



ENVIROTECH SYSTEMS LIMITED
(CIN: L31101DL2007PLC159075)
Registered Office: A-29, Block A, Shyam Vihar Phase-I, New Delhi, Delhi, 110043
Corporate Office: B-1A/19, Commercial Complex, Sector 51, Noida-201307 (U.P.),
Contact No.: +91-[120-4337633](tel:1204337633), 4337439, **Email:** cs@envirotechltd.com, **Website:** www.envirotechltd.com

To,

Date: 31st January, 2026

National Stock Exchange of India Ltd., Exchange Plaza,
C-1, Block G, Bandra Kurla Complex, Bandra (E),
Mumbai – 400 051

Scrip Symbol: ENVIPO
ISIN: INE0SUH01015

Sub: Proceedings/ Outcome of Board Meeting of Envirotech Systems Limited held on Saturday, 31st January, 2026.

Dear Sir,

This is to inform that the Board Meeting of Envirotech Systems Limited (the "Company") was held on Saturday, 31st January, 2026 which commenced at 01:00 PM (IST) and concluded at 03.00 PM (IST), held at the Corporate Office of the company situated at B1A 19 1st Flr, Sec 51, Noida, Gautam Buddha Nagar, Noida, Uttar Pradesh, 201307, in compliance with applicable provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") read with Circulars issued by Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI").

In this regard, please find below the outcome of the meeting:

1. ISSUANCE OF EMPLOYEE STOCK OPTION SCHEME, 2025

The Board of Directors discussed the ESOP Plan, recommended by the Nomination and Remuneration Committee, which shall be called the Envirotech Employee Stock Option Plan 2025 ('Envirotech ESOP' or 'the Plan'), draft of which was placed in the meeting for discussion.

The Board considered the same and passed the resolution approving the Envirotech Employee Stock Option Plan 2025 and to create, offer, issue and allot in one or more tranches under the said "Employee Stock Option Plan" at any time to or for the benefit of employees and Directors (*excluding Independent Director, any promoter or anyone holding over 10% of the company's shares (as per regulatory eligibility criteria)*) of the Company for such number of stock options /equity shares and / or equity linked instruments including any other instruments or securities which could give rise to the issue of equity shares (hereinafter collectively referred to as "Securities") of the Company, at such price and on such terms and conditions as may be fixed or determined by the Board of Directors in accordance with the Guidelines or other applicable provisions of any law as may be prevailing at that time.

All members of the Nomination and Remuneration Committee of the Company be and are hereby severally authorised to issue grant letter/s and do all such acts, deeds and things for and on behalf of the Company as may be necessary for granting stock options to the eligible employees as may be determined by the Nomination and Remuneration Committee of the Board of Directors of the Company from time to time.

Details required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015, and

SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, are provided in the **Annexure A**.

2. TO CONSIDER AND APPROVE NOTICE CALLING EXTRAORDINARY GENERAL MEETING (EGM) OF THE COMPANY AND TO FIX THE DATE, TIME AND VENUE OF EGM OF THE COMPANY

The notice convening the Extraordinary General Meeting (EGM) of the company scheduled to be held on Friday, 27th February, 2026 at 2.00 PM (IST) through Video Conferencing (“VC”)/ Other Audio-Visual Means (“OAVM”) was approved. Also approved providing remote e- voting facility to the members through CDSL for all resolutions as set out in the notice of EGM.

The following will be the cut- off dates with respect to the ensuing EGM-

Particular(s)	Date(s)
Cut- off date for ascertaining shareholders to whom Notice will be sent	30 th January, 2026
Cut- off date for ascertaining shareholders who will be entitled to participate in the EGM through remote e-voting/ voting at the venue of EGM	20 th February, 2026
Date of remote e- voting	Tuesday, 24 th February, 2026 09.00AM (IST) till Thursday, 26 th February, 2026 06.00 PM (IST)

3. TO APPOINT SCRUTINIZER FOR THE PURPOSE OF THE FORTHCOMING EGM OF THE SHAREHOLDERS OF THE COMPANY

M/s. Reema Goyal & Associates, Practicing Company Secretaries, holding Membership no.- A76900 and Certificate of Practice no.- 28189, were appointed as the scrutinizer for the purpose of scrutinizing the e- voting at the Meeting and remote e-voting process in a fair and transparent manner.

The details as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024 is enclosed herewith as Annexure-B

You are requested to kindly take the above information on record.

Thanking you,

For Envirotech Systems Limited

MANOJ KUMAR GUPTA
Managing Director
DIN- 01187138

Date: 31.01.2026

Place: Noida

ANNEXURE A

S. no.	Particulars	Remarks
1	Brief details of options granted	Grants under the ESOP Plan 2025 are made at the discretion of the Nomination and Remuneration Committee (NRC). The NRC determines the eligibility of employees based on various factors such as the employee's performance, role criticality, length of service, and such other criteria as it may deem appropriate. The scheme empowers the NRC to set performance parameters and evaluate the employee's performance for the purpose of granting options. In practice, this means that the NRC will use the company's performance appraisal outcomes and management recommendations to identify employees for option grants and decide the number of options to be granted to each.
2	Whether the scheme is in terms of SEBI (SBEB) Regulations, 2021 (if applicable)	Yes
3	Total number of shares covered by these options	The maximum number of equity shares that may be issued under the ESOP 2025 Plan is capped at 5% of the company's paid-up share capital (aggregated over the duration of the plan, via new issue of authorized but unissued shares).
4	Pricing formula	Tiered pricing: For options granted on or before January 31, 2026, the exercise price is fixed at ₹10 per share. For grants made after January 31, 2026, the exercise price will be determined based on either the book value per share (as of the latest audited March 31 financials) or at a discount to Fair Market Value (FMV), as decided by the NRC. (The book value is calculated as net worth divided by number of shares, and any discount to FMV will be decided by the NRC in compliance with applicable law. Notably, the plan also stipulates that the exercise price cannot be set below the face value of the share.)
5	Options vested	Not applicable at this stage
6	Time within which option may be exercised	Standard exercise period: Vested options can be exercised up to 3 years from the date of vesting. In case of cessation of employment: If an employee leaves the company (due to resignation, retirement or permanent disability) or in the event of death, the vested options must be exercised within 12 months from the date of such cessation. After these periods, any unexercised vested options will lapse.
7	Options Exercised	Not applicable at this stage
8	Money realized by exercise of options	Not applicable at this stage
9	Options lapsed	Not applicable at this stage
10	Variation of terms of options	Not applicable at this stage
11	Brief details of significant terms	<p>Staged vesting over 1–3 years, depending on tenure:</p> <ul style="list-style-type: none"> • <i>Employees with less than 5 years of service</i> at grant, the options vest over a period of 3 years (30% of the grant vests at end of Year 1, another 30% at end of Year 2, and the remaining 40% at end of Year 3). <p><i>Employees with 5 years or more tenure</i> vest 100% in 1 year (all options vest at the end of Year 1). In all cases, the minimum vesting period is one year. (For any performance-based grants, the vesting period would be determined by NRC but not less than one year)</p>
12	Total number of shares arising as a result of exercise of options	Each stock option, upon vesting and exercise, entitles the holder to one equity share of the company (one option = one share), subject to adjustments in case of any corporate action.

13	Subsequent changes/cancellation/exercise of such Options	Not applicable at this stage
14	Diluted earnings per share pursuant to issue of equity shares on exercise of Options	Not applicable at this stage

ANNEXURE B

Details of Events that need to be provided	Information of such events(s)
Reason for change viz. appointment, resignation, removal, death or otherwise:	Appointment of M/s. Reema Goyal & Associates , Practicing Company Secretaries (Firm Registration No. S2025DE1033600)
Date of appointment/ cessation (as applicable) & Term of appointment	Appointment shall be made by the members of the Company at the ensuing EGM as the scrutinizer for the purpose of scrutinizing the e- voting at the Meeting and remote e-voting process in a fair and transparent manner.
Brief Profile (in case of appointment)	M/s. Reema Goyal & Associates , Company Secretaries, Delhi, with a varied experience in Profession, to bring out synergy in corporate legal and corporate advisory services with a pivotal role in Secretarial Audit. Catering to a wide range of clients, including a large number of listed and multinational companies, its strength is its team of qualified, experienced and trained professionals who treasure the value of diligence and knowledge.
Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable