

NOTICE

Notice is hereby given that an Extraordinary General Meeting (EGM-04/2023-24) of Enviro Infra Engineers Limited will be held at a shorter notice on Friday, 10th November, 2023 at 6:00 P.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"):

SPECIAL BUSINESS:

ITEM NO. 1: APPOINTMENT OF STATUTORY AUDITOR TO FILL THE CASUAL VACANCY

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

"RESOLVED THAT pursuant to the provisions of Section 139(8) of the Companies Act, 2013 read with the Companies (Audit and Auditors Rules), 2014 (the Rules), including any statutory modification(s) or re-enactment(s) thereof for the time being in force, the recommendation of the Audit Committee and the Board, M/s. S S Kothari Mehta & Company, Chartered Accountants (Firm Registration No. 000756N), be and are hereby appointed as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s PVR & Co, (firm registration number 13191N).

RESOLVED FURTHER THAT M/s. S S Kothari Mehta & Company, Chartered Accountants (Firm Registration No. 000756N), shall hold the office of the Statutory Auditors of the Company from this Extraordinary General Meeting till the conclusion of the ensuing Annual General Meeting and that they shall conduct the Statutory Audit for the period ended 31st March, 2024 and such other audit/review/certification/work as may be required and/or deemed expedient, on such remuneration and out-of-pocket expenses, as may be fixed by the Audit Committee and the Board of the Company, in consultation with them.

RESOLVED FURTHER THAT The Board and the Key Managerial Personnel of the Company be and are hereby severally authorized to do all acts, deeds, matters and things as considered necessary and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolutions."

For ENVIRO INFRA ENGINEERS LIMITED



Piyush Jain
Company Secretary
ACS 57000

Date: 06.11.2023

Place: New Delhi

NOTES:

1. The Ministry of Corporate Affairs ("MCA") has, vide its General Circular No. 09/2023 dated September 25, 2023 read together with circulars dated December, 28, 2022, May 5, 2022, January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2020, April 13, 2020 and April 8, 2020 (collectively referred to as "MCA Circulars"), permitted convening the Extra Ordinary General Meeting ("EGM" / "Meeting") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without physical presence of the members at a common venue. In accordance with the MCA Circulars and applicable provisions of the Companies Act, 2013 ("the Act") read with Rules made thereunder, the EGM of the Company is being held through VC / OAVM. The deemed venue for the EGM shall be the Registered Office of the Company.
2. Generally, 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 the proxy need not be a member of the Company. Since this EGM is being held through VC / OAVM pursuant to the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the EGM and hence, the Proxy Form and Attendance Slip are not annexed hereto.
3. The Members are requested to notify changes, if any, in their Registered Address along with Pin Code Number to Company at its registered office.
4. In case of corporate Shareholders proposing to participate at the meeting through their representative, necessary authorization under Section 113 of the Companies Act, 2013 for such representation may please be forwarded to the Company.
5. Pursuant to Section 20(2) of the Companies Act, 2013 read with Rule 35 of the Companies (Incorporation) Rules, 2014, as amended, companies are permitted to send official documents to their Shareholders electronically.
6. The documents related to matters set out in the notice shall be open for inspection at the registered office of the Company during normal business hours (10.00 am to 6.00 pm) on all working days up to and including the date of meeting.
7. Since the EGM will be held through VC / OAVM, the route map of the venue of the Meeting is not annexed hereto.
8. Members may also note that the Notice of the Extra Ordinary General Meeting, is also available on the website of the Company, i.e., www.eiel.in.

9. Facility of joining the EGM through VC/ OAVM shall open 15 minutes before the time scheduled for the EGM and window for joining shall be kept open till the expiry of 15 minutes after the scheduled time. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
10. Consent to hold the EGM on shorter notice is attached herewith. Members are requested to share copy of signed consent before the meeting time.
11. The ISIN of the Equity Shares of Rs.10/- each is INE0LLY01014.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013


M/s PVR & Co., Chartered Accountants, has resigned on 21st October, 2023 from the post of Statutory Auditor of the company. Hence, for the audit of the accounts of the Company for the FY 2023-24, the Audit Committee and the Board proposed M/s S S Kothari Mehta & Company, Chartered Accountants, having [FRN: 000756N] to be appointed as Statutory Auditor of the company pursuant to the provisions of Section 139 (8) of the Companies Act, 2013.

As the Board of Directors of a Company cannot, except with the consent of Members in General Meeting by an ordinary resolution, appoint any person as an Auditor of the Company, the Directors, therefore, recommend the Ordinary Resolution for approval of the shareholders.

None of the Directors, Key Managerial Personnel of the Company or the relatives are in any way materially or financially concerned or interested in the resolution as set out at Item No. 1.

For ENVIRO INFRA ENGINEERS LIMITED




Piyush Jain
Company Secretary
ACS 57000

Date: 06.11.2023

Place: New Delhi

**CONSENT BY SHAREHOLDER FOR HOLDING
EXTRA ORDINARY GENERAL MEETING AT SHORTER NOTICE**

[Pursuant to section 101 of the Companies Act 2013]

To
The Board of Directors
Enviro Infra Engineers Limited
Unit No. 201, Second Floor, Plot No. B
CSC/OCF-01, RG Metro Arcade, Sector-11,
Rohini, Delhi-110085

I/We, S/D/W/o

R/o.....

.....

holding.....(in words

.....)

Equity shares of INR 10/- (Rupees Ten) each of the Company, hereby give consent, pursuant to Section 101 of the Companies Act, 2013, to hold the the Extra Ordinary General Meeting at shorter notice on Friday, 10th November, 2023 at 6:00 P.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Regards,

Signature

Shareholder Name:

DPID-Client ID:

Place: