



G. K. CONSULTANTS LIMITED

PROJECT CONSULTANTS-CONCEPT TO COMMISSIONING
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GKCL: SE:2025-26

May 30, 2025

To,
Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001
Scrip Code: 531758

Sub: Outcome of the Board Meeting pursuant to Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Pursuant to the provisions of Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, this is to inform you that Board of Directors in their Board Meeting held on today i. e. Friday, 30th day of May, 2025 (Commenced at 03.30 p.m. and concluded at 7:55 p.m.) has transacted inter alia following business:

- 1) The company did not receive the Audit Report from the Statutory Auditors of the company and hence the audited financial results for the fourth quarter and year ended 31st March, 2025 and the audited financial statements could not be approved by the Board.
- 2) The proposal to amend the Memorandum of Association (MOA) of the Company to incorporate the activity of “providing loans against gold and gold ornaments” and “providing loans and financing for the purchase of vehicles including two-wheelers, four-wheelers, commercial and passenger vehicles” as part of the main objects (Clause III(A)) of the Company subject to the approval of shareholders and other statutory/regulatory approvals, as may be applicable. Further, aligning the MOA and AOA with the Companies Act, 2013.
- 3) Appointment of M/s Ayesha Gupta & Co., Practicing Company Secretaries, having Firm Registration No. 019766C, as Internal Auditor of the Company for the Financial Year 2025–26, to conduct the internal audit pursuant to the provisions of Section 138 of the Companies Act, 2013 and applicable rules thereunder.

Disclosures required under Regulation 30 read with Schedule III of the SEBI Listing Regulations and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are provided in **Annexure II**.

- 4) The Board on the recommendation of Audit Committee approved the appointment of M/s. G Rishabh & Co. Practising Company Secretaries (Firm Registration No. 71497), as the Secretarial Auditor of the Company for a term of 5 (five) consecutive financial years commencing from the financial year 2025-2026 to 2029-2030, subject to the approval of the shareholders at the ensuing Annual General Meeting.

Disclosures required under Regulation 30 read with Schedule III of the SEBI Listing Regulations and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are provided in **Annexure III**.

- 5) The redesignation of Ms. Saroj Gupta, who was earlier serving as the Chief Financial Officer (CFO) of the Company, now as the Managing Director, with effect from May 30, 2025, subject to the approval of shareholders and such other approvals as may be required.

Disclosures required under Regulation 30 read with Schedule III of the SEBI Listing Regulations and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are provided in **Annexure IV**.

- 6) The appointment of Mr. Pardeep Kumar Misra as Executive Director of the Company, for a period of 3 (three) years, with effect from May 30, 2025, subject to approval of shareholders and such other approvals as may be required.

Disclosures required under Regulation 30 read with Schedule III of the SEBI Listing Regulations and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are provided in **Annexure V**.

- 7) Reconstituted the following Committees of the Board due to the above appointments and in compliance with applicable regulatory provisions:

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholders Relationship Committee

The details regarding the composition of each Committee post-reconstitution are as follows:

AUDIT COMMITTEE

Present Composition			Proposed Composition		
Name of Committee members	Category	Designation	Name of Committee members	Category	Designation
Nitin Batri	Non-Executive Independent Director	Chairman	Nitin Batri	Non-Executive Independent Director	Chairman
Geeta Hans	Non-Executive	Member	Yash Saraswat	Non-Executive	Member

	Independent Director			Independent Director	
Divya Malini Gupta	Managing Director	Member	Saroj Gupta	Managing Director	Member

NOMINATION AND REMUNERATION COMMITTEE

Present Composition			Proposed Composition		
Name of Committee members	Category	Designation	Name of Committee members	Category	Designation
Yash Saraswat	Non-Executive Independent Director	Chairman	Yash Saraswat	Independent Director	Chairman
Geeta Hans	Non-Executive Independent Director	Member	Bakshish Gupta	Non-Executive Non-Independent Director	Member
Nitin Batri	Non-Executive Independent Director	Member	Nitin Batri	Independent Director	Member

STAKEHOLDER RELATIONSHIP COMMITTEE

Present Composition			Proposed Composition		
Name of Committee members	Category	Designation	Name of Committee members	Category	Designation
Geeta Hans	Non-Executive Independent Director	Chairman	Yash Saraswat	Independent Director	Chairman
Divya Malini Gupta	Managing Director	Member	Saroj Gupta	Managing Director	Member
Nitin Batri	Non-Executive	Member	Nitin Batri	Independent Director	Member

	Independent Director				
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SHARE ALLOTMENT AND TRANSFER COMMITTEE

Present Composition			Proposed Composition		
Name of Committee members	Category	Designation	Name of Committee members	Category	Designation
Bakhshish Gupta	Non-Executive Non-Independent Director	Chairman	Pradeep Kumar Misra	Executive Director	Chairman
Divya Malini Gupta	Managing Director	Member	Saroj Gupta	Managing Director	Member

- 8) The Board on the recommendation of Audit Committee has approved the appointment of M/s. Punam Kumar Gupta & Associates, Chartered Accountants (Firm Registration No. 013416N), as the Statutory Auditors of the Company for the period of 5 (five) consecutive years, from the conclusion ensuing AGM until the conclusion of AGM to be held for the financial year 2029-2030, subject to the approval of the shareholders at the ensuing Annual General Meeting (AGM).

Disclosures required under Regulation 30 read with Schedule III of the SEBI Listing Regulations and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are provided in **Annexure VI**.

- 9) The Board has accepted the resignation of Mrs. Divya Malini Gupta (DIN: 00006225), Managing Director of the Company, with effect from close of business hours on May 30, 2025, who has resigned on account of other pre-Occupation.

Disclosures required under Regulation 30 read with Schedule III of the SEBI Listing Regulations and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are provided in **Annexure VII**.

- 10) The Board has accepted the resignation of Mrs. Geeta Hans (DIN: 01261160), Independent Director of the Company, with effect from close of business hours on May 30, 2025, who has resigned on account of personal reason.

Disclosures required under Regulation 30 read with Schedule III of the SEBI Listing Regulations and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are provided in **Annexure VIII**.

- 11) The Board has approved the shifting of the Registered Office of the Company from: 302, G K House, 187A Sant Nagar, East Of Kailash, New Delhi-110065 to Plot No. 17, Road No. 35 Ground Floor Punjabi Bagh, Delhi-110026, within the local limits of the same city,

town, or village, pursuant to Section 12 and other applicable provisions of the Companies Act, 2013, and subject to the necessary filings with the Registrar of Companies.

Kindly take the same on your record and acknowledge.

**THANKING YOU,
YOURS TRULY,**

FOR G. K. CONSULTANTS LIMITED

**KHUSHAMBI
COMPANY SECRETARY
AND COMPLIANCE OFFICER**

**DATE: 30.05.2025
PLACE: NEW DELHI**

Annexure II

Particulars	Details
Name of the Auditor appointed	M/s. Ayesha Gupta & Co., Chartered Accountants
Reason for change	Appointment
Date and term of appointment	May 30, 2025
Brief profile	<p>CA Ayesha Gupta has extensive experience in the audit and assurance domain, with specialization in conducting statutory audits of large, medium, and small companies and other entities in both the public and private sectors. She also has substantial experience in auditing nationalized banks.</p> <p>The firm, under her leadership, has established a strong reputation for delivering quality professional services with integrity and competence.</p> <p>Audits and Management Services to Corporates: Ayesha Gupta & Co. has been providing comprehensive management consultancy and audit services to a wide range of reputed clients, including:</p> <ul style="list-style-type: none"> • Public Limited Companies • Private Limited Companies • Government and Semi-Government Bodies • Nationalized Banks • Other Corporate Bodies <p>The firm undertakes the following key assignments:</p> <ul style="list-style-type: none"> • Statutory Audits • Internal Audits • Tax Audits • Bank Audits • Management and Financial Consultancy • Corporate Law Advisory • Secretarial Compliances

Annexure III

Particulars	Details
Name of Secretarial Auditor	M/s G Rishabh & Co.
Reason for Change	Appointment
Date of appointment:	May 30, 2025
Brief profile	<p>M/s G Rishabh & Co. is a prominent proprietorship firm, led by Rishabh Gupta, the owner and principal consultant. With extensive experience in various aspects of corporate services, the firm specializes in:</p> <ul style="list-style-type: none">• Compliance Management• Corporate Governance• Corporate Secretarial Functions• Formation & Incorporation Services• Advisory Services <p>Rishabh Gupta's expertise enables the firm to provide tailored solutions to meet the specific needs of businesses, ensuring compliance and governance best practices are upheld.</p>

Annexure VI

S.No.	Particulars	Disclosure
1	Designation	Managing Director
2	Reason for Change	Appointment
3	Date of Appointment	May 30, 2025
4	Brief Profile	<p>Mrs. Saroj Gupta is an accomplished financial market professional with over 15 years of experience in stock broking and investment advisory. Holding a Bachelor of Arts degree, she has developed deep expertise in equity trading, client portfolio management, and market analysis. Her strong understanding of market dynamics and commitment to delivering value-driven solutions have earned her the trust of a broad base of investors.</p> <p>Throughout her career, Mrs. Gupta has demonstrated exceptional skills in identifying growth opportunities, managing risk, and providing personalized financial strategies. Her dedication to ethical practices and continuous learning makes her a respected figure in the financial services industry.</p>
5	Disclosure of relationships between directors	Mrs. Saroj Gupta is the mother of Mr. Bakhshish Gupta

Annexure V

S.No.	Particulars	Disclosure
1	Designation	Executive Director cum Chief Financial Officer
2	Reason for Change	Appointment
3	Date of Appointment	May 30, 2025
4	Brief Profile	<p>Pradeep Kumar Misra had a successful career in Bank of Baroda, where he served from 1982 to 2018, contributing over 36 years of experience in the banking sector. Throughout his career, he worked in various roles that involved financial management, customer service, and leadership. His expertise helped improve operational efficiencies and enhance client relationships, making him a respected professional within the banking community.</p> <p>Post-Retirement Engagement:</p> <p>Following his retirement in 2018, Mr. Mishra shifted his focus to social service, dedicating his time and resources to community development. His efforts primarily center around education, healthcare, and the upliftment of underprivileged communities. His work highlights a strong commitment to creating social impact and improving the lives of others.</p> <p>His educational qualification in Master in administration and masters in tourism and administration.</p>
5	Disclosure of relationships between directors	NA

Annexure VI

Particulars	Details
Name of the Auditor appointed	Punam Kumar Gupta & Associates
Reason for change	Appointment
Date of appointment/term	May 30, 2025
Brief profile of Auditor	<p>M/s Punam Kumar Gupta & Associates is a reputed partnership firm, established in 1986, with its registered office in Delhi. The firm is led by five experienced partners: Megha Aggarwal, Ankush Jain, Shilpi Soni, Saloni Gupta, and Atin Jain.</p> <p>With a strong foothold in various auditing services, the firm offers expertise in Concurrent Audit; Revenue Audit; Statutory Audit of Banks & PSUs; Government Audit; Society Audit; Private Audit; Income Tax Work ; Company Law Matters; Project Financing; Other Professional Assignments</p> <p>The firm is supported by a dedicated team of 12 full-time audit/executive staff, committed to delivering high-quality, efficient services to clients.</p>

Annexure VII

Particulars	Details
Name	Ms. Divya Malini Gupta
Designation	Managing Director
Reason for Change	Resignation
Date of cessation	May 30, 2025

Annexure VIII

Particulars	Details
Name	Mrs. Geeta Hans
Designation	Independent Director
Reason for Change	Resignation
Date of cessation	May 30, 2025