

NOTICE

Notice is hereby given that an Extraordinary General Meeting of Enviro Infra Engineers Private Limited will be held on shorter notice on Friday, 27th May, 2022 at 3:00 P.M. at the Registered Office of the Company at Unit No 201, Second Floor, Plot No B CSC/OCF-01, RG Metro Arcade, Sector-11, Rohini, Delhi-110085 to transact the following business as:

SPECIAL BUSINESS:

ITEM NO. 1: INCREASE IN AUTHORISED SHARE CAPITAL

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

"RESOLVED THAT pursuant to the provisions of Section 13, Section 61, read with section 64 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) and re-enactment(s) thereof for the time being in force) ("Act") and the rules framed thereunder, the consent of the members of the Company be and is hereby accorded to increase the authorised share capital of the Company from the existing INR 25,00,00,000/- (Rupees Twenty Five Crore Only) divided into 2,50,00,000 (Two Crore Fifty Lakhs) Equity Shares of INR 10/- (Rupees Ten only) each; to INR 40,00,00,000/- (Rupees Forty Crore only) divided into 4,00,00,000 (Four Crore) Equity Shares of INR 10/- (Rupees Ten only) each; by way of creation of additional 1,50,00,000 (One Crore Fifty Lakhs) Equity Shares of INR 10/- (Rupees Ten only) each and to substitute* the existing Clause V of the Memorandum of Association of the Company with the following new Clause:

"V. The Authorised Share Capital of the Company is INR 40,00,00,000/- (Rupees Forty Crore only) divided into 4,00,00,000 (Four Crore) Equity Shares of INR 10/- (Rupees Ten only) each."

RESOLVED FURTHER THAT any Director of the Company be and are hereby severally authorized to file, sign, verify and execute all such e-forms, papers or documents, as may be required and to do all such acts, deeds, matters and things as may be necessary and incidental for giving effect to the aforesaid resolution."

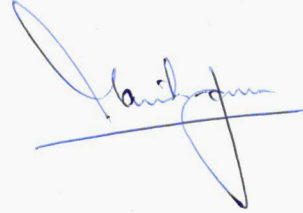


ITEM NO. 2: ISSUE OF BONUS SHARES

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

"RESOLVED THAT pursuant to the provisions of Section 63 of the Companies Act, 2013, and other applicable provisions, if any including rules framed thereunder (including any statutory modification(s) and re-enactment(s) thereof for the time being in force) and subject to the Articles of Association of the Company, the consent of the members of Company be and is hereby accorded to the Board of Directors for capitalising a sum of INR 8,54,00,000 (Rupees Eight Crores Fifty Four Lakhs only) out of the free reserves of the Company for the purpose of issuing bonus shares to the existing shareholders of the Company in the proportion of 1 : 2 i.e. 1 (One) equity share of nominal value of INR 10/- (Rupees Ten Only) each for every 2 (Two) equity share of nominal value of INR 10/- (Rupees Ten Only)."

For Enviro Infra Engineers Private Limited



Manish Jain
(Director)

DIN: 02671522

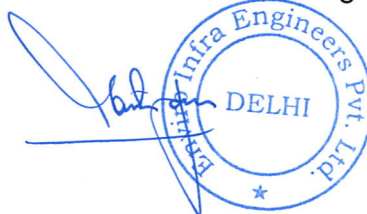
Add: A-2/309, Sunrise Apartment,
Sector-13, Rohini, New Delhi-110085

Date: 23-05-2022

Place: New Delhi

NOTES:

1. Explanatory statement pursuant to Section 102 of the Companies Act, 2013 is annexed hereto as **Annexure I**.
2. Entry to the place of meeting will be regulated by an Attendance Slip which is annexed hereto as **Annexure II** to the Notice. Members/Proxies attending the meeting are kindly requested to complete the enclosed Attendance Slip and affix their signature at the place provided thereon and hand it over at the entrance.
3. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY, WHO NEED NOT BE A MEMBER OF THE COMPANY, TO ATTEND AND VOTE INSTEAD OF HIMSELF. PROXIES IN ORDER TO BE EFFECTIVE MUST BE LODGED WITH THE COMPANY AT LEAST 48 HOURS BEFORE THE MEETING. THE PROXY FORM IS ANNEXED HERETO AS **ANNEXURE III**.
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 Record date for Bonus shares issue is fixed as 27th May, 2022.
7. 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 (9.00 am to 5.00 pm) on all working days up to and including the date of meeting.
8. Route map and land mark details for the venue of general meeting are annexed as **Annexure-IV**.



Annexure I

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

ITEM NO. 1: INCREASE IN AUTHORISED SHARE CAPITAL

The Company is contemplating to expand its business activities and for that it would require an additional Share Capital to strengthen the financial base. In view of this, it is proposed to increase the Authorised Share Capital. The Board proposes to increase the Authorised Share Capital of the Company from INR 25,00,00,000/- (Rupees Twenty Five Crore Only) divided into 2,50,00,000 (Two Crore Fifty Lakhs) Equity Shares of INR 10/- (Rupees Ten only) each; to INR 40,00,00,000/- (Rupees Forty Crore only) divided into 4,00,00,000 (Four Crore) Equity Shares of INR 10/- (Rupees Ten only) each.

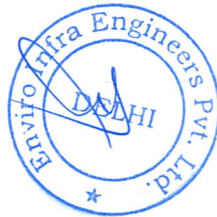
Your Directors therefore recommend the passing of the Resolutions at Item No. 1 of the accompanying Notice for the approval of the Members of the Company to be passed by way of ordinary resolution.

None of the Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolutions as set out at Item No. 1 of the Notice.

ITEM NO. 2: ISSUE OF BONUS SHARES

The Company has registered a decent profit in the last financial years with the continuing support of the shareholders of the company. Thus the Board of Directors of the Company at their meeting held on 23rd May, 2022 have recommends to issue bonus share in the proportion of 1 : 2 i.e. 1 (One) equity shares of nominal value of INR 10/- (Rupees Ten Only) each for every 2 (Two) equity share of nominal value of INR 10/- (Rupees Ten Only) as fully paid up, to its existing equity shareholders in proportion of the shares held by them.

Your Directors therefore recommend the passing of the Resolutions at Item No. 2 of the accompanying Notice for the approval of the Members of the Company to be passed by way of Special resolution.



Mr. Manish Jain and Mr. Sanjay Jain, Directors of the Company and their relatives are interested to the extent of their shareholding in the Company, in the Resolutions as set out at Item No. 2 of the Notice.

For Enviro Infra Engineers Private Limited



**Manish Jain
(Director)**

DIN: 02671522

**Add: A-2/309, Sunrise Apartment,
Sector-13, Rohini, New Delhi-110085**

Date: 23-05-2022

Place: New Delhi

Annexure II

ATTENDANCE SLIP

Please fill attendance slip and hand it over at the entrance of the meeting hall Joint shareholders may obtain additional Slip at the venue of the meeting.

Name and address of the shareholder/Proxy:

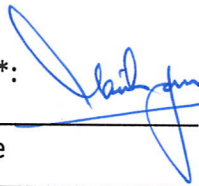
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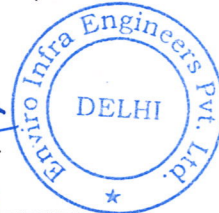
Folio No/ DP ID: _____

No. of Share held: _____

I hereby record my presence at the Extra Ordinary General Meeting of the Company to be held on Friday, 27th May, 2022 at 3:00 P.M., at the Registered Office of the Company at Unit No 201, Second Floor, Plot No B CSC/OCF-01, RG Metro Arcade, Sector-11, Rohini, Delhi-110085

Signature of the Shareholder or Proxy*:





*Strike out whichever is not applicable

Annexure-III

PROXY FORM - MGT-11

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Company: Enviro Infra Engineers Private Limited

CIN: U45200DL2009PTC191418

Registered Office of the Company: Unit No 201, Second Floor, Plot No B CSC/OCF-01, RG Metro Arcade, Sector-11, Rohini, Delhi-110085

Name of the Member (s): _____ residing at/having registered _____ office at _____

& e-mail Id: _____ bearing Folio No./ DP-ID _____.

I/We, being the Member(s), holding _____ (In words _____) equity shares of M/s Enviro Infra Engineers Private Limited hereby appoint –

1. Name: _____ Address _____ E-mail Id: _____ Signature: _____, or failing him / her
2. Name: _____ Address: _____ E-mail Id: _____ Signature: _____, or failing him / her
3. Name: _____ Address: _____ E-mail Id: _____ Signature: _____

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the Extra-Ordinary General Meeting of the Company, to be held on Friday, 27th May, 2022, at the Registered Office of the Company at Unit No 201, Second Floor, Plot No B CSC/OCF-01, RG Metro Arcade, Sector-11, Rohini, Delhi-110085 at 3:00 PM and at any adjournment thereof, in respect of resolutions set out in the Notice convening the meeting.

Signed this _____ day of _____ 2022

Signature of Proxy Holder (s)

Signature of Shareholder (s)

Affix Re. 1
Revenue
Stamp

Note: This form of proxy in order to be effective, should be duly completed, stamped, executed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the Meeting.

Annexure-IV
Route Map:

