

**GREAT EASTERN ENERGY CORPORATION LIMITED**

CIN: U48985WB1992PLC095301

Registered Office: M-10, ADDA Industrial Estate, Asansol-713 305, West Bengal, India

**NOTICE**

Notice is hereby given that the 28<sup>th</sup> Annual General Meeting (“AGM”) of the Shareholders of Great Eastern Energy Corporation Limited (“GEECL” or “the Company”) will be held on Monday, the 14<sup>th</sup> day of September, 2020 at 12.30 P.M. through Video Conferencing (“VC”) to transact the following business:

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**ORDINARY BUSINESS:**

- 1. To receive, consider, and adopt the audited financial statements of the Company as on March 31, 2020 and the Report of the Directors and Auditors thereon.**
- 2. To appoint a Director in place of Mr. Yogendra Kr. Modi (DIN: 00016666), who retires by rotation and being eligible, offers himself for re-appointment.**

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

“**RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Yogendra Kr. Modi (DIN: 00016666), who retires by rotation and eligible for re-appointment, be and hereby re-appointed as a Director of the Company.”

**SPECIAL BUSINESS:**

- 3. To approve the remuneration of Cost Auditors of the Company for the Financial Year ending March 31, 2021**

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

“**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the remuneration of Rs. 150,000 per annum (Rupees One Hundred Fifty Thousand) excluding applicable taxes and reimbursement of out of pocket expenses, at actuals, as approved by the Board of Directors of the Company, be paid to Sanjay Gupta & Associates, Cost Auditors (Firm Registration No. 000212) of the Company for conducting the audit of the cost records of the Company for the Financial Year ending March 31, 2021.

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

**4. To approve the payment of minimum remuneration to Mr. Yogendra Kr. Modi (DIN: 00016666), Executive Chairman of the Company**

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

**“RESOLVED THAT** pursuant to the provisions of Section 196, 197, 198, 203 of the Companies Act, 2013 (the Act) read with Schedule V and other applicable provisions, if any of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) or re-enactment thereof, for the time being in force) and the Articles of Association of the Company, approval of the Members of the Company be and hereby accorded for payment of minimum remuneration of Rs. 48 million per annum to Mr. Yogendra Kr. Modi (DIN: 00016666) effective from December 20, 2019 to December 19, 2022, notwithstanding that the remuneration subsequent to December 20, 2019 may already have been paid and/or the remuneration exceeds the limits prescribed in the provisions of Section 196 and 197 of the Companies Act, 2013 read with Schedule V and other applicable provisions in case of no profits/inadequate profits.

**RESOLVED FURTHER THAT** Mr. Yogendra Kr. Modi, Executive Chairman, Mr. Prashant Modi, Managing Director & CEO, Mr. Nishchint Khanna, Chief Financial Officer, and Mr. Amit Sharma, Company Secretary and Head (Legal) of the Company be and hereby severally authorized to file the necessary forms with the Registrar of Companies and to do all such acts, deeds etc. and to sign such documents as are necessary to give effect to the above resolution.”

**5. To approve the re-appointment of Mr. Prashant Modi (DIN: 00016724) as Managing Director & CEO of the Company and payment of minimum remuneration**

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

**“RESOLVED THAT** pursuant to the provisions of Section 196, 197, 198, 203 of the Companies Act, 2013 (the Act) read with Schedule V and other applicable provisions, if any of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) or re-enactment thereof, for the time being in force) and the Articles of Association of the Company, approval of the Members of the Company be and hereby accorded for re-appointment of Mr. Prashant Modi (DIN: 00016724) as Managing Director & CEO of the Company for a period of five years effective from September 22, 2020 to September 21, 2025 and payment of minimum remuneration of Rs. 45 million per annum for a period of three years effective from September 22, 2020 to September 21, 2023 notwithstanding that the remuneration may exceed the limits prescribed in the provisions of Section 196 and 197 of the Companies Act, 2013 read with Schedule V and other applicable provisions in case of no profits/inadequate profits.

**RESOLVED FURTHER THAT** Mr. Yogendra Kr. Modi, Executive Chairman, Mr. Prashant Modi, Managing Director & CEO, Mr. Nishchint Khanna, Chief Financial Officer, and Mr. Amit Sharma, Company Secretary and Head (Legal) of the Company be and hereby severally authorized to file the necessary forms with the Registrar of Companies and to do all such acts, deeds etc. and to sign such documents as are necessary to give effect to the above resolution.”

