

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF ENVIRO INFRA ENGINEERS LIMITED IN ITS MEETING HELD ON SATURDAY, 16TH NOVEMBER, 2024 AT 03:30 P.M. BY HYBRID MODE (IN PERSON / VIDEO CONFERENCING) FROM THE REGISTERED OFFICE OF THE COMPANY SITUATED AT UNIT 201, R.G. METRO ARCADE, SECTOR-11, ROHINI, DELHI-110085

ITEM NO. 12: APPROVAL AND ADOPTION OF THE RED HERRING PROSPECTUS IN RELATION TO THE INITIAL PUBLIC OFFERING BY THE COMPANY

It was noted that the Company, in response to the Draft Red Herring Prospectus (“DRHP”) filed by the Company with the Securities and Exchange Board of India (“SEBI”), has received the final observation letter SEBI/HO/CFD/RAC/DIL1/OW/2024/24494/1 dated September 12, 2024 from the SEBI, which contained its observations and requests for inclusion of further details in the red herring prospectus to be filed by the Company with the Registrar of Companies, Delhi (“RoC”), the BSE Limited and the National Stock Exchange of India Limited (together with BSE Limited, the “Stock Exchanges”). The updated draft of the red herring prospectus, after incorporating the necessary updates and changes and after providing such additional information/ clarifications in the document as advised by SEBI, was filed with the SEBI and thereafter on and SEBI noted the changes and provided their approval on and respectively to the said changes/updation made in the offer document.

The Chairman placed before the board of directors the Red Herring Prospectus of the Company (as defined below) for their approval. The board of directors approved the same and passed the following resolutions:

“RESOLVED THAT subject to and in accordance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder, as amended, if any (“Companies Act”), the applicable provisions of the Securities and Exchange Board of India Act, 1992, as amended, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“SEBI ICDR Regulations”), the Red Herring Prospectus dated 16.11.2024 (“RHP”), in respect of an initial public offering of equity shares of face value of ₹ 10 each of the Company (the “Equity Shares”), comprises a Fresh Issue of up to 3,86,80,000 Equity Shares aggregating and an Offer For Sale of up to 21,34,000 Equity Shares by Sanjay Jain, up to 21,34,000 Equity Shares by Manish Jain, up to 5,00,000 Equity Shares by Ritu Jain and, up to 5,00,000 Equity Shares by Shachi Jain (Collectively, “Promoter Selling Shareholders” And Such Offer for sale by the Promoter Selling Shareholders, “Offer For Sale”) containing the requisite information as prescribed by applicable laws and regulations, at such price as may be determined through the book building process under the SEBI ICDR Regulations and agreed to by the Company and the BRLM (as defined in the RHP) (the “Offer Price”).



RESOLVED FURTHER THAT Mr. Sanjay Jain, Chairman & Whole Time Director, Mr. Manish Jain, Managing Director and Company Secretary of the Company be and are hereby severally authorised to, in consultation with the legal advisor and the BRLM, make any further or subsequent alterations, additions, omissions, variations, amendments, modifications or corrections to the RHP, if any, and to finalise the RHP or any other actions for withdrawal or filing of the RHP and to submit the same with the RoC, SEBI, the Stock Exchanges and such other authorities or persons as may be required, issue such certificates and confirmations as may be required and undertake such other necessary steps to implement the above resolution.

RESOLVED FURTHER THAT each of the directors of the Company and the Chief Financial Officer of the Company be and are hereby authorized to sign the declaration page of the RHP for and on behalf of the Company.

RESOLVED FURTHER THAT Mr. Sanjay Jain, Chairman & Whole Time Director, Mr. Manish Jain, Managing Director and Company Secretary of the Company be and are hereby severally authorized to execute all such deeds, documents, agreements, forms, instruments and writings, and to do all such acts, deeds and things as may be required, necessary, expedient or incidental to give effect to the above resolutions, and to settle or give instructions and directions for settling any questions, difficulties or doubts that may arise in this regard and to give effect to such modifications, changes, variations, alterations, deletions or additions as may be deemed fit and proper in the best interest of the Company in accordance with the applicable laws and regulations and in consultation with the legal advisor and the BRLM appointed in this respect.”

//Certified true Copy//

For Enviro Infra Engineers Limited



(Piyush Jain)

Company Secretary
ACS 57000

Date: 16.11.2024
Place: New Delhi