attendance is rendered totally unfeasible due to any unprecedented situation/SoPs prevailing at the time of the meeting, the meeting shall be held entirely through VC/OAVM.
4. Members attending the AGM physically and through VC/OAVM shall be counted together for the purpose of reckoning the quorum under Section 103 of the Act.
5. The Notice of the AGM along with the Annual Report 2024-25 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company or Registrar and Transfer Agents (RTA)/Depositories. Members may note that the Notice and Annual Report 2024-25 will also be available on the Company's website www.gglonline.net. The Company will further continue to send all such documents by electronic mail / in electronic form, which Members may kindly note.

6. For Members attending physically: 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 and such proxy need not be a member of the company. Accordingly, facility of appointment of proxies by Members, will be available only for those who are attending the AGM physically. Attendance slip and proxy form annexed hereto. Members, attending the meeting physically are requested to bring their attendance slip to the Meeting. Proxy, in order to be effective, must be duly filled, stamped, signed, and deposited at the registered office of the company not later than 48 hours before the commencement of the meeting. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10 (ten) percent of the total paid-up share capital of the Company carrying voting rights. A member holding more than 10 (ten) percent of the total paid-up share capital of the Company carrying voting rights may appoint a single person as a proxy and such person shall not act as a proxy for any other member.

For Members attending through VC: Since this AGM is being held also through VC/OAVM pursuant to the MCA circulars, the facility for the appointment of proxies by the members who will attend the meeting through these modes will not be available.

7. The facility of joining the AGM through VC/OAVM will be opened 15 minutes before and will be opened upto 15 minutes after the scheduled start time of the AGM.
8. Representative of the members may be appointed for the purpose of participating (physical or virtual) in the meeting and necessary authorization for such representation may be forwarded to the Company, prior to the meeting.
9. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
10. The MCA has notified provisions relating to unpaid / unclaimed dividend under Sections 124 and 125 of the Companies Act, 2013 and Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016. As per these Rules, dividends which are not encashed / claimed by the shareholders for a period of seven consecutive years shall be transferred to the Investor Education and Protection Fund (IEPF) Authority. The shares in respect of such unclaimed dividends are also liable to be transferred to the Demat account of IEPF Authority. Hence, the Company urges all the shareholders to encash / claim their respective

dividend during the prescribed period. Members may correspond with the RTA /Company to claim dividends, which remain unclaimed.

11. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the Members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the Meeting. Also, the electronic copy of the relevant documents referred to in the accompanying Notice and the Statement will be made available for inspection by the Members. The Members are requested to send an email to nikitrastogi@ggloonline.net for the same. Electronic copies of the Register of Directors and Key Managerial Personnel and their shareholding, maintained under the Act, will be available for inspection by the Members at the time of the Meeting. Members seeking any information regarding the accounts or any matters to be placed at the AGM, are requested to write to the Company in advance. The same will be replied suitably.
12. The dividend payable on equity shares, if approved by the members, will be paid within 30 days of the AGM to those members whose names appear on the Company's Register of members and as per beneficial owners' position as on the date of AGM.
13. Members who have not registered their email addresses so far are requested to register their e-mail address to receive all communication, Notices, and Circulars etc. from the Company electronically. Members are requested to intimate change in email address at nikitrastogi@ggloonline.net.
14. In compliance with the MCA circulars and applicable provisions of the Companies Act, 2013 and rules made thereunder, the members will have a facility to vote on the proposed agenda matters of the Notice convening the AGM, through "Show of hands" as per section 107 of the Act, unless a demand for Poll is made by any member in accordance with section 109 of the Act. During the meeting held through VC or OAVM facility, where a poll on any items is demanded, the Members members may cast their vote through email on nikitrastogi@ggloonline.net.

INFORMATION & OTHER INSTRUCTIONS FOR MEMBERS FOR JOINING THE AGM THROUGH VC/OAVM ARE AS FOLLOWS:

The Members are requested to adhere to the following General Guidelines during the Meeting in order to ensure smooth virtual meeting:

- The Members requested to access the link (Microsoft Teams Link) sent to their respective email ids to join the meeting.

- Members/ invites are requested to join the Meeting at least 15 minutes in advance via MS Teams meeting invite, through their respective Laptops for better experience, from their home/ office location.
- Members who may like to express their views or ask questions during the AGM may send queries by writing to the Company. Further, the facility of joining AGM will be closed on expiry of 15 minutes from the schedule time of the AGM. Those Members who register themselves as speaker will only be allowed to express views / ask questions during the AGM. The Company reserves the right to restrict the number of speakers and time for each speaker depending upon the availability of time for the AGM.
- Please download the Microsoft Teams App and test the link in advance before the start of the meeting.
- Please ensure the Wi-Fi/Dongle/Hotspot/Router/ LAN etc. is up and running with good speed during the whole duration of the Meeting.
- In case of any loss of signal/drop out due to any technical glitch please re-join and confirm your presence at the earliest.
- No person other than the invited participants should have access to this e-meeting.
- At the start of the Meeting, Members are required to keep video on so that the roll call can be completed.
- The roll call will be undertaken to seek confirmation on the presence of all the Members/ Invitees/ Directors.
- The entire Meeting proceedings will be recorded.
- The Organiser shall keep all the participants on mute by default at the start of the meeting and the respective participants/ Members can unmute themselves at the time of speaking.
- Every participant shall identify himself/ herself at the time of making/ speaking on any query.
- To ensure smooth and orderly flow of the meeting, it is recommended that all questions/comments may be raised after the completion of presentation on particular agenda item.
- VC link for the AGM will be shared separately.

Members who need assistance in connection with using the technology before or during the AGM may reach out to the Company officials, as per details given below: (Help line Numbers)

1. Shri Neeraj Tripathi, Chief Manager (IT), Mobile No. +91-9794634386.
2. Shri Junaid Ahmad, Assistant Manager (IT) at 91-8527190984.



GREEN GAS LIMITED

(A Joint Venture Company of GAIL and Indian Oil)

Regd. Office: Green Gas Bhawan, Plot No. 7/25, Sector-7, Gomti Nagar Extension, Lucknow-226010 (U.P.)

Telephone: 0522-2987802, **Website:** www.gglonline.net, Email Id: info@gglonline.net

ATTENDANCE FORM

Member(s) or his/her/their proxy(ies) are requested to present this form for admission, duly signed in accordance with his/her/their specimen signature(s) registered with the Company. Please complete this Attendance Slip and hand it over at the entrance of the meeting hall.

Ledger Folio No./ Client Id*: DP Id*:	No. of Shares held :
Name of the Shareholder (First named Member/Proxy/Authorised Representative):	
Address:	
E-Mail Id:	

I hereby record my presence at the 20th Annual General Meeting of Green Gas Limited to be held on **Monday, December 22nd, 2025**, at **11.00 A.M.** at **Green Gas Bhawan, Plot No. 7/25, Sector-7, Gomti Nagar Extension, Lucknow-226010 (U.P.)**, or any adjournment thereof.

Please tick in the box.

☐ Member

☐ Proxy

Member's Signature
(in Block Letters)

Name of the Proxy

Proxy's Signature

Note: *Available for investors holding shares in electronic (demat) form.



GREEN GAS LIMITED

(A Joint Venture Company of GAIL and Indian Oil)

Regd. Office: Green Gas Bhawan, Plot No. 7/25, Sector-7, Gomti Nagar Extension, Lucknow-226010 (U.P.)

Telephone: 0522-2987802, **Website:** www.gglonline.net, Email Id: info@gglonline.net

PROXY FORM - MGT - 11

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of Member (s)	:
Registered address	:
E-mail Id	:
Folio No./ Client Id/DP ID	:

I / We, being the member(s) of shares of the above mentioned company, hereby appoint

1. Name :E-mail Id:
Address:.....
.....Signature:
or failing him/her
2. Name :E-mail Id:
Address:.....
.....Signature:
or failing him/her
3. Name :E-mail Id:
Address:.....
.....Signature:

as my / our proxy to attend and vote for me/us and on my/our behalf at the **20th Annual General Meeting** of Green Gas Limited to be held on Monday, **22nd day of December, 2025**, at **11.00 A.M.** at **Green Gas Bhawan, Plot No. 7/25, Sector-7, Gomti Nagar Extension, Lucknow-226010 (U.P.)**, and at any adjournment thereof, in respect of such resolutions as are indicated below:

Resolution No.	Resolutions
1	To receive, consider and adopt the Audited Financial Statements for the Financial Year ended 31 st March, 2025, the Board's Report, the Statutory Auditors' Report and the comments of the Comptroller & Auditor General of India thereon. (Ordinary Resolution)
2	To declare Final Dividend on the paid-up equity share capital of the Company, for the Financial Year 2024-25. (Ordinary Resolution)
3	To appoint a Director in place of Shri Praveer Kumar Srivastava (DIN: 10874166) who retires by rotation, and being eligible, offers himself for re-appointment. (Ordinary Resolution)
4	To fix remuneration of the Statutory Auditor of the Company in terms of the provisions of section 142 of the Companies Act, 2013. (Ordinary Resolution)

Signed this day of, 2025

Signature of Shareholder (s)

**Affix
Revenue
Stamp of
Re.1/-**

Signature of Proxy Holder (s)

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the registered office of the Company not less than 48 hours before the commencement of the meeting.
2. A Proxy need not be a member of the Company.

Route map showing directions to reach the venue of the 20th Annual General Meeting:

DISTANCE FROM AMOUSHI AIRPORT, LUCKNOW TO GREEN GAS BHAWAN, PLOT NO. 7/25, SECTOR-7, GOMTI NAGAR EXTENSION, LUCKNOW-226010 (U.P.)
(TOTAL DISTANCE: APPROX. 15.8 KM)