**6. To re-appoint Mr. S. Sundareshan (DIN: 01675195) as Non-Executive Independent Director**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 152 of the Companies Act, 2013 (the Act) read with Schedule IV and other applicable provisions, if any of the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. S. Sundareshan (DIN: 01675195), who holds office up to the conclusion of this Annual General Meeting, be and hereby re-appointed as Non-Executive Independent Director of the Company, not liable to retire by rotation and to hold office for a term of five consecutive years up to the conclusion of 33<sup>rd</sup> Annual General Meeting of the Company.

**RESOLVED FURTHER THAT** Mr. Yogendra Kr. Modi, Executive Chairman, Mr. Prashant Modi, Managing Director & CEO, Mr. Nishchint Khanna, Chief Financial Officer, and Mr. Amit Sharma, Company Secretary and Head (Legal) of the Company be and hereby severally authorized to file the necessary forms with the Registrar of Companies and to do all such acts, deeds etc. and to sign such documents as are necessary to give effect to the above resolution.”

**By Order of the Board  
Great Eastern Energy Corporation Ltd.**

**Date: August 11, 2020**

**Place: Gurugram**

**Amit Sharma  
Company Secretary & Head (Legal)**

## NOTES:

1. As per Ministry of Corporate Affairs (“MCA”) circular no. 20/2020 dated May 5, 2020 read with MCA circular no. 14/2020 dated April 8, 2020 and MCA circular no. 17/2020 dated April 13, 2020 appointment of proxy by a Shareholder under section 105 of the Companies Act, 2013 (“the Act”) is not allowed. However, in pursuance of section 113 of the Act, representatives of the Shareholders may be appointed for the purpose of voting through remote e-voting or for participation and voting in the AGM held through Video Conferencing (“VC”) or other audio-visual means.
2. The Explanatory Statement pursuant to Section 102 of the Act in respect of the special business is annexed hereto.
3. The information as required by Secretarial Standard-2 issued by The Institute of Company Secretaries of India in respect of the Directors being re-appointed is given in the Annexure-2 to the Notice.
4. Corporate Shareholders intending to attend the AGM through their Authorized Representative(s) are requested to send duly certified copy of the Board Resolution authorizing such representative(s) to attend and vote at the AGM at the email id: [asharma3@geecl.com](mailto:asharma3@geecl.com)
5. Shareholders intending to attend the AGM are requested to send the duly filled out Attendance Slip (annexed herewith) at the email id: [asharma3@geecl.com](mailto:asharma3@geecl.com)
6. The relevant documents referred to in the accompanying Notice of AGM and in the Explanatory Statement are open for inspection by the Shareholders of the Company at the Registered Office on all working days (except Saturdays, Sundays, and Public Holidays) between 10:00 A.M. to 12:00 P.M. upto the date of this AGM.
7. As per MCA circular no. 20/2020 dated May 5, 2020 read with MCA circular no. 14/2020 dated April 8, 2020 and MCA circular no. 17/2020 dated April 13, 2020 AGM can be done through VC. To attend the AGM through VC via Microsoft Teams, the AGM VC link will be forwarded separately to all Shareholders in advance of the AGM.
8. Shareholders are requested to download Microsoft Teams available at the following link: <https://www.microsoft.com/en-in/microsoft-365/microsoft-teams/download-app>
9. Please send your Voting Card (annexed herewith) at the email id: [asharma3@geecl.com](mailto:asharma3@geecl.com)
10. For any query related to the AGM, the Shareholders can contact Mr. Amit Sharma, Company Secretary & Head (Legal), at +91-97176-29994 and/or at the email id: [asharma3@geecl.com](mailto:asharma3@geecl.com)

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

**Item No. 3**

The Board of Directors in their meeting held on June 1, 2020, on the recommendation of the Audit Committee, have approved the re-appointment of Sanjay Gupta & Associates, Cost Auditors to conduct the audit of the cost records of the Company for the Financial Year ending March 31, 2021.

In accordance with the provisions of Section 148 of the Act, read with the Companies (Audit and Auditors) Rules, 2014, the proposal for payment of remuneration of Rs. 150,000 (Rupees One Hundred Fifty Thousand) excluding applicable taxes and reimbursement of out of pocket expenses, at actuals for the Financial Year ending March 31, 2021, to the Cost Auditors is placed for approval by the Shareholders of the Company.

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

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

**Item No. 4**

The Board of Directors of the Company at its meeting held on August 21, 2019 accorded its approval for re-appointment of Mr. Yogendra Kr. Modi (DIN: 00016666) as the Executive Chairman of the Company for a period of five years effective from December 20, 2019 to December 19, 2024 and payment of minimum remuneration of Rs. 48 million per annum for a period of three years effective from December 20, 2019 to December 19, 2022. The Shareholders of the Company in the Annual General Meeting held on September 17, 2019 had approved the said re-appointment and payment of minimum remuneration of Rs. 48 million per annum to Mr. Yogendra Kr. Modi by way of passing of a Special Resolution. Since a minimum remuneration was decided upon and approved thereafter, it was always the intent of the Company to pay this minimum remuneration to Mr. Yogendra Kr. Modi.

In order to clarify this, the Nomination & Remuneration Committee in its meeting held on June 1, 2020 and further the Board of Directors of the Company in their meeting held on June 1, 2020 accorded its approval that Mr. Yogendra Kr. Modi be entitled to payment of minimum remuneration of Rs. 48 million per annum for a period of three years effective from December 20, 2019 to December 19, 2022 even in the event of inadequacy or absence of profits notwithstanding the fact that the remuneration subsequent to December 20, 2019 may already have been paid and/or the remuneration exceeds the limits prescribed under Section 196 and 197 of the Act, read with Schedule V and other applicable provisions.

It is proposed to seek Shareholders' approval by way of passing a Special Resolution for the payment of minimum remuneration to Mr. Yogendra Kr. Modi, notwithstanding an event of inadequacy or absence of profits.

None of the Directors or key managerial personnel of the Company or their relatives except Mr. Yogendra Kr. Modi and Mr. Prashant Modi are, in any way, concerned or interested in the proposed resolution.

The Information as required by Section II (B) (iv) of Part-II of Schedule V of the Act, is given in the Annexure-1 to the Notice.

The Information as required by Secretarial Standard-2 issued by **The Institute of Company Secretaries of India** is given in the Annexure-2 to the Notice.

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

#### **Item No. 5**

The Board of Directors of the Company at its meeting held on September 22, 2015 appointed Mr. Prashant Modi (DIN: 00016724) as Managing Director & CEO of the Company for a period of five years commencing from September 22, 2015. The Shareholders of the Company in the Annual General Meeting held on September 18, 2018 had approved the payment of minimum remuneration of Rs. 45 million per annum for the period from April 1, 2018 to September 21, 2020 to Mr. Prashant Modi.

The tenure of Mr. Prashant Modi is expiring on September 21, 2020. The Nomination & Remuneration Committee in its meeting held on June 1, 2020 and further the Board of Directors of the Company in their meeting held on June 1, 2020 approved the re-appointment of Mr. Prashant Modi as Managing Director & CEO of the Company, whose office will be liable to determination by retirement by rotation, for a period of five years effective from September 22, 2020 to September 21, 2025 at a minimum remuneration of Rs. 45 million per annum (same as before) for a period of three years effective from September 22, 2020 to September 21, 2023 even in the event of inadequacy or absence of profits notwithstanding the fact that it may exceed the limits prescribed under Section 196 and 197 of the Act, read with Schedule V and other applicable provisions.

It is proposed to seek Shareholders' approval by way of passing a Special Resolution for the re-appointment of Mr. Prashant Modi as Managing Director & CEO of the Company and payment of minimum remuneration to him, notwithstanding an event of inadequacy or absence of profits, in terms of the applicable provisions of the Act.

None of the Directors or key managerial personnel of the Company or their relatives except Mr. Yogendra Kr. Modi and Mr. Prashant Modi are, in any way, concerned or interested in the proposed resolution.

The Information as required by Section II (B) (iv) of Part-II of Schedule V of the Act, is given in the Annexure-1 to the Notice.

The Information as required by Secretarial Standard-2 issued by **The Institute of Company Secretaries of India** is given in the Annexure-2 to the Notice.

The Board recommends the Special Resolution set out at item no. 5 of the notice for your approval.

#### **Item No. 6**

Mr. S. Sundareshan (DIN: 01675195) was appointed as a Non-Executive Independent Director of the Company by the Shareholders at the 23<sup>rd</sup> Annual General Meeting of the Company held on August 26, 2015 for a period of five consecutive years for a term up to the conclusion of 28<sup>th</sup> Annual General Meeting in the calendar year 2020.

Mr. S. Sundareshan is having deep knowledge and expertise of various nuances of the Company's business and the regulatory framework in which the Company operates.

The Nomination & Remuneration Committee in its meeting held on June 1, 2020 and further the Board of Directors of the Company in their meeting held on June 1, 2020 approved the re-appointment of Mr. S. Sundareshan as a Non-Executive Independent Director of the Company, not liable to retire by rotation and to hold office for a term of five consecutive years up to the conclusion of 33<sup>rd</sup> Annual General Meeting of the Company.

The Company has received a declaration from Mr. S. Sundareshan that he meets the criteria of independence as prescribed under sub-section (6) of Section 149 of the Act.

It is proposed to seek Shareholders' approval by way of passing a Special Resolution for the re-appointment of Mr. S. Sundareshan as a Non-Executive Independent Director of the Company, in terms of the applicable provisions of the Act.

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

The Information as required by Secretarial Standard-2 issued by **The Institute of Company Secretaries of India** is given in the Annexure-2 to the Notice.

The Board recommends the Special Resolution set out at item no. 6 of the notice for your approval.

**By Order of the Board  
Great Eastern Energy Corporation Ltd.**

**Date: August 11, 2020**

**Place: Gurugram**

**Amit Sharma  
Company Secretary & Head (Legal)**

**STATEMENT PURSUANT TO THE PROVISIONS OF SECTION II (B) (IV) OF PART II OF SCHEDULE V OF THE ACT, IN RESPECT OF ITEM NOS. 4 AND 5 OF THE NOTICE**

**I. General Information:**

**1. Nature of Industry:**

GEECL is a fully integrated gas production, development, and exploration Company in India. Gas is being produced from the Raniganj (South) block in West Bengal, which covers 210 sq. km. with 9.25 TCF of Original Gas-in-Place.

The Company's second license is the Mannargudi block in Tamil Nadu, which covers 667 sq. km. with 0.98 TCF of Original Gas-in-Place. The block is currently under Arbitration with the Government.

**2. Date of commencement of commercial production:**

July 14, 2007

**3. Financial Performance based on given indicators:**

*(Rs. in million)*

<b>Particulars</b>	<b>Financial Year 2017-18 (Actual)</b>	<b>Financial Year 2018-19 (Actual)</b>	<b>Financial Year 2019-20 (Actual)</b>
Revenue (including other income)	2,503.68	2,890.51	2,596.74
Revenue recognized from security deposit received earlier	-	231.68	-
<b>Total Revenue</b>	<b>2,503.68</b>	<b>3,122.19</b>	<b>2,596.74</b>
Expenditure (including interest, depreciation and impact of foreign exchange)	2,307.37	2,181.44	2,136.89
Profit before Tax	196.31	940.75	459.85
Profit after Tax	64.36	574.39	642.43

**4. Foreign investments or collaborations, if any:**

The Company has not entered into any foreign collaboration. As per the shareholding pattern as on March 31, 2020, Deutsche Bank Trust Company Americas holds 43,193,995 equity shares against which Depository Receipts have been issued i.e. 72.52% of the total paid up share capital of the Company.

**II. Information about the appointee Directors:**

**A. Mr. Yogendra Kr. Modi, Executive Chairman**

**1. Background Details:**

Mr. Yogendra Kr. Modi is the founder of the Company and has been associated with it since its incorporation in 1992. He holds a bachelor's degree in textile engineering from the University of Punjab. He has



collaborated with world leaders in technology and contributed to the economic development of India for nearly five decades. He has conceived, implemented, and operated several large projects in the areas of industrial chemicals, cement, textiles, electronics, and auto components. He was a Member of the Dean's Council at the John F. Kennedy School of Government, Harvard University, USA.

## **2. Past Remuneration:**

Rs. 48 million per annum

## **3. Recognition or awards:**

- Past President, Federation of Indian Chambers of Commerce and Industry (“FICCI”)
- Member of National Executive Committee, FICCI
- Member of Standing Advisory Committee, FICCI
- Chairman – Economic & Public Policy Council, FICCI
- Past Member of Executive Board of International Chamber of Commerce (“ICC”), Paris
- Past Member of ICC CEO Forum, ICC Paris
- Past President, ICC India
- Past Member of Governing Body, International Labour Organization
- Past Board Member of Management, International Organisation of Employers
- Past Vice Chairman, Confederation of Asia Pacific Employers

## **4. Job Profile and his suitability:**

Mr. Yogendra Kr. Modi is the founder of the Company and has been associated with it since its incorporation in 1992. Mr. Modi has, experience of over 50 years, collaborated with world leaders and has conceived, implemented, and operated several large projects. Due to his visionary outlook the Company was the first to embark to explore for Coal Bed Methane (“CBM”) in India. His performance can be well drawn/ascertained from the fact that in spite of adverse market conditions and other factors, the performance of the Company is satisfactory.

## **5. Remuneration Proposed:**

Based on the recommendation of the Nomination & Remuneration Committee, the Board of Directors of the Company, subject to the approval of the Shareholders of the Company, has recommended remuneration of the Executive Chairman of the Company as per the details mentioned in the resolution.

## **6. Comparative remuneration profile with respect to industry, size of the Company, profile of the position, and person:**

Taking into consideration the size of the Company, the profile, knowledge, skills, and responsibilities shouldered by Mr. Yogendra Kr. Modi, and also after perusing remuneration of managerial persons prevalent in the industry and other companies comparable with the size of the Company, the remuneration proposed to be paid is commensurate with the remuneration packages prevalent in the Industry.

**7. Pecuniary relationship directly or indirectly with the Company or relationship with the Managerial Personnel, if any:**

Mr. Yogendra Kr. Modi is the Executive Chairman and father of the Managing Director & CEO, Mr. Prashant Modi.

**B. Mr. Prashant Modi, Managing Director & CEO**

**1. Background Details:**

Mr. Prashant Modi is associated with the Company since 1996. He is responsible for day-to-day operations of the Company and supervised Company's efforts in relation to the listing of Company's GDRs at the Alternate Investment Market in the London Stock Exchange in 2005 and 2006, and thereafter shifting them to the main Board of the London Stock Exchange in May 2010. He has received a degree in Bachelor of Science in Business Administration from Boston University, USA with a major in finance. He has also undertaken executive education courses from Harvard Business School, USA, one in finance and another on launching new ventures.

Prior to joining the Y.K. Modi Group, he worked with ANZ Bank, London and Qualcomm Inc, San Diego, USA

**2. Past Remuneration:**

Rs. 45 million per annum

**3. Recognition or awards:**

He is a Member of the following prestigious National and International bodies:

- National Executive Committee of the Federation of Indian Chamber of Commerce and Industry (“FICCI”)
- Environment Task Force Committee, FICCI
- Co-Chair of the Committee on Hydrocarbons, FICCI
- Commission on Environment and Energy, International Chamber of Commerce, Paris (“ICC”)
- Task Force of Energy, ICC
- Past President, ICC India
- Europe One Chapter, Young Presidents Organisation

**4. Job Profile and his suitability:**

Mr. Prashant Modi has been associated with the Company since 1996. He spearheaded the listing of the Company on the London Stock Exchange and also made it the first commercial producer of CBM in India. He is highly experienced and controls the affairs of the Company as a whole. He has successfully and in a sustained way contributed significantly towards growth in the performance of the Company.

## **5. Remuneration Proposed:**

Based on the recommendation of the Nomination & Remuneration Committee, the Board of Directors of the Company, subject to the approval of the Shareholders of the Company, has recommended remuneration of the Managing Director & CEO of the Company as per the details mentioned in the resolution.

## **6. Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person:**

Taking into consideration the size of the Company, the profile, knowledge, skills, and responsibilities shouldered by Mr. Prashant Modi, and also after perusing remuneration of managerial persons prevalent in the industry and other companies comparable with the size of the Company, the remuneration proposed to be paid is commensurate with the remuneration packages prevalent in the Industry.

## **7. Pecuniary relationship directly or indirectly with the Company or relationship with the Managerial Personnel, if any:**

Mr. Prashant Modi is the Managing Director & CEO and the son of the Executive Chairman, Mr. Yogendra Kr. Modi.

## **III. Other Information:**

### **1. Reasons for loss or inadequate profits:**

The Company continues to earn profit. Despite a slowdown in the growth rate of the Indian economy, revenue and sales volume have largely remained resilient. Due to COVID-19, there would be an adverse impact on sales.

### **2. Steps taken or proposed to be taken for improvement:**

During the year, the Company has taken appropriate measures to optimize costs and increase efficiencies. The Company further intends to increase its production and sales to drive the future growth.

### **3. Expected increase in productivity and profits in measurable terms:**

Looking at past performance and efforts being made during the year, the Company is expecting to do well in the forthcoming years.

## Information as required by Secretarial Standard-2

Name of Director	Mr. Yogendra Kr. Modi
Date of birth and age	January 10, 1948 and 72 Years
Date of first appointment on the Board	May 29, 1992
Directors Identification Number	00016666
Qualification	Bachelor's degree in textile engineering from the University of Punjab
Terms and conditions including remuneration sought to be paid	As per details mentioned in the resolution.
Experience/Expertise in Specific Functional Area	He is the founder of the Company and has been associated with it since its incorporation in 1992. He has collaborated with world leaders in technology and contributed to the economic development of India for nearly five decades. He has conceived, implemented, and operated several large projects in the areas of industrial chemicals, cement, textiles, electronics, and auto components. He was a Member of the Dean's Council at the John F. Kennedy School of Government, Harvard University, USA.
Directorship held in other Companies	<ol style="list-style-type: none"> <li>1. YKM Holdings Private Limited</li> <li>2. Modi Telecommunications Limited</li> <li>3. YKM Holdings International Limited</li> <li>4. Arham Assets Private Limited</li> </ol>
Membership/Chairmanship of other Companies	<ol style="list-style-type: none"> <li>1. Past President, Federation of Indian Chambers of Commerce and Industry ("FICCI")</li> <li>2. Member of National Executive Committee, FICCI</li> <li>3. Member of Standing Advisory Committee, FICCI</li> <li>4. Chairman – Economic &amp; Public Policy Council, FICCI</li> <li>5. Past Member of Executive Board of International Chamber of Commerce ("ICC"), Paris</li> <li>6. Past Member of ICC CEO Forum, ICC Paris</li> <li>7. Past President, ICC India</li> <li>8. Past Member of Governing Body, International Labour Organization</li> <li>9. Past Board Member of Management, International Organisation of Employers</li> <li>10. Past Vice Chairman, Confederation of Asia Pacific Employers</li> </ol>
The number of meetings of the Board attended	Four
Remuneration last drawn	Rs. 48 million per annum
Relationship with other Directors, Manager and other key managerial personnel of the Company	Father of Mr. Prashant Modi, Managing Director & CEO
Shareholding in the Company	10 Equity Shares of Rs. 10 each

Name of Director	Mr. Prashant Modi
Date of birth and age	May 31, 1973 and 47 Years
Date of first appointment on the Board	September 22, 2015
Directors Identification Number	00016724
Qualification	Bachelor of Science in Business Administration from Boston University, USA with a major in finance. He has also undertaken executive education courses from Harvard Business School, USA, one in finance and another on launching new ventures.
Terms and conditions including remuneration sought to be paid	As per details mentioned in the resolution.
Experience/Expertise in Specific Functional Area	He has been associated with the Company since 1996. He is responsible for day-to-day operations of the Company and supervised Company's efforts in relation to the listing of Company's GDRs at the Alternate Investment Market in the London Stock Exchange in 2005 and 2006, and thereafter shifting them to the main board of the London Stock Exchange in May 2010.
Directorship held in other Companies	<ol style="list-style-type: none"> <li>1. YKM Holdings Private Limited</li> <li>2. Modi Telecommunications Limited</li> <li>3. YKM Holdings International Limited</li> <li>4. Arham Assets Private Limited</li> </ol>
Membership/Chairmanship of other Companies	<ol style="list-style-type: none"> <li>1. Member of National Executive Committee of the Federation of Indian Chamber of Commerce and Industry ("FICCI")</li> <li>2. Member of Environment Task Force Committee, FICCI</li> <li>3. Co-Chair of the Committee on Hydrocarbon, FICCI</li> <li>4. Member of Commission on Environment and Energy, International Chamber of Commerce, Paris ("ICC")</li> <li>5. Member of Task Force of Energy, ICC</li> <li>6. Past President, ICC India</li> <li>7. Member of Europe One Chapter, Young Presidents Organisation</li> </ol>
The number of meetings of the Board attended during the year	Four
Remuneration last drawn	Rs. 45 million
Relationship with other Directors, Manager and other key managerial personnel of the Company	Son of Mr. Yogendra Kr. Modi, Executive Chairman
Shareholding in the Company	10 Equity Shares of Rs. 10 each

Name of Director	Mr. S. Sundareshan
Date of birth and age	October 28, 1952 and 67 Years
Date of first appointment on the Board	January 10, 2015
Directors Identification Number	01675195
Qualification	He obtained a Master's degree in arts from Mumbai University and holds a MBA from University of Leeds, United Kingdom
Experience/Expertise in Specific Functional Area	<p>He joined the Indian Administrative Services in 1976 and belonged to the Kerala Cadre. He served as Secretary in the Ministry of Petroleum and Natural Gas, and the Ministry of Heavy Industries and Public Enterprises. He was a Member on the Board of Oil and Natural Gas Corporation Ltd., GAIL India Ltd., Indian Oil Corporation Ltd., and the Chairman of Petronet LNG Ltd.</p> <p>He has held several other senior and prominent positions in the Government of India and in the State Government of Kerala.</p>
Directorship held in other Companies	<ol style="list-style-type: none"> <li>1. Patspin India Limited</li> <li>2. GTN Textiles Limited</li> <li>3. Krishnapatnam Port Company Limited</li> <li>4. Tide Water Oil Co. India Limited</li> <li>5. Indian Clearing Corporation Limited</li> <li>6. Price Thomas holdings Limited</li> </ol>
Membership/Chairmanship of other Companies	NA
The number of meetings of the Board attended	Four
Remuneration last drawn	NA
Relationship with other Directors, Manager and other key managerial personnel of the Company	NA
Shareholding in the Company	Nil

**ATTENDANCE SLIP**

**GREAT EASTERN ENERGY CORPORATION LIMITED**

CIN: U48985WB1992PLC095301

Registered Office: M-10, ADDA Industrial Estate, Asansol-713 305, West Bengal, India

Shareholders attending the AGM are requested to fill this slip and send the same at the email id: [asharma3@geecl.com](mailto:asharma3@geecl.com)

<b>Name of Shareholder</b>	
<b>Folio/Client Id</b>	
<b>DP Id</b>	
<b>No. of Shares held</b>	

I hereby record my presence at the 28<sup>th</sup> Annual General Meeting of Great Eastern Energy Corporation Limited held on Monday, the 14<sup>th</sup> day of September, 2020 at 12.30 P.M. through Video Conferencing.

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(Signature)

**GREAT EASTERN ENERGY CORPORATION LIMITED**

**VOTING CARD**

<b>Name of Shareholder</b>	
<b>Folio/Client Id</b>	
<b>DP Id</b>	
<b>No. of Shares held</b>	

<b>Item No.</b>	<b>Issues to be considered</b>	<b>Voting Results</b>	
		<b>FOR</b>	<b>AGAINST</b>
	<b>Description</b>		
<b>Ordinary Business</b>			
1	To receive, consider, and adopt the audited financial statements of the Company as on March 31, 2020 and the Report of the Directors and Auditors thereon.		
2	To appoint a Director in place of Mr. Yogendra Kr. Modi (DIN: 00016666), who retires by rotation and being eligible, offers himself for re-appointment.		
<b>Special Business</b>			
3	To approve the remuneration of Cost Auditors of the Company for the Financial Year ending March 31, 2021.		
4	To approve the payment of minimum remuneration to Mr. Yogendra Kr. Modi (DIN: 00016666), Executive Chairman of the Company.		
5	To approve the re-appointment of Mr. Prashant Modi (DIN: 00016724) as Managing Director & CEO of the Company and payment of minimum remuneration.		
6	To re-appoint Mr. S. Sundareshan (DIN: 01675195) as Non-Executive Independent Director.		

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(Signature)

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(Date)