Date: 24th August, 2026

To	To
National Stock Exchange of India Limited	BSE Limited
Exchange Plaza, C-1, Block G	Phiroze Jeejeebhoy Towers
Bandra Kurla Complex	Dalal Street
Bandra (E), Mumbai – 400 051	Mumbai – 400001
Scrip Symbol: EIEL	**Scrip Code: 544290**

Sub: Notice of the 16th Annual General Meeting (AGM)

Dear Sir/Madam,

Pursuant to the Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith a copy of the Notice convening the 16th Annual General Meeting (AGM) of the Company scheduled to be held on **Wednesday, 16th September, 2026, at 03:00 P.M. (IST)** through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), in accordance with the relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

The Notice of the 16th AGM of the Company and the Integrated Annual Report for financial year 2025-26 are also available on the website of the Company at: https://www.eiel.in/investor

Kindly take the above information on record.

For Enviro Infra Engineers Limited

Piyush Jain

Digitally signed by Piyush Jain
Date: 2026.08.24 16:02:15 +05'30'

(Piyush Jain)
Company Secretary & Compliance Officer
A57000

Encl: a/a

Enviro Infra Engineers Limited

CIN: L37003DL2009PLC191418
Registered Office: Unit 201, 2nd Floor, R G Metro Arcade, Sector-11, Rohini, New Delhi - 110085
Website: www.eiel.in **Email:** ho@eiepl.in **Phone:** 011-40591549

Notice of 16th Annual General Meeting

NOTICE is hereby given that the 16th (Sixteenth) Annual General Meeting of the members of Enviro Infra Engineers Limited will be held on Wednesday, 16th September, 2026 at 03:00 P.M. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS

1. To consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the Financial Year ended 31st March, 2026 and the reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Mr. Manish Jain (DIN: 02671522), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

3. To approve granting of Loan or Guarantee or providing Security in connection with any Loan to be taken by Suyog Urja Limited.

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

"**RESOLVED THAT** pursuant to Section 185 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Meetings of Board and its Powers) Rules, 2014 (any statutory modification(s) or reenactment(s) thereof for the time being in force), subject to all other applicable laws, rules, regulations, notifications and circulars (including the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the extent applicable), and Articles of Association of the Company, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall include any Committee constituted by the Board or any person(s) authorised by the Board to exercise its powers, including the powers conferred by this Resolution), to grant loans in one or more tranches (including loans represented by way of book debt) and or to give guarantee(s) and/or to provide security(ies) in connection with any loan(s) taken/to be taken by Suyog Urja Limited, Step-Down Subsidiary Company of the Company and an entity in which a Director of the Company is interested, either directly or indirectly, within the meaning of Section 185 of the Act, up to an aggregate amount not exceeding INR 600 Crore (Rupees Six Hundred crore Only) during any financial year, on such terms and conditions as may be mutually agreed upon, provided that such loan(s) shall be utilised by the borrowing company for its principal business activities and in compliance with the provisions of Section 185 of the Act.

RESOLVED FURTHER THAT the Board of Directors (including any Committee of the Board) or the key managerial personnel of the Company be and are hereby authorised to take all such steps, including negotiating, finalizing, and agreeing to the terms and conditions of the aforesaid Loans / Guarantees / Securities, and to settle any question, difficulty, or doubt that may arise for the purpose of giving effect to the above resolution, including to execute all necessary agreements, deeds, writings, documents, and papers and generally to do all such acts, deeds, matters, and things as may be considered necessary, proper, desirable, or expedient thereto and as the Board may think fit and suitable in its absolute discretion.

RESOLVED FURTHER THAT a certified copy of this resolution be provided to any person/authority/organisation as may be required under the signature of any Director or the Company Secretary of the Company."

4. To approve Material Related Party Transactions to be entered between the Company and Suyog Urja Limited, Step-Down Subsidiary Company of the Company

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

"**RESOLVED THAT** pursuant to Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (" SEBI Listing Regulations"), the applicable provisions of the Companies Act, 2013 ("Act") read with rules made thereunder, other applicable laws / statutory provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company's Policy on Related Party Transactions and basis of the approval of the Audit Committee and recommendation of the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded to the Company, to enter into and / or continue the related party transaction(s) / contract(s) / arrangement(s) / agreement(s) (in terms of Regulation 2(1)(zc)(i) of the SEBI Listing Regulations) between the Company (or its successor entity) and Suyog Urja Limited (or its successor entity) as more specifically set out in the explanatory statement to this resolution.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as 'Board' which term shall be deemed to include the Audit Committee of the Board and any duly constituted committee empowered to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and to take all such steps as may be required in this connection including finalising and executing necessary contract(s), arrangement(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company, to delegate all or any of its powers conferred under this resolution to any Committee or Director or Key Managerial Personnel or any officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

5. **To approve Material Related Party Transactions to be entered between EIE Renewables Private Limited, Wholly Owned Subsidiary of the Company and Suyog Urja Limited, Step-Down Subsidiary Company of the Company**

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

"**RESOLVED THAT** pursuant to the Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("SEBI Listing Regulations"), other applicable laws / statutory provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company's Policy on Related Party Transaction and basis of the approval of the Audit Committee and recommendation of the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded to the subsidiaries (as defined under the Companies Act, 2013) of the Company, to enter into and / or continue the related party transaction(s) / contract(s) / arrangement(s) / agreement(s) (in terms of Regulation 2(1)(zc)(i) of the SEBI Listing Regulations) between EIE Renewables Private Limited, Wholly Owned Subsidiary of the Company (or its respective successor entity) and Suyog Urja Limited, Step-Down Subsidiary of the Company (or its respective successor entity) as more specifically set out in the explanatory statement to this resolution;

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as 'Board' which term shall be deemed to include the Audit Committee of the Board and any duly constituted committee empowered to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion, to delegate all or any of its powers conferred under this resolution to any Committee or Director or Key Managerial Personnel or any officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the Company / subsidiaries in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

6. **To approve Material Related Party Transactions to be entered between the Company and M/s EIEL AIEPL JV, Joint Controlled Operations of the Company**

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

"**RESOLVED THAT** pursuant to Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (" SEBI Listing Regulations"), the applicable provisions of the Companies Act, 2013 ("Act") read with rules made thereunder, other applicable laws / statutory provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company's Policy on Related Party Transactions and basis of the approval of the Audit Committee and recommendation of the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded to the Company, to enter into and / or continue the related party transaction(s) / contract(s) / arrangement(s) / agreement(s) (in terms of Regulation 2(1)(zc)(i) of the SEBI Listing Regulations) between the Company (or its successor entity) and M/s EIEL AIEPL JV (or its successor entity) as more specifically set out in the explanatory statement to this resolution.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as 'Board' which term shall be deemed to include the Audit Committee of the Board and any duly constituted committee empowered to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and to take all such steps as may be required in this connection including finalising and executing necessary contract(s), arrangement(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company, to delegate all or any of its powers conferred under this resolution to any Committee or Director or Key Managerial Personnel or any officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

7. **Change in the Objects / terms of utilisation of the Initial Public Offering ("IPO") proceeds and modification of time limit for utilisation of the IPO proceeds**

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

"**RESOLVED THAT** pursuant to the provisions of Section 27 read with Section 13(8) and other applicable provisions, if any, of the Companies Act, 2013 (the "Act"), Rule 7 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, Rule 32 of the Companies (Incorporation) Rules, 2014, applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Regulation 59 read with Schedule XX of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations") (including any statutory modification or re-enactment thereof) and other applicable rules, regulations, guidelines and other statutory provisions for the time being in force, and subject to any other applicable approvals, permissions and/or sanctions, the consent of the shareholders of the Company be and is hereby accorded for the change in the objects / terms of utilization of the Initial Public Offering (IPO) proceeds ("IPO Proceeds") and modification of the time limit for the utilization of the IPO Proceeds, as stated in the Prospectus dated 27th November, 2024 ("Prospectus") filed by the Company with the Registrar of Companies ("RoC") and the Securities and Exchange Board of India ("SEBI"), in the following manner:

(₹ in lakhs, unless otherwise stated)

Sr. No.	Particulars	Amount allocated as per prospectus	Amount un-utilised till date	Proposed Change	Revised amount allocated	Revised timeline
1.	To meet the Working Capital Requirements	18,100.00	0.93	No Change	18,100.00	Upto 31st March, 2027
2.	Infusion of funds in our Subsidiary, EIEL Mathura Infra Engineers Private Limited ("EIEL Mathura") to build 60 MLD STP under project titled 'Mathura Sewerage Scheme" at Mathura in Uttar Pradesh including Operation & maintenance for 15 years through Hybrid Annuity Based PPP Mode.	3,000.00	Nil	No Change	3,000.00	N.A.
3.	Repayment/prepayment in full or in part, of certain of our outstanding borrowing	12,000.00	Nil	No Change	12,000.00	N.A.
4.	Funding inorganic growth through unidentified acquisitions	18,627.25	4,319.25	As per S. No. 6	-	N.A.
	General corporate purpose* **The total amount to be used for General Corporate Purposes (GCP) will not exceed 25% of the gross proceeds of the IPO i.e. INR 14,308.00 lakhs.*		1,254.51	No Change	14,308.00	N.A.
5.	Issue Expenses	5,507.71	126.32	As per S. No. 6	5,381.39	N.A.

(₹ in lakhs, unless otherwise stated)

Sr. No.	Particulars	Amount allocated as per prospectus	Amount un-utilised till date	Proposed Change	Revised amount allocated	Revised timeline
6.	Infusion of funds in two Subsidiaries, Varanasi DDU Nagar STP Private Limited and Varanasi Lohta STP Private Limited to build 45 MLD STP and 60 MLD STP respectively followed by an Operation and Maintenance (O&M) period of 15 years on Hybrid Annuity Model Basis under Namami Gange Programme	-	-	(a) INR 4,319.25 lakhs is allocated from S. No. 4 i.e. Funding inorganic growth through unidentified acquisitions (b) INR 126.32 lakhs is allocated from S. No. 5 i.e. Issue Expenses	4,445.57	Upto 31st March, 2027
Total		**57,234.96**	**5,701**		**57,234.96**	

RESOLVED FURTHER THAT the Executive Directors or Company Secretary & Compliance Officer of the Company be and are hereby severally authorized to do all such acts, deeds and things as they may, in their discretion, deem necessary or desirable or expedient to give effect to this resolution, for and on behalf of the Company."

By Order of the Board of Directors
Enviro Infra Engineers Limited

Piyush Jain
Company Secretary & Compliance Officer
ACS - 57000

Date: 21st August, 2026
Place: New Delhi
Registered Office:
2nd Floor, R G Metro Arcade
Sector-11, Rohini
New Delhi – 110085
CIN: L37003DL2009PLC191418
Website: www.eiel.in
Email: investors.relation@eiepl.in
Tel: 011-40591549

NOTES:

1. The Ministry of Corporate Affairs ("MCA") has, vide its General Circular No. 03/2025 dated September 22, 2025 read together with circulars dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 13th January, 2021, 8th December, 2021, 14th December, 2021, 5th May, 2022, 28th December, 2022, 25th September, 2023 and 19th September, 2024 (collectively referred to as **"MCA Circulars"**), permitted convening the Annual General Meeting ("AGM") 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 ("Act") read with Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the registered office of the Company.

2. The Explanatory Statement, pursuant to the provisions of Section 102(1) of the Act read with Regulation 17(11) of the SEBI Listing Regulations, setting out the material facts and reasons, in respect of Item Nos. 3-7 of this Notice is annexed herewith. Further, the relevant details, pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ('SS-2') respectively, in respect of the Director seeking re-appointment are also annexed hereto and forms part of the Notice.

3. 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 / herself and the proxy need not be a member of the Company. Since this AGM 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 AGM and hence, the Proxy Form and Attendance Slip are not annexed hereto.

4. Since the AGM will be held through VC / OAVM, the route map of the venue of the Meeting is not annexed hereto.

5. As per the provisions under the MCA Circulars, Members attending the 16th AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

6. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote during the AGM.

7. Members desiring any information/clarification on the financial statements of the Company or any matter to be placed at the AGM are requested to write to the Company at its e-mail Id investors.relation@eiepl.in mentioning their name, DP-ID Client ID, PAN, mobile number at least seven (7) days in advance to enable the management to keep information ready at the AGM.

8. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, a certificate from the Secretarial Auditor of the Company certifying that the EIEL Employees Stock Option Plan, 2025 ("THE PLAN") has been implemented in accordance with SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and the relevant documents referred to in this Notice will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to investors.relation@eiepl.in.

9. SEBI, vide its circular no. SEBI/HO/MIRSD/MIRSD_RTAMB/P/ CIR/2022/76 dated 30th May, 2022, provided an option for arbitration as a Dispute Resolution Mechanism for investors. As per this circular, investors can opt for arbitration with Stock Exchanges in case of any dispute against the Company or its Registrar and Transfer Agent on delay or default in processing any investor services related request.

10. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated 31st July, 2023, and SEBI/HO/OIAE/OIAE_IAD1/P/CIR/2023/135 dated 4th August, 2023, read with Master Circular No. SEBI/HO/ OIAE/OIAE_IAD-1/P/CIR/2023/145 dated 31st July, 2023 (updated as on 11th August, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market. Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (https://smartodr.in/login)

11. Non-Resident Indian members are requested to inform RTA, immediately of:

    a) Change in their residential status on return to India for permanent settlement;

    b) Particulars of their bank account maintained in India with complete name, branch, account number, account type and address of the Bank with pin code number.

12. In terms of Section 152 of the Act, Mr. Manish Jain, Managing Director (DIN: 02671522) of the Company, retires by rotation at the AGM. The Board of Directors of the Company has recommended his re-appointment. He is not disqualified from being appointed as Director in terms of Section 164 of the Act. Further, it is also affirmed that Mr. Manish Jain is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

    Mr. Manish Jain is interested in the Ordinary Resolution set out at Item No. 2 of this Notice with regard to his re-appointment.

    Mr. Sanjay Jain, Chairman & Whole Time Director and Mrs. Shachi Jain, Whole Time Director of the Company, being related are deemed to be interested in the resolution set out at Item No. 2 of this Notice. The other relatives of Mr. Manish Jain may be deemed to be interested in the resolution set out at Item Nos. 2 to the extent of their shareholding, if any, in the Company.

    Save and except the above, none of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Business set out under Item No. 2 of this Notice.

    Details of Directors retiring by rotation at this Meeting are provided in the "Annexure" to this Notice

DISPATCH OF ANNUAL REPORT THROUGH ELECTRONIC MODE AND REGISTRATION OF EMAIL IDS:

13. In compliance with the MCA and SEBI Circulars, Notice of the 16th AGM along with the Annual Report for the financial year 2025-26 is being sent only through electronic mode to those members whose e-mail address is registered with the Depository Participants. Members may note that this Notice and Annual Report for the financial year 2025-26 will also be available on the Company's website at www.eiel.in, websites of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively, and on the website of Company's Registrar and Transfer Agent, Bigshare Services Private Limited ("Bigshare") at https://ivote.bigshareonline.com. Members can attend and participate in the AGM through VC/OAVM facility only.

14. For receiving all communication (including Annual Report) from the Company electronically, Members are requested to register / update their e-mail address with their relevant Depository Participants.

15. The Notice of AGM and Annual Report for FY 2025-26 will be sent to those Members/ beneficial owners whose name will appear in the Register of Members/ list of beneficiaries received from the Depositories as on Friday, 14th August, 2026.

16. The Securities and Exchange Board of India ('SEBI') has mandated the submission of Permanent Account Number ('PAN') by every participant in securities market. Members holding shares in electronic form are, therefore requested to submit their PAN to their DPs with whom they are maintaining their demat accounts.

PROCEDURE FOR REMOTE E-VOTING AND E-VOTING DURING THE AGM:

17. In compliance with Section 108 of the Act, read with rule 20 of the Companies (Management and Administration) Rules, 2014, as amended till date and Regulation 44 of the SEBI Listing Regulations (including any statutory modification(s) and/or re-enactment(s) thereof, for the time being in force) and the SS–2, the Company is providing to its members, facility to exercise their right to vote on the resolutions proposed to be passed at the AGM by electronic means ("e-voting"). Members may cast their votes remotely, using an electronic voting system on the dates mentioned herein below **("remote e-voting")**.

    The Company has engaged the services of Bigshare as the agency to provide e-voting facility.

    Further, the facility for voting through electronic voting system will also be made available at the Meeting and members attending the Meeting who have not cast their vote(s) by remote e-voting will be able to vote at the Meeting. The Members who have cast their vote by remote e-voting prior to AGM may attend the AGM but shall not be entitled to cast their vote again.

    The detailed instructions and the process for accessing and participating in the 16th AGM through VC/OAVM facility and voting through electronic means including remote e-voting forms part of the notice.

The remote e-voting facility will be available during the following voting period:

Commencement of remote e-voting:	**Saturday, September 12, 2026, 9:00 a.m. (IST)**
End of remote e-voting:	**Tuesday, September 15, 2026, 5:00 p.m. (IST)**
Cut-off date for e-voting	**Wednesday, September 09, 2026**

A person whose name appears in the Register of members maintained by the Depositories as on the cut-ff date, shall be entitled to avail the facility of remote e-voting. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only.

The remote e-voting will not be allowed beyond the aforesaid date and time and the remote e-voting module shall be forthwith disabled by Bigshare upon expiry of the aforesaid period. Once the vote on a resolution is cast by the members, the member will not be allowed to change it subsequently.

18. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 2020, under Regulation 44 of SEBI Listing Regulations, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

    Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

    In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

19. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to accesse-Voting facility.

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

20. Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/Easiest is https://web.cdslindia.com/myeasitoken/home/login or visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.
	2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of **BIGSHARE** the e-Voting service provider and you will be re-directed to **i-Vote** website for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. **BIGSHARE**, so that the user can visit the e-Voting service providers' website directly.
	3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration

Type of shareholders	Login Method
	4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress, and also able to directly access the system of all e-Voting Service Providers. Click on **BIGSHARE** and you will be re-directed to i-Vote website for casting your vote during the remote e-voting period.
Individual Shareholders holding securities in demat mode with NSDL	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name **BIGSHARE** and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/ OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name **BIGSHARE** and you will be redirected to i-Vote website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/ mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page with all e-Voting Service Providers. Click on **BIGSHARE** and you will be re-directed to i-vote **(E-voting website**) for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

21. **Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode is given below:**

- You are requested to launch the URL on internet browser: https://ivote.bigshareonline.com
- Click on "**LOGIN**" button under the '**INVESTOR LOGIN**' section to Login on E-Voting Platform.
- Please enter your '**USER ID**' (User id description is given below) and '**PASSWORD**' which is shared separately on you register email id.
  - o Shareholders holding shares in **CDSL demat account should enter 16 Digit Beneficiary ID as user id**.
  - o Shareholders holding shares in **NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID** as user id.

Note: *If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team.*

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.

  NOTE: If Shareholders are holding shares in demat form and have registered on to e-Voting system of https://ivote.bigshareonline.com and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on '**LOGIN**' under 'INVESTOR LOGIN' tab and then Click on 'Forgot your password?
- Enter "**User ID**" and "**Registered email ID**" Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on 'Reset'.

(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for shareholders on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.
- Click on "**VIEW EVENT DETAILS (CURRENT)**" under '**EVENTS**' option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on "**VOTE NOW**" option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option "**IN FAVOUR**", "**NOT IN FAVOUR**" or "**ABSTAIN**" and click on "**SUBMIT VOTE**". A confirmation box will be displayed. Click "**OK**" to confirm, else "**CANCEL**" to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can "**CHANGE PASSWORD**" or "**VIEW/UPDATE PROFILE**" under "**PROFILE**" option on investor portal.

22. **Custodian registration process for i-Vote E-Voting Website:**

- You are requested to launch the URL on internet browser: https://ivote.bigshareonline.com
- Click on "**REGISTER**" under "**CUSTODIAN LOGIN**", to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.

- After Successful registration, message will be displayed with "User id and password will be sent via email on your registered email id".

  NOTE: If Custodian have registered on to e-Voting system of https://ivote.bigshareonline.com and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on '**LOGIN**' under '**CUSTODIAN LOGIN**' tab and further Click on '**Forgot your password?**
- Enter "**User ID**" and "**Registered email ID**" Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on '**RESET**.

(In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for Custodian on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.

Investor Mapping:

- First you need to map the investor with your user ID under "**DOCUMENTS**" option on custodian portal.
  - o Click on "**DOCUMENT TYPE**" dropdown option and select document type power of attorney (POA).
  - o Click on upload document "**CHOOSE FILE**" and upload power of attorney (POA) or board resolution for respective investor and click on "**UPLOAD**".

  Note: The power of attorney (POA) or board resolution has to be named as the "**InvestorID.pdf**" (Mention Demat account number as Investor ID.)

  - o Your investor is now mapped and you can check the file status on display.

Investor vote File Upload:

- To cast your vote select "**VOTE FILE UPLOAD**" option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on "**UPLOAD**". Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can "**CHANGE PASSWORD**" or "**VIEW/ UPDATE PROFILE**" under "**PROFILE**" option on custodian portal.

Note: In Case non-individuals who acquires equity shares and becomes a member of the Company after the date of electronic dispatch of the Notice of the AGM and holding shares as on the cut-off date may obtain the login ID and password by sending a request from your registered email id to Company at investors.relation@eiepl.in or may contact i-vote helpdesk team as mentioned in the below helpdesk section.

Helpdesk for queries regarding e-voting:

Login type	**Helpdesk details**
Shareholder's other than individual shareholders holding shares in Demat mode	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions ('FAQs') and i-Vote e-Voting module available at https://ivote.bigshareonline.com, under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22, 022-62638338, 011-40591549

PROCEDURE FOR JOINING THE AGM THROUGH VC/ OAVM:

23. **For shareholders other than individual shareholders holding shares in Demat mode is given below:**
    - The Members may attend the AGM through VC/ OAVM at https://ivote.bigshareonline.com under Investor login by using the e-voting credentials (i.e., User ID and Password).
    - After successful login, **Bigshare E-voting system** page will appear.
    - Click on "**VIEW EVENT DETAILS (CURRENT)**" under '**EVENTS**' option on investor portal.
    - Select event for which you are desire to attend the AGM under the dropdown option.
    - For joining virtual meeting, you need to click on "VC/OAVM" link placed beside of "**VIDEO CONFERENCE LINK**" option.

- Members attending the AGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

24. The instructions for Members for e-voting on the day of the AGM are as under:-

- The Members can join the AGM in the VC/ OAVM mode 15 minutes before the scheduled time of the commencement of the meeting. The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
- Only those members/shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
- Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

Helpdesk for queries regarding virtual meeting:

In case shareholders/ investor have any queries regarding virtual meeting, you may refer the Frequently Asked Questions ('FAQs') available at https://ivote.bigshareonline.com, under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22, 022-62638338

DECLARATION OF VOTING RESULTS

25. The Board of Directors of the Company has appointed M/s Jain Alok & Associates as the Scrutiniser to scrutinise the process of remote e-voting and e-voting during the 16th AGM in a fair and transparent manner and they have communicated their willingness to be appointed and will be available for the same purpose.

26. The Scrutiniser shall after the conclusion of e-voting at the AGM, will first count the votes casted through e-voting at the meeting and thereafter unblock the votes casted through remote e-voting and shall make, not later than two (2) working days of the conclusion of the AGM, a consolidated Scrutiniser's Report of the total votes casted in favor or against, if any, to the Chairman of the meeting or a person authorised by him in writing, who shall countersign the same and declare the result of the voting forthwith.

27. The results declared along with the report of the Scrutiniser shall be placed on the website of the Company i.e. www.eiel.in under the head of 'Investor Relations' and on the website of Bigshare at https://ivote.bigshareonline.com after the declaration of result by the Chairman of the meeting or a person authorised by him in writing. The results shall, simultaneously, be forwarded to National Stock Exchange of India Limited and BSE Limited which shall disseminate the results on their website.

28. Subject to receipt of requisite number of votes, the resolution(s) forming part of notice of AGM shall be deemed to be passed on the date of the AGM i.e. Wednesday, 16th September, 2026.

By Order of the Board of Directors
Enviro Infra Engineers Limited

Piyush Jain
Company Secretary & Compliance Officer
ACS - 57000

Date: 21st August, 2026
Place: New Delhi
Registered Office:
2nd Floor, R G Metro Arcade
Sector-11, Rohini
New Delhi – 110085
CIN: L37003DL2009PLC191418
Website: www.eiel.in
Email: investors.relation@eiepl.in
Tel: 011-40591549

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 AND ADDITIONAL INFORMATION AS REQUIRED UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND CIRCULARS ISSUED THEREUNDER

ITEM NO. 3:

Pursuant to Section 185 of the Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) Rules, 2014 (the "Rules") (as amended from time to time), no company shall, directly or indirectly, advance any loan, including any loan represented by a book debt to, or give any guarantee or provide any security in connection with any loan taken by (a) any director of company, or of a company which is its holding company or any partner or relative of any such director; or (b) any firm in which any such director or relative is a partner.

However, a company may advance any loan including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken by any person in whom any of the director of the Company is interested, subject to the condition that (a) a special resolution is passed by the Company in general meeting and the loans are utilised by the borrowing company for its principal business activities.

Accordingly, the Audit Committee and the Board of Directors at their respective meetings held on 28th May, 2026 has considered, approved and decided to seek shareholders' approval by way of a special resolution for advancing any loan, giving any guarantee or providing any security to Suyog Urja Limited ("Suyog"), Step-Down Wholly Owned Subsidiary Company of the Company and an entity in which one or more directors of the Company are interested within the meaning of Section 185(2)(b) of the Companies Act, 2013, up to an aggregate amount not exceeding INR600 Crore (Rupees Six Hundred crore Only) in order to support the operational and financial requirements of Suyog. The proposed financial assistance will be utilised by Suyog exclusively for its principal business activities.

The Members may note that Board of Directors would carefully evaluate proposals and provide such loan, guarantee or security through deployment of funds out of internal resources/accruals and/or any other appropriate sources, from time to time, only for principal business activities of Suyog.

The relevant disclosures in relation to the proposed transaction under Section 185 of the Companies Act, 2013 are as mentioned below:

S. No.	Particulars	Details
1	Name of the entity to whom loan / guarantee / security is proposed	Suyog Urja Limited
2	Relationship with the Company	Step Down Wholly Owned Subsidiary. Further, Mr. Sanjay Jain and Mr. Manish Jain are common Directors in both companies
3	Nature, material terms, monetary value and particulars of the contract or arrangement	To grant loan(s) / provide guarantee(s) / security(ies) up to an amount not exceeding INR 600 Crore, in one or more tranches in order to support the operational and financial requirements of Suyog Urja Limited.
4	Purpose for which the loan/ guarantee/security will be utilised	The proposed financial assistance will be utilised by Suyog Urja Limited exclusively for its principal business activities
5	Tenure / repayment terms / rate of interest	To be determined by the Board of Directors (which term shall include any Committee constituted by the Board or any person(s) authorised by the Board to exercise its powers, including the powers conferred by this Resolution)
6	Date of approval by the Audit Committee	28th May, 2026
7	Date of approval by the Board of Directors	28th May, 2026

None of the Directors or Key Managerial Personnel of the Company or their relatives, except Mr. Sanjay Jain and Mr. Manish Jain and their relatives to the extent of their shareholding and directorship are concerned or interested, financially or otherwise, in this resolution.

The Board recommends the passing of this resolution as a Special Resolution.

ITEM NO 4:

Pursuant to the provisions of Regulation 23 of the SEBI Listing Regulations, read with the applicable provisions of the Companies Act, 2013 ("Act") and the rules framed thereunder, and in accordance with the Company's Policy on Related Party Transactions, all material related party transactions require prior approval of the shareholders of the Company by way of an ordinary resolution, even if such transactions are in the ordinary course of business of the Company and at an arm's length basis.

Further in terms of Regulation 23 of the SEBI Listing Regulations and the aforesaid Policy, a transaction with a related party shall be considered material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds the thresholds specified in Schedule XII of the SEBI Listing Regulations. Further as per Schedule XII of SEBI Listing Regulations, where the annual consolidated turnover of the Company is up to INR 20,000 Crore, a related party transaction is considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year exceeds 10% (ten percent) of the annual consolidated turnover of the Company as per its last audited financial statements. Considering that the annual consolidated turnover of the Company as on March 31, 2026 was INR 1,145.60 Crore, the materiality threshold for seeking shareholders' approval for related party transactions of the Company is INR 114.56 Crore ("Materiality Threshold"). The said limit is applicable even if the transactions are in the ordinary course of business and at an arm's length basis.

Further, as per Regulation 2(1)(zc) of the SEBI Listing Regulations, the definition of Related Party Transaction ('RPT') includes a transaction involving a transfer of resources, services or obligations between the Company or any of its subsidiaries on one hand and a related party of the Company or any of its subsidiaries on the other hand, regardless of whether a price is charged or not.

Background, details and benefits of the transaction

The Company is engaged in the business of water and wastewater treatment and generation of energy through renewable sources, either directly or through its subsidiaries and joint ventures.

Suyog Urja Limited ("Suyog") is a Step-Down Subsidiary of the Company and is engaged in the development and execution of renewable energy projects, particularly in the wind energy sector, and possesses significant technical expertise, execution capabilities and industry relationships.

The Company is strategically expanding its renewable energy portfolio and strengthening its presence in the wind energy segment. In view of the increasing business opportunities and project pipeline in the renewable energy sector, Suyog requires operational and financial support for project development, execution, procurement activities, working capital requirements and other business needs. Accordingly, the Company and the Suyog have entered into / will enter into transactions / contract(s) / agreement(s) / arrangement(s) in terms of Regulation 2(1)(zc)(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

All related party transactions between the Company and the Suyog are / will be at arm's length and in the ordinary course of business. The Company and its subsidiaries have a well-defined governance process for the related party transactions undertaken by them.

All related party transactions of the Company are undertaken after obtaining prior approval of the Audit Committee, wherever applicable. The related party transactions as set out in this Notice have been unanimously approved by the Audit Committee after satisfying itself that the related party transactions are at arm's length and in the ordinary course of business. The Audit Committee of the Company reviews on a quarterly basis, the details of all related party transactions entered into during the previous quarter, pursuant to its approvals.

Any subsequent material modification in the transactions, as defined by the Audit Committee as a part of the Company's Policy on Related Party Transactions, shall be placed before the members for approval, in terms of Regulation 23(4) of the SEBI Listing Regulations.

The value of transactions (for which the approval is being sought) for the period commencing from April 1, 2026 till the date of this Notice has not exceeded the existing limits under the Act / SEBI Listing Regulations and is not likely to exceed the limits approved by members / the materiality threshold till the approval of these transactions by the members.

The details of transactions as required under Regulation 23(4) of the SEBI Listing Regulations read with SEBI Master Circular dated 30th January, 2026 ("SEBI Master Circular") along with details as required under the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" ("RPT Industry Standards") are set forth below:

Sr. No.	Particulars of the information	Information provided by the management
Part A: Minimum information of the proposed RPT		
A(1) Basic details of the related party		
1	Name of the related party	Suyog Urja Limited
2	Country of incorporation of the related party	India
3	Nature of business of the related party	Energy generation through conventional and non-conventional resources
A(2) Relationship and ownership of the related party		
1	Relationship between the listed entity and the related party – including nature of its concern (Financial or otherwise) and the following	Step Down Subsidiary
	• Shareholding of the listed entity, whether direct or indirect, in the related party.	51%
	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity	Not applicable
	• Shareholding of the related party, whether direct or indirect, in the listed entity	Nil
A(3) Details of previous transactions with the related party		
1	Total amount of all the transactions undertaken by the listed entity with the related party during the last financial year.	Nil
2	Total amount of all the transactions undertaken by the listed entity with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	Nil
3	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity during the last financial year.	No
A(4) Amount of the proposed transaction(s)		
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee.	INR 700 Crore
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	61.10%
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	NA

<table>
<tr><th>Sr. No.</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>5</td><td>Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.</td><td>406.98%
(based on the Audited financials of March, 2025)</td></tr>
<tr><td>6</td><td>Financial performance of the related party for the immediately preceding financial year:</td><td><table><tr><th>Particulars</th><th>2024-25 (INR in Crore)</th></tr><tr><td>Turnover</td><td>171.99</td></tr><tr><td>Profit After Tax</td><td>16.90</td></tr><tr><td>Net worth</td><td>30.34</td></tr></table></td></tr>
<tr><td colspan="3">A(5) Basic details of the proposed transaction</td></tr>
<tr><td>1</td><td>Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)</td><td><table><tr><th>S. No.</th><th>Nature of Transactions</th><th>2026-27 (INR in Crore)</th></tr><tr><td>1</td><td>sale, purchase or supply of any goods or materials or availing or rendering of any services</td><td>100.00</td></tr><tr><td>2</td><td>Granting and/or receiving of loans</td><td>300.00</td></tr><tr><td>3</td><td>Providing and/or receiving Corporate Guarantees</td><td>300.00</td></tr><tr><td colspan="2">Total</td><td>700.00</td></tr></table></td></tr>
<tr><td>2</td><td>Details of each type of the proposed transaction</td><td>The proposed related party transactions may include sale, purchase or supply of goods or materials, availing or rendering of services, granting and/or receiving of loans or other financial assistance, and providing and/or receiving corporate guarantees or similar credit support, in one or more tranches from time to time on an arm's length basis and in the ordinary course of business, subject to the overall limits approved by the Board/Shareholders</td></tr>
<tr><td>3</td><td>Tenure of the proposed transaction (tenure in number of years or months to be specified)</td><td>Valid till the date of the next annual general meeting of the Company. However, the Corporate Guarantee shall be extended for a period as required by the Lenders.</td></tr>
<tr><td>4</td><td>Whether omnibus approval is being sought?</td><td>Yes</td></tr>
<tr><td>5</td><td>Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.</td><td>Upto INR 700 Crore</td></tr>
</table>

Sr. No.	Particulars of the information	Information provided by the management
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	Suyog was incorporated with the primary objective of developing renewable energy infrastructure, with a particular focus on the execution of wind energy projects across various states in India. The proposed transactions are intended to facilitate the development and implementation of such projects and are expected to create operational and strategic synergies within the Group. These transactions will support the Company's expansion into the wind energy segment, thereby strengthening and complementing its existing renewable energy portfolio. The proposed arrangement is expected to enhance the Company's overall renewable energy capacity, diversify its energy mix, expand its geographic presence, and contribute to long-term value creation for stakeholders, thereby reinforcing its position in the renewable energy sector.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	Mr. Sanjay Jain and Mr. Manish Jain, the Promoter Directors of the Company are also the Directors in Suyog.
	a. Name of the director / KMP	Mr. Sanjay Jain and Mr. Manish Jain, Promoter Directors of the Company, are also the Directors of Suyog.
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Both Mr. Sanjay Jain and Mr. Manish Jain have an indirect interest in Suyog through their shareholding in the Company, which holds 100% of the equity share capital of EIE Renewables Private Limited ("ERPL"), and ERPL, in turn, holds 51% of the equity share capital of Suyog. Further, Mr. Sanjay Jain and Mr. Manish Jain each hold 1 equity share in Suyog in their individual capacity and 1 equity share through the Karta of their respective HUFs, as nominees of ERPL.
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee	Not applicable
9	Other information relevant for decision making	All relevant / important information forms part of the Explanatory Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013

PART B

B(1): Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances

1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	N.A.
2	Basis of determination of price.	Price shall be determined on an arm's length basis, taking into account prevailing market conditions, project requirements, nature of goods/services, quantity, specifications, and other relevant commercial factors,
3.	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice) , if any, proposed to be extended to the related party in relation to the transaction, specify the following:	
	a. Amount of Trade advance	Nil
	b. Tenure	N.A.
	c. Whether same is self-liquidating?	N.A.

NOTICE OF 16TH ANNUAL GENERAL MEETING (Contd.)

Sr. No.	Particulars of the information	Information provided by the management
B(2) Disclosure only in case of transactions relating to loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity		
1.	Source of funds in connection with the proposed transaction.	The funds will be sourced from its internal accruals / external borrowings.
2.	Where any financial indebtedness is incurred to give loan, intercorporate deposit or advance, specify the following: a. Nature of indebtedness b. Total cost of borrowing c. Tenure d. Other details	No financial indebtedness has been incurred at present for the purpose of extending loans, inter-corporate deposits or advances to related parties. In the event such indebtedness is considered in the future, the nature, cost of funds, and tenure will be determined based on prevailing market conditions, internal financial policies, and applicable regulatory guidelines. The transaction will be assessed on a case-by-case basis and will adhere to the Company's policies and arm's length principles to ensure fairness and compliance.
3.	Rate of interest at which the listed entity is borrowing from its bankers/ other lenders.	The weighted average cost of borrowings of the Company was 9.15% per annum as on 31st March, 2026.
4.	Proposed interest rate to be charged by listed entity from the related party.	The interest rate applicable to the transaction shall be determined based on guidance provided in the RPT framework / arms' length policy approved by the Audit Committee.
5.	Maturity / due date	Shall be determined at the time of entering into the respective transaction, having regard to the nature, purpose, commercial terms, and business requirements of such transaction
6.	Repayment schedule & terms	The terms of borrowing will be on arm's length basis. The funds shall be payable as per the repayment schedule or on maturity / due date as per the terms agreed.
7.	Whether secured or unsecured?	unsecured
8.	If secured, the nature of security & security coverage ratio	Not applicable
9.	The purpose for which the funds will be utilised by the ultimate beneficiary of such funds pursuant to the transaction.	It will be utilised for the principal business activities of the beneficiary.
C(1) Disclosure only in case of transactions relating to any loans and advances (other than trade advances), intercorporate deposits given by the listed entity		
10.	Latest credit rating of the related party	N.A.
11.	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default. In addition, state the following: a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; b) Whether the related party has been declared a "wilful defaulter" by any of its bankers and whether such status is currently subsisting; c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation;	None

Sr. No.		Particulars of the information	Information provided by the management
	d)	Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.	
B(4) Disclosure only in case of guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity.			
1.	a)	Rationale for giving guarantee, surety, indemnity or comfort letter	The proposed corporate guarantee(s) are intended to facilitate the availability of fund-based and/or non-fund-based credit facilities to Suyog Urja Limited for the development, execution and operation of renewable energy projects, particularly in the wind energy sector. The proposed arrangement will support Suyog's working capital requirements, capital expenditure plans, performance obligations and other business requirements arising in the ordinary course of its operations. The corporate guarantee(s) shall be provided on terms determined on an arm's length basis, having regard to prevailing market practices and commercial considerations applicable to similar arrangements. The proposed support is expected to enable Suyog to secure financing and credit facilities on more competitive terms, optimise the overall cost of borrowing, improve financial flexibility and ensure timely availability of funds for project execution.
	b)	Whether it will create a legally binding obligation on listed entity?	Yes
2		Material covenants of the proposed transaction including: (i) commission, if any to be received by the listed entity; (ii) contractual provisions on how the listed entity will recover the monies in case such guarantee, surety, indemnity or comfort letter is invoked.	Commission, if any, will be calculated on an arm's length price. In case the Company provide/ receive(s) any guarantee, surety, indemnity or comfort letter which in any scenario gets invoked, the Company will be recovering the amount as per the applicable laws and as per the agreement which will be entered between the parties.
3		The value of obligations undertaken by the listed entity, for which a guarantee, surety, indemnity or comfort letter has been provided by the listed entity. Additionally, any provisions required to be made in the books of account of the listed entity shall also be specified.	N.A.
C(3): Disclosure only in case of transactions relating to any guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity			
1		If guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter is given in connection with the borrowing by a related party, provide latest credit rating of the related party	N.A.
2		Details of solvency status and going concern status of the related party during the last three financial years	The related party is solvent in the last three financial years and is a going concern.

Sr. No.	Particulars of the information	Information provided by the management
3	The value of obligations undertaken by the listed entity for which a guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee) surety, indemnity or comfort letter has been provided by the listed entity. Additionally, any provisions required to be made in the books of account of the listed entity shall alsobe specified.	N.A.
4	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person. In addition, state the following: a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; b) Whether the related party has been declared a "wilful defaulter" by any of its bankers and whether such status is currently subsisting; c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.	None
B (5): Disclosure only in case of transactions relating to borrowings by the listed entity		
1	Material covenants of the proposed transaction	Shall be determined at the time of entering into the respective transaction(s), having regard to the nature and purpose of the transaction, prevailing market conditions and commercial considerations. The transactions shall be undertaken on an arm's length basis and on terms not prejudicial to the interests of the Company.
2	Interest rate (in terms of numerical value or base rate and applicable spread)	As per arm's length policy of the Company
3	Cost of borrowing	No additional cost except interest
4	Maturity / due date	Repayable on demand
5	Repayment schedule & terms	Repayable on demand
6	Whether secured or unsecured	unsecured
7	If secured, the nature of security & security coverage ratio	Not Applicable
8	The purpose for which the funds will be utilised by the listed entity	To support business expansion and working capital requirements.

Sr. No.	Particulars of the information	Information provided by the management
PART C		
C (4): Disclosure only in case of transactions relating to borrowings by the listed entity		
1	Debt to Equity Ratio of the listed entity based on last audited financial statements	
	a. Before transaction	0.15
	b. After transaction	0.41*
		**Post debt-equity ratio has been calculated after considering the proposed borrowing, assuming that the entire proposed amount had been outstanding throughout the year. Accordingly, the post-tax interest cost attributable to such proposed borrowing has been adjusted against the existing equity*
2	Debt Service Coverage Ratio of the listed entity based on last audited financial statements	
	a. Before transaction	6.53
	b. After transaction	0.66*
		**Debt Service Coverage Ratio has been calculated after considering the finance cost on proposed borrowing, assuming that the entire proposed borrowing is paid and the year end.*

The Audit Committee has reviewed the certificate provided by the Chief Financial Officer and Managing Director of the Company as required under the RPT Industry Standards.

Mr. Sanjay Jain and Mr. Manish Jain, Executive Directors of the Company and their relatives, to the extent of their shareholding, if any, are deemed to be concerned or interested, in the said transactions. Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the transactions.

Pursuant to Regulation 23 of the SEBI Listing Regulations, members may also note that no related party of the Company shall vote to approve the Ordinary Resolutions set out at Item No. 4 whether the entity is a related party to the particular transaction or not.

The Board commends the Ordinary Resolutions set out at Item No. 4 of the Notice for approval by the members.

ITEM NO 5:

Pursuant to Regulation 23 of the SEBI Listing Regulations, a related party transaction above rupees one crore, whether entered into individually or taken together with previous transactions during a financial year, to which the subsidiary of a listed entity is a party but the listed entity is not a party, shall require prior approval of the audit committee of the listed entity if the value of such transaction above rupees one crore and whether entered into individually or taken together with previous transactions during a financial year, exceeds the lower of the following:

(i) ten percent of the annual standalone turnover of the subsidiary as per the last audited financial statements of the subsidiary; or

(ii) the threshold for material related party transactions of listed entity as specified in Schedule XII of SEBI Listing Regulations.

and in the event any such Related Party Transaction exceeds the prescribed materiality thresholds of listed entity, prior approval of the shareholders of the listed entity shall also be required.

Further in terms of Regulation 23 of the SEBI Listing Regulations and the aforesaid Policy, a transaction with a related party shall be considered material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds the thresholds specified in Schedule XII of the SEBI Listing Regulations. Further as per Schedule XII of SEBI Listing Regulations, where the annual consolidated turnover of the Company is up to INR 20,000 Crore, a related party transaction is considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year exceeds 10% (ten percent) of the annual consolidated turnover of the Company as per its last audited financial statements. Considering that the annual consolidated turnover of the Company as on 31st March, 2026 was INR 1,145.60 Crore, the materiality threshold for seeking shareholders' approval for related party transactions of the Company is INR 114.56 Crore ("**Materiality Threshold**"). The said limit is applicable even if the transactions are in the ordinary course of business and at an arm's length basis.

Further, as per Regulation 2(1)(zc) of the SEBI Listing Regulations, the definition of Related Party Transaction ('RPT') includes a transaction involving a transfer of resources, services or obligations between the Company or any of its subsidiaries on one hand and a related party of the Company or any of its subsidiaries on the other hand, regardless of whether a price is charged or not.

Background, details and benefits of the transaction

The Company is engaged in the business of water and wastewater treatment and generation of energy through renewable sources, either directly or through its subsidiaries and joint ventures.

EIE Renewables Private Limited ("ERPL") is a Wholly Owned Subsidiary of the Company and Suyog Urja Limited ("Suyog") is a Subsidiary of ERPL and Step-Down Subsidiary of the Company. Both the Companies are engaged in the development and execution of various renewable energy projects, and possesses significant technical expertise, execution capabilities and industry relationships.

The Company is strategically expanding its renewable energy portfolio and strengthening its presence in the wind energy segment. In view of the increasing business opportunities and project pipeline in the renewable energy sector, Suyog requires operational and financial support for project development, execution, procurement activities, working capital requirements and other business needs. Accordingly, ERPL and the Suyog have entered into / will enter into transactions / contract(s) / agreement(s) / arrangement(s) in terms of Regulation 2(1)(zc)(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

All related party transactions between ERPL and Suyog are / will be at arm's length and in the ordinary course of business. The Company and its subsidiaries have a well-defined governance process for the related party transactions undertaken by them.

All related party transactions of the Company are undertaken after obtaining prior approval of the Audit Committee, wherever applicable. The related party transactions as set out in this Notice have been unanimously approved by the Audit Committee after satisfying itself that the related party transactions are at arm's length and in the ordinary course of business. The Audit Committee of the Company reviews on a quarterly basis, the details of all related party transactions entered into during the previous quarter, pursuant to its approvals.

Any subsequent material modification in the transactions, as defined by the Audit Committee as a part of the Company's Policy on Related Party Transactions, shall be placed before the members for approval, in terms of Regulation 23(4) of the SEBI Listing Regulations.

The value of transactions (for which the approval is being sought) for the period commencing from 1st April, 2026 till the date of this Notice has not exceeded the existing limits under the Act / SEBI Listing Regulations and is not likely to exceed the limits approved by members / the materiality threshold till the approval of these transactions by the members.

The details of transactions as required under Regulation 23(4) of the SEBI Listing Regulations read with SEBI Master Circular dated 30th January, 2026 ("SEBI Master Circular") along with details as required under the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" ("RPT Industry Standards") are set forth below:

Sr. No.	Particulars of the information	Information provided by the management
Part A: Minimum information of the proposed RPT		
A(1) Basic details of the related party		
1	Name of the related party	EIE Renewables Private Limited ("ERPL") – Wholly Owned Subsidiary of the Company Suyog Urja Limited ("Suyog") - Subsidiary of ERPL and Step-Down Subsidiary of the Company
2	Country of incorporation of the related party	India
3	Nature of business of the related party	Energy generation through conventional and non-conventional resources
A(2) Relationship and ownership of the related party		
1	Relationship between the subsidiary and the related party – including nature of its concern (Financial or otherwise) and the following	ERPL – Wholly Owned Subsidiary of the Company Suyog - Subsidiary of ERPL and Step-Down Subsidiary of the Company
	• Shareholding of the subsidiary, whether direct or indirect, in the related party.	51%
	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity	Not applicable
	• Shareholding of the related party, whether direct or indirect, in the listed entity	Nil
A(3) Details of previous transactions with the related party		
1	Total amount of all the transactions undertaken by the subsidiary with the related party during the last financial year.	Nil
2	Total amount of all the transactions undertaken by the subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	Nil
3	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the subsidiary during the last financial year.	No
A(4) Amount of the proposed transaction(s)		
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee.	INR 700 Crore
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	61.10%

<table>
<tr><th>Sr. No.</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>4</td><td>Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)</td><td>542.80%</td></tr>
<tr><td>5</td><td>Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.</td><td>406.98%
(based on the Audited financials of March, 2025)</td></tr>
<tr><td>6</td><td>Financial performance of the related party for the immediately preceding financial year:</td><td>ERPL:
<table>
<tr><th>Particulars</th><th>2025-26
(INR in Crore)</th></tr>
<tr><td>Turnover</td><td>128.96</td></tr>
<tr><td>Profit After Tax</td><td>9.00</td></tr>
<tr><td>Net worth</td><td>128.17</td></tr>
</table>
Suyog:
<table>
<tr><th>Particulars</th><th>2024-25
(INR in Crore)</th></tr>
<tr><td>Turnover</td><td>171.99</td></tr>
<tr><td>Profit After Tax</td><td>16.90</td></tr>
<tr><td>Net worth</td><td>30.34</td></tr>
</table></td></tr>
<tr><td colspan="3">A(5) Basic details of the proposed transaction</td></tr>
<tr><td>1</td><td>Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)</td><td>
<table>
<tr><th>S. No.</th><th>Nature of Transactions</th><th>2026-27
(INR in Crore)</th></tr>
<tr><td>1</td><td>sale, purchase or supply of any goods or materials or availing or rendering of any services</td><td>100.00</td></tr>
<tr><td>2</td><td>Granting and/or receiving of loans</td><td>300.00</td></tr>
<tr><td>3</td><td>Providing and/or receiving Corporate Guarantees</td><td>300.00</td></tr>
<tr><td colspan="2">Total</td><td>700.00</td></tr>
</table></td></tr>
<tr><td>2</td><td>Details of each type of the proposed transaction</td><td>The proposed related party transactions may include sale, purchase or supply of goods or materials, availing or rendering of services, granting and/or receiving of loans or other financial assistance, and providing and/or receiving corporate guarantees or similar credit support, in one or more tranches from time to time on an arm's length basis and in the ordinary course of business, subject to the overall limits approved by the Board/Shareholders</td></tr>
<tr><td>3</td><td>Tenure of the proposed transaction (tenure in number of years or months to be specified)</td><td>Valid till the date of the next annual general meeting of the Company. However, the Corporate Guarantee shall be extended for a period as required by the Lenders.</td></tr>
<tr><td>4</td><td>Whether omnibus approval is being sought?</td><td>Yes</td></tr>
</table>

Sr. No.	Particulars of the information	Information provided by the management
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Upto INR 700 Crore
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	Suyog was incorporated with the primary objective of developing renewable energy infrastructure, with a particular focus on the execution of wind energy projects across various states in India. The proposed transactions are intended to facilitate the development and implementation of such projects and are expected to create operational and strategic synergies within the Group. These transactions will support the Company's expansion into the wind energy segment, thereby strengthening and complementing its existing renewable energy portfolio. The proposed arrangement is expected to enhance the Company's overall renewable energy capacity, diversify its energy mix, expand its geographic presence, and contribute to long-term value creation for stakeholders, thereby reinforcing its position in the renewable energy sector.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	Mr. Sanjay Jain and Mr. Manish Jain, the Promoter Directors of the Company are also the Directors in Suyog.
	a. Name of the director / KMP	Mr. Sanjay Jain and Mr. Manish Jain, Promoter Directors of the Company, are also the Directors of Suyog.
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Both Mr. Sanjay Jain and Mr. Manish Jain have an indirect interest in Suyog through their shareholding in the Company, which holds 100% of the equity share capital of ERPL, and ERPL, in turn, holds 51% of the equity share capital of Suyog. Further, Mr. Sanjay Jain and Mr. Manish Jain each hold 1 equity share in Suyog in their individual capacity and 1 equity share through the Karta of their respective HUFs, as nominees of ERPL.
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee	Not applicable
9	Other information relevant for decision making	All relevant / important information forms part of the Explanatory Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013

NOTICE OF 16TH ANNUAL GENERAL MEETING (Contd.)

Sr. No.	Particulars of the information	Information provided by the management
PART B		
B(1): Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances		
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	N.A.
2	Basis of determination of price.	Price shall be determined on an arm's length basis, taking into account prevailing market conditions, project requirements, nature of goods/services, quantity, specifications, and other relevant commercial factors,
3.	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice) , if any, proposed to be extended to the related party in relation to the transaction, specify the following:	
	a. Amount of Trade advance	Nil
	b. Tenure	N.A.
	c. Whether same is self-liquidating?	N.A.
B(2) Disclosure only in case of transactions relating to loans and advances (other than trade advances) or inter-corporate deposits given by the Subsidiary		
1.	Source of funds in connection with the proposed transaction.	The funds will be sourced from its internal accruals / external borrowings.
2.	Where any financial indebtedness is incurred to give loan, intercorporate deposit or advance, specify the following: a. Nature of indebtedness b. Total cost of borrowing c. Tenure d. Other details	No financial indebtedness has been incurred at present for the purpose of extending loans, inter-corporate deposits or advances to related parties. In the event such indebtedness is considered in the future, the nature, cost of funds, and tenure will be determined based on prevailing market conditions, internal financial policies, and applicable regulatory guidelines. The transaction will be assessed on a case-by-case basis and will adhere to the Company's policies and arm's length principles to ensure fairness and compliance.
3.	Rate of interest at which the subsidiary is borrowing from its bankers/ other lenders.	Interest rate of borrowing is 15% p.a. as on 31st March, 2026
4.	Proposed interest rate to be charged by the subsidiary from the related party.	The interest rate applicable to the transaction shall be determined based on guidance provided in the RPT framework / arms' length policy approved by the Audit Committee.
5.	Maