GOCL Corporation Limited

November 24, 2026

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001

Through: BSE Listing Centre

National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra-Kurla Complex
Bandra (E), Mumbai - 400051

Through: NEAPS

Dear Sir/Madam,

Subject: Summary of Proceedings, Scrutinizer's Report and Voting Results of the meeting of the Equity Shareholders of GOCL Corporation Limited ("Company") convened pursuant to the directions of the Hon'ble National Company Law Tribunal, Amaravati Bench, held on Tuesday, November 24, 2026 at 11:00 a.m.

Ref: BSE Scrip code: 506480, NSE Scrip symbol: GOCLCORP

We refer to our letter dated October 21, 2026, vide which the Company had submitted the notice of the meeting of the Equity Shareholders of GOCL Corporation Limited to be held on Tuesday, November 24, 2026 at 11:00 a.m. pursuant to the directions of the Order dated October 08, 2026, passed by the Hon'ble National Company Law Tribunal, Amaravati Bench ('Hon'ble NCLT').

Pursuant to the Order dated October 08, 2026, 2026 in the Company Scheme Application No. CA (CAA)/2/230/AMR/2026 and IA(CA)23/2026 ('**Order**') and in compliance with Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 ('**Act**') read with Companies (Compromises, Arrangements and Amalgamations) Rules 2016 ('**CAA Rules**'), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**SEBI Listing Regulations**'), SEBI Master Circular No. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated 20 June 2023 ('SEBI Master Circular') and other applicable SEBI Circulars applicable each as amended from time to time, applicable MCA Circulars, Secretarial Standards on General Meetings as issued by the Institute of Company Secretaries of India ('SS-2'), and the observation letter(s) issued by BSE Limited on May 20, 2026 and National Stock Exchange of India Limited on May 22, 2026, the meeting of the Equity Shareholders of the Company ('**Shareholders** ') was held on Tuesday, November 24, 2026 at 11:00 a.m. (IST) through video conferencing/other audio-visual means ('**VC/OAVM**') ('**Meeting**') to approve the Scheme of Merger by Absorption of Hinduja National Power Corporation Limited with GOCL Corporation Limited and their respective shareholders ('**Scheme**').

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Voting Results of the agenda transacted at the Hon'ble NCLT convened meeting of Equity Shareholders of the Company are enclosed herewith.

The Scheme has been approved by the Shareholders of the Company with requisite majority.

In this regard, please find enclosed summary of the proceedings of the Meeting of the Equity Shareholders of the Company, as required under Regulation 30 and Part A of Schedule III of the SEBI Listing Regulations enclosed as **Annexure - A**.

(i) Results of the remote e-voting (prior to the meeting) and e-voting (during the meeting), in relation to the item of business transacted at the said Meeting, as required under Regulation 44(3) of the SEBI Listing Regulations enclosed as **Annexure – B**

(ii) The Scrutinizer's Report dated November 24, 2026, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 enclosed as **Annexure – C**.

The Meeting concluded on Tuesday, November 24, 2026 at about 11:51 a.m. (IST).

The results of voting along with the Scrutinizer's Report is available on the website of the Company at www.goclcorp.com.

We request you to kindly take the same on record.

Thanking you.

Yours faithfully,
For **GOCL Corporation Limited**

ALLADI SATYANARAYANA

Digitally signed by ALLADI SATYANARAYANA
Date: 2026.11.24 22:18:08 +05'30'

A. Satyanarayana
Company Secretary

Encl: a/a

Annexure – A

Summary of Proceedings of the Meeting of the Equity Shareholders of GOCL Corporation Limited ("Company") held pursuant to the directions of the Hon'ble National Company Law Tribunal, Amaravati Bench ("Hon'ble NCLT") on Tuesday, November 24, 2026 at 11:00 a.m. (IST)

A. Date, Time and Venue of National Company Law Tribunal convened meeting:

Pursuant to the order dated October 08, 2026 passed by the Hon'ble National Company Law Tribunal, Amaravati Bench (NCLT) in the matter of Company Scheme Application No. CA (CAA)/2/230/AMR/2026 and IA(CA)23/2026, the Meeting of the Equity Shareholders of the Company was held on November 24, 2026 at 11:00 a.m. (IST), through Video Conference (VC) / Other Audio Visual Means (OAVM). The deemed venue of the meeting was at the Palavalasa (village), Pedagantyada (Mandal), Devada Post, Steel Plant sub-office Visakhapatnam, Andhra Pradesh, 530031. The Meeting was conducted in compliance with the provisions of the Companies Act, 2013 ('**Act**'), read with the applicable general circulars issued by the Ministry of Corporate Affairs for holding general meetings through VC/OAVM, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**SEBI Listing Regulations**'), other applicable SEBI Circulars and Secretarial Standard on General Meetings as issued by the Institute of Company Secretaries of India ('**SS-2**').

B. Proceedings in brief:

Mr. H. V. Subba Rao, was appointed as the Chairperson by the Hon'ble NCLT, to preside over the Meeting.

Mr. A. Satyanarayana, Company Secretary of the Company, welcomed the Equity Shareholders to the Meeting and introduced Mr.H. V. Subba Rao, the Chairperson of the Meeting and Mr.P.M.V. Subba Rao, Practising Company Secretary, the Scrutinizer of the Meeting, duly appointed by the Hon'ble NCLT along with Board Members and other invitees of the meeting.

Along with Mr. H. V. Subba Rao, the Chairperson of the Meeting, Mr. Debabrata Sarkar, Independent Director and Chairperson of the Company, Mr. Amar Chintopanth, Independent Director and Chairperson of the Audit Committee, Mr. M. Vasudev Rao, Non - Executive, Non–Independent Director and Chairperson of the Stakeholders Relationship Committee and Mr. Ravi Jain, Whole-Time Director & Chief Financial Officer; and Mr. A. Satyanarayana, Company Secretary. Representative of Haribhakti & Co LLP, Statutory Auditors of the Company, representative of Ravi & Subramanyam Company Secretaries, Secretarial Auditor of the Company and the representatives of M/s. Crawford Bayley & Co. Advocates & Solicitors, Legal Advisors attended the Meeting.

As per the regulatory requirements, all the documents pertaining to the Scheme of Merger were available for inspection by the Equity Shareholders.

The Company Secretary informed that the Company had provided remote e-voting facility to the Equity Shareholders to exercise their voting rights on the business item transacted at the Meeting by electronic mode from Thursday, November 19, 2026 at 9:00 a.m. (IST) until Monday, November 23, 2026 at 5:00 p.m. (IST) (both days inclusive).

Mr. H. V. Subba Rao, Chairperson of the Meeting, welcomed the Shareholders and informed them that the Meeting had been convened through VC/ OAVM as per the directions of the Hon'ble NCLT, exclusively for the purpose of considering and approving the proposed Scheme of Merger by Absorption of Hinduja National Power Corporation Limited into GOCL Corporation Limited and their respective Shareholders, and that no other business of the Company would be transacted at the Meeting.

He further informed that Mr. P.M.V. Subba Rao, Practising Company Secretary, having Membership No. 4432 was appointed as the Scrutinizer by the Hon'ble NCLT to scrutinize the votes cast through remote e-voting prior to the Meeting as well as e-voting during the Meeting, in a fair and transparent manner. The Scrutinizer was also present at the Meeting.

The Chairperson called the meeting to order as requisite quorum of 51% in value of the equity share capital as directed by the Hon'ble NCLT were present as per the aforesaid NCLT order.

The Chairperson informed that (a) Notice of the Meeting, (b) Explanatory Statement under Section 102 read with Section 230 to Section 232 of the Companies Act, 2013, the rules framed thereunder, SEBI Listing Regulations, Secretarial Standards and other applicable SEBI Circulars, (c) the Scheme of Merger by Absorption and (d) other relevant documents in connection with the said Scheme and as referred to in the Notice had been dispatched to the Shareholders on October 21, 2026 through electronic means via e-mail to those shareholders whose e-mail addresses were registered with the Company/ Depository Participant(s)/ Depositories and Registrar and Transfer Agent of the Company as on September 30, 2026. In addition, the publication of the advertisements containing the details of the Meeting, sending of the Notice to the Meeting and details on e-voting were duly published in newspapers, 'Financial Express' in English language (Andhra Pradesh and Telangana editions) and 'Andhra Jyothy' in Telugu language (Andhra Pradesh and Telangana editions) on October 22, 2026 in accordance with the directions of the Hon'ble NCLT.

He further informed that the e-voting facility was also made available through remote e-voting provided by KFin Technologies Limited ("KFin / KFintech") during the Meeting for the benefit of Shareholders who were present during the Meeting who had not cast their votes earlier.

Since there was no requirement of physical attendance of Shareholders, the Chairperson informed the Shareholders that the requirement of appointing proxies was not applicable.

An audio-visual presentation was made during the meeting, displaying the significant highlights of the transferor company.

The Chairperson then invited the Equity Shareholders who had registered themselves as speakers to express their views, ask questions and seek clarifications in relation to the Scheme. The Chairperson then authorised the Management of the Company to respond to the questions / clarifications sought by the Equity Shareholders. The Equity Shareholders expressed their appreciation for the Company, while certain speaker shareholders raised a few queries regarding the Scheme of Merger by Absorption, which were satisfactorily addressed by the Management of the Company.

The following resolution set out in the Notice convening the Meeting was put up to the Shareholders for voting during the Meeting:

RESOLVED THAT *pursuant to the provisions of Sections 230 to 232 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and related circulars and notifications thereto as applicable under the Companies Act, 2013 (including any statutory modification or re-enactment or amendment thereof), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, SEBI Master Circular No. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated 20 June 2023 ('SEBI Master Circular') and other applicable SEBI Circulars, the observation letter(s) issued by BSE Limited on May 20, 2026 and National Stock Exchange Limited on May 22, 2026 and subject to the relevant provisions of any other applicable laws and all the enabling provisions of the Memorandum of Association and Articles of Association of GOCL Corporation Limited and subject to the requisite sanction of the Hon'ble National Company Law Tribunal, Amaravati Bench ('**NCLT**'), as the case may be, and subject to such other consents, approvals, sanctions and permissions being obtained from appropriate statutory/regulatory authority(ies), to the extent applicable or necessary and subject to such conditions and modifications as may be prescribed or imposed by NCLT or by any regulatory or other authorities, while granting such consents, approvals, permissions and sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as 'the Board', which term shall be deemed*

to mean and include one or more Committee(s) constituted/to be constituted by the Board or any person(s) which the Board may nominate to exercise its powers including the powers conferred by this resolution), consent of the Equity Shareholders be and is hereby accorded to the Scheme of Merger by Absorption of Hinduja National Power Corporation Limited ***('First Applicant Company' or 'Transferor Company' or 'HNPCL')*** *with GOCL Corporation Limited* ***('Second Applicant Company' or 'Transferee Company' or 'GOCL')*** *and their respective Shareholders ('**Scheme**') providing for the merger of the Transferor Company into Transferee Company with effect from April 01, 2025 ('**Appointed Date**'), as per the terms and conditions mentioned in the draft Scheme and initialed by Chairman for the purpose of identification, be and is hereby approved.*

RESOLVED FURTHER THAT *any of the Directors of the Company and Mr. A. Satyanarayana, Company Secretary, be and are hereby severally authorized to do all such acts, deeds, matters and things, as may be considered requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the amalgamation embodied in the Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or imposed by the NCLT while sanctioning the amalgamation embodied in the Scheme or by any authorities under law, or as may be required for the purpose of resolving any doubts or difficulties that may arise in giving effect to the Scheme, as may be deemed fit and proper.*

RESOLVED FURTHER THAT *the Board may delegate all or any of its powers herein conferred to any Director(s), Key Managerial Personnel(s) and/or officer(s) of the Company, to give effect to this resolution, if required, as it may in its absolute discretion deem fit, necessary or desirable, without any further approval from equity shareholders of the Company."*

The Chairperson then authorized Mr. Satyanarayana, the Company Secretary, to carry out the e-voting process during the Meeting. He further informed the Shareholders that the voting results would be disseminated on the website of the Company i.e., www.goclcorp.com and will be notified to BSE Limited and National Stock Exchange Limited within two (2) working days of the conclusion of the Meeting upon receipt of Scrutinizer's report.

The Chairperson then thanked the Shareholders for attending and participating in the Meeting. He also thanked the Board of Directors who joined the Meeting virtually.

The Chairperson and the Company Secretary concluded the meeting by expressing their gratitude and appreciation to all the Equity Shareholders for their trust and confidence in the Company.

The Instapoll e-voting facility was kept open for the next 15 minutes to enable the Shareholders to cast their vote. Upon completion of the Instapoll, the Chairperson declared the Meeting as closed.

The meeting was concluded with a vote of thanks to the Members at 11:51 A.M. (IST).

The Scrutinizer's Report was received after the conclusion of the Meeting on November 24, 2026, and as set out therein, the said resolution was declared as passed with requisite majority. Further, as per the requirement in SEBI Master Circular No. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated 20th June 2023, the Scheme was approved by the requisite majority of Public Shareholders, meaning the votes cast in favor of the Scheme by public shareholders exceeded those cast against it.

GOCL Corporation Limited

Annexure B

Voting Results of the Meeting of Equity Shareholders of GOCL Corporation Limited	
Polling Summary	
Date of the Meeting	**Tuesday, November 24, 2026**
Time of the Meeting	**11:00 a.m. (IST)**
No. of Shareholders as on the cut-off date (November 17, 2026)	**40252**
No. of Shareholders present in the meeting either in person or through proxy	
Promoters and Promoter group	**Meeting was held through VC/OAVM**
Public	
No. of Shareholders attended the meeting through Video Conferencing/ Other audio -visual means	
Promoter and Promoter group	**1**
Public	**66**

GOCL Corporation Limited

Resolution required: Special	To approve the proposed Scheme of Merger by Absorption of Hinduja National Power Corporation Limited ('Transferor Company' or 'HNPCL') with GOCL Corporation Limited ('Transferee Company' or 'GOCL' or 'Company') and their respective Shareholders under provisions of Sections 230 to 232 other applicable provisions of the Companies Act, 2013 ('Act') ('Scheme') pursuant to Order dated October 08, 2026, ('Order') issued by the Hon'ble National Company Law Tribunal, Amaravati Bench ('NCLT')							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	**Mode of Voting**	**No. of shares held (1)**	**No. of votes polled (2)**	**% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100**	**No. of Votes – in favour (4)**	**No. of Votes – against (5)**	**% of Votes in favour on votes polled (6)=[(4)/(2)]*100**	**% of Votes against on votes polled (7)=[(5)/(2)]*100**
Promoter and Promoter Group	E-Voting	3,36,22,171	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		**0**	**0.0000**	**0**	**0**	**0.0000**	**0.0000**
Public- Institutions	E-Voting	32,27,075	24,85,595	77.0232	24,85,595	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		**24,85,595**	**77.0232**	**24,85,595**	**0**	**100.0000**	**0.0000**
Public- Non Institutions	E-Voting	1,27,23,244	16,56,480	13.0193	16,52,437	4,043	99.7559	0.2440
	Poll		4,165	0.0327	4,164	1	99.9759	0.0240
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		**16,60,645**	**13.052**	**16,56,601**	**4,044**	**99.7565**	**0.2435**
	Total	**4,95,72,490**	**41,46,240**	**8.3640**	**41,42,196**	**4,044**	**99.9025**	**0.0975**

Corporate Office: URJA HEIGHTS, 2nd Floor, D. No.7-1-21/A/201, Sy No.341/1, Raj Bhavan Road, Begumpet, Hyderabad 500016.
Registered Office: Plot No. 63-66, AIE Industrial Park, Pedagantyada, Gajuwaka, Visakhapatnam - 530044, Andhra Pradesh.
CIN: L24292AP1961PLC126081 **GST No.:** 36AABCG8433B2ZW
Telephone: +91 (40) 23810671/9 **E-mail:** info@goclcorp.com **Website:** www.goclcorp.com

P.M.V. SUBBA RAO & ASSOCIATES

COMPANY SECRETARIES INSOLVENCY PROFESSIONALS

(Peer Reviewed CS Firm-C No.2142/2022)

IP CS P.M.V. Subba Rao
M.Com, MBA, LLM, FCS, PGDADR
(Regn. No. IBBI/IPA-002/IP-N00924/2019-20/13001)

IP CS Padma Priyanka Vangala
B.Com, ACS, LLB
(Regn. No. IBBI/IPA-002/IP-N00980/2020-21/13143)

To,
The Chairperson appointed by Hon'ble NCLT, Amaravati for the meeting of the Equity Shareholders
GOCL Corporation Limited
Plot No.63-66, AIE Industrial Park,
Pedagantyada, Gajuwaka village and mandal,
Visakhapatnam,
Andhra Pradesh 530044

Sub: Consolidated Scrutinizer's Report on the results of voting by the Equity Shareholders of GOCL Corporation Limited ('the Company') through remote e-voting process prior to and e-voting process during the meeting convened in accordance with the directions of the Hon'ble National Company Law Tribunal, Amaravati Bench ('Hon'ble Tribunal' or 'Hon'ble NCLT') vide Order dated October 08, 2026, in Company Scheme Application No. C.A.(CAA)/2/230/AMR/2026 and I.A.(CA)23/2026 in the matter of the Scheme of Merger by Absorption of Hinduja National Power Corporation Limited ('Transferor Company' or 'HNPCL') with GOCL Corporation Limited ('Transferee Company' or 'GOCL' or 'Company') and their respective Shareholders under provisions of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 ('Act') ('Scheme') held on Tuesday, November 24, 2026, at 11:00 a.m. IST, through video conferencing/ other audio-visual means ('Meeting').

Dear Sir,

I, P.M.V. Subba Rao, Practising Company Secretary (Membership No. 4432), have been appointed by the Hon'ble NCLT, vide its Order dated October 08, 2026, in Company Scheme C.A.(CAA)/2/230/AMR/2026 and I.A.(CA)23/2026 ('**Order**'), as the Scrutinizer for the purpose of scrutinizing the remote e-voting process prior to Meeting and e-voting process during the Meeting, in a fair and transparent manner, at the Meeting convened pursuant to the directions of Hon'ble NCLT, Amaravati provisions of Section 230 to 232 of the Companies Act, 2013 ('**Act**') read with any other applicable provisions of the Act, along with Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with the applicable general circulars issued by the Ministry of Corporate Affairs, Regulation 44 and other applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**SEBI LODR**), other applicable SEBI circulars and Secretarial Standard on General Meetings as

P.M.V. SUBBA RAO & ASSOCIATES COMPANY SECRETARIES PEER REVIEWED CS FIRM C.No:2142/2022 HYDERABAD

Empire Square, Third Floor, TF-8, Road No. 36, Near RBL Bank, Pillar No. 1612, Jubilee Hills, Hyderabad, Telangana - 500 033.
Mobile: 9866684676, 9052734747 | Email: cssubbarao@gmail.com / priyapoluri@gmail.com

issued by the Institute of Company Secretaries of India ('**SS-2**'), in each case including any statutory modifications(s), or re-enactment thereof, for the time being in force, on the resolution seeking approval of the Equity Shareholders of GOCL Corporation Limited ('Equity Shareholders') for the Scheme of Merger by Absorption of Hinduja National Power Corporation Limited ('Transferor Company') with GOCL Corporation Limited ('Transferee Company') and their respective Shareholders under provisions of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 ('Act') **('Scheme')**, in terms of the Notice dated October 19, 2026, convening the said Meeting.

I do hereby submit my report as under:

1. The Company had provided its members the facility to exercise their right to vote on the resolution proposed to be considered at the Meeting by electronic means (by using the electronic voting system provided by KFin Technologies Limited (KFin) by (i) remote e-voting prior to the Meeting; (ii) e-voting during the Meeting.

2. The voting period for the remote e-voting prior to the Meeting commenced on **Thursday, November 19, 2026 at 9:00 a.m. (IST) and ended on Monday, November 23, 2026 at 5:00 p.m. (IST).** The remote e-voting prior to the Meeting was disabled thereafter.

3. The Company had also provided e-voting facility to the Equity Shareholders present at the Meeting through video conferencing / other audio-visual means and who had not cast their votes through remote e-voting prior to the Meeting. The e-voting module during the Meeting was disabled by KFin for voting after 15 minutes of the conclusion of the Meeting.

4. The **cut-off date was November 17, 2026,** for the purpose of determining the Equity Shareholders entitled to vote through remote e-voting and e-voting conducted at the Meeting on the resolution seeking their approval.

5. As confirmed by the Company, the Notice dated October 19, 2026 convening the Meeting of the Equity Shareholders of the Company along with a copy of the Scheme and the Statement under Section 102, Sections 230 to 232 and other applicable provisions of the Act ('**Scheme**') read with Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and General Circulars No. 14/2020 dated April 08, 2020, 20/2020 dated May 05, 2020, 03/2022 dated May 05, 2022, 10/2022 dated December 28, 2022, 09/2024 dated September 19, 2024 and 03/2025 dated September 22, 2025 respectively issued by MCA, (MCA Circulars), was sent to the Equity Shareholders as on September 30, 2026 in respect of the resolution to be passed at the Meeting through electronic mode via e-mail to those Equity Shareholders whose e-mail addresses were registered with the Company/ Depositories as per details shared by the Registrar and Transfer Agent ('**RTA**') of the Company and by courier at their respective registered address to those Equity Shareholders who have not registered their email addresses as on September 30, 2026.

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COMPANY SECRETARIES
PEER REVIEWED CS FIRM
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6. Pursuant to Sections 230 to 232 of the Act and directions of Hon'ble Tribunal vide the Order, the Company had published notice of the Meeting of the Equity Shareholders of the Company in 'Financial Express' in English language (Andhra Pradesh and Telangana editions) and in 'Andhra Jyothy' in Telugu language (Andhra Pradesh and Telangana editions) on October 22, 2026.

7. The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules thereunder and the SEBI Listing Regulations relating to voting through remote e-voting prior to the Meeting and e-voting during the Meeting on the resolution contained in the Notice of Meeting of the Equity Shareholders.

8. After the closure of the voting at the Meeting, the report on the e-voting done at the Meeting and the votes cast under remote e-voting facility prior to the Meeting were unblocked and counted.

9. Thereafter, using the Scrutinizer's login on e-voting website of the KFin, the votes cast through remote e-voting and the votes casted through electronic means at the Meeting of Equity Shareholders was unblocked in the presence of No. 1 and No 2. who acted as witnesses.

   1. Mr. Venkata Siva Prasad Gutturthi 2. Mr. Sunil Kumar Kondeti

10. Total Equity Shareholders personally present-67 including 1 Equity Shareholder through its Authorized Representative during the meeting through VC/OAVM constituting to 68.09% of the total value of the eligible equity shareholders of the Company

11. After declaration of commencement of voting by the Chairperson, the Equity Shareholders present in the Meeting via VC/OAVM voted through E-voting.

12. I have scrutinized and reviewed the remote e-voting prior to the Meeting and e-voting during the Meeting and votes tendered therein based on the data downloaded from the KFin e-voting system. The downloaded data was reconciled with the records maintained by the Company's RTA and the authorisations lodged with the Company/ Company's RTA.

13. My responsibility as the Scrutinizer for the remote e-voting process prior to the Meeting and e-voting during the Meeting is restricted to scrutinizing the remote e-voting process prior to Meeting and e-voting process during the Meeting in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast 'in favour' or 'against' the Resolution and 'invalid' votes, based on the reports generated from the remote e-voting prior to the Meeting and e-voting at the Meeting provided by KFin.

14. The Resolution placed before the Equity Shareholders and the result of the voting on the same through remote e-voting prior to Meeting and e-voting process during the Meeting seeking

P.M.V. SUBBA RAO & ASSOCIATES
COMPANY SECRETARIES PEER REVIEWED CS FIRM C.No:2142/2022
HYDERABAD

approval of the Equity Shareholders of the Company are given below:

Resolution:

'**RESOLVED THAT** pursuant to the provisions of Sections 230 to 232 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and related circulars and notifications thereto as applicable under the Companies Act, 2013 (including any statutory modification or re-enactment or amendment thereof), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, SEBI Master Circular No. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated 20 June 2023 ('SEBI Master Circular') and other applicable SEBI Circulars, the observation letter(s) issued by BSE Limited on May 20, 2026 and National Stock Exchange Limited on May 22, 2026 and subject to the relevant provisions of any other applicable laws and all the enabling provisions of the Memorandum of Association and Articles of Association of GOCL Corporation Limited and subject to the requisite sanction of the Hon'ble National Company Law Tribunal, Amaravati Bench ('**NCLT**'), as the case may be, and subject to such other consents, approvals, sanctions and permissions being obtained from appropriate statutory/regulatory authority(ies), to the extent applicable or necessary and subject to such conditions and modifications as may be prescribed or imposed by NCLT or by any regulatory or other authorities, while granting such consents, approvals, permissions and sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as 'the Board', which term shall be deemed to mean and include one or more Committee(s) constituted/to be constituted by the Board or any person(s) which the Board may nominate to exercise its powers including the powers conferred by this resolution), consent of the Equity Shareholders be and is hereby accorded to the Scheme of Merger by Absorption of Hinduja National Power Corporation Limited ('**First Applicant Company**' or '**Transferor Company**' or '**HNPCL**') with GOCL Corporation Limited ('**Second Applicant Company**' or '**Transferee Company**' or '**GOCL**') and their respective Shareholders ('**Scheme**') providing for the merger of the Transferor Company into Transferee Company with effect from April 01, 2025 ('**Appointed Date**'), as per the terms and conditions mentioned in the draft Scheme and initialed by Chairman for the purpose of identification, be and is hereby approved.

RESOLVED FURTHER THAT any of the Directors of the Company and Mr. A. Satyanarayana, Company Secretary, be and are hereby severally authorized to do all such acts, deeds, matters and things, as may be considered requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the amalgamation embodied in the Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or imposed by the NCLT while sanctioning the amalgamation embodied in the Scheme or by any authorities under law, or as may be required for the purpose of resolving any doubts or difficulties that may arise in giving effect to the Scheme, as may be deemed fit and proper.

RESOLVED FURTHER THAT the Board may delegate all or any of its powers herein conferred to any Director(s), Key Managerial Personnel(s) and/or officer(s) of the Company,

P.M.V. SUBBA RAO & ASSOCIATES
COMPANY SECRETARIES PEER REVIEWED CS FIRM C.No:2142/2022
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to give effect to this resolution, if required, as it may in its absolute discretion deem fit, necessary or desirable, without any further approval from equity shareholders of the Company."

15. The results of votes cast by the public shareholders (excluding promoter & promoter group, subsidiaries and associates of the Company), as required under Part-I(A)(10)(b) of the Securities and Exchange Board of India Circular SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated 20th June 2023 (SEBI Scheme Circular), through remote e-voting prior to Meeting and e-voting process during the Meeting of the Company is as under:

(i) Voted **in favour** of the resolution:

Mode of voting	**No. of Public shareholders**	**No. of shares of public shareholders**	**% of total no. of shares of valid vote cast**
Remote E-Voting	207	4138032	99.89% (Rounded off to nearest integer)
E-Voting at the time of Meeting	06	4165	99.98% (Rounded off to nearest integer)
Total	**213**	**4142196**	**99.90% (Rounded off to nearest integer)**

(ii) Voted **against** the resolution:

Mode of voting	**No. of Public shareholders**	**No. of shares of public shareholders**	**% of total no. of shares of valid vote cast**
Remote E-Voting	05	4043	0.09% (Rounded off to nearest integer)
E-Voting at the time of Meeting	01	01	0.02% (Rounded off to nearest integer)
Total	**06**	**4044**	**0.10% (Rounded off to nearest integer)**

P.M.V. SUBBA RAO & ASSOCIATES
COMPANY SECRETARIES
PEER REVIEWED
CS FIRM
C.No:2142/2022
HYDERABAD

(iii) **Invalid** votes*:

Mode of voting	**No. of Public shareholders whose votes were invalid**	**No. of shares of invalid votes cast by public shareholders**
Remote E-Voting	01	645
E-Voting at the time of Meeting	NIL	NIL
Total	**01**	**645**

** less voted*

16. Based on the aforesaid results, the Resolution as proposed in the Notice dated October 19, 2026 of the NCLT convened meeting shall be deemed to have been approved on the date of the NCLT convened meeting of the Equity Shareholders of the Company viz., November 24, 2026 with requisite majority pursuant to Section 230(6) of the Companies Act, 2013.

17. All registers, relevant records and other incidental papers related to remote e-voting prior to the Meeting as well as e-voting during the Meeting, are handed over to the Company Secretary of the Company for safe keeping.

Thanking you,
Yours faithfully,

For P.M.V. SUBBA RAO & ASSOCIATES
COMPANY SECRETARIES
PEER REVIEWED CS FIRM C.No:2142/2022

P.M.V. SUBBA RAO
Partner
FCS-4432, COP-3374

P.M.V. SUBBA RAO & ASSOCIATES
COMPANY SECRETARIES
PEER REVIEWED
CS FIRM
C.No:2142/2022
HYDERABAD

(P.V. SUBBA RAO)

Place: Vishakhapatnam
Date : November 24, 2026
UDIN: F004432H002390574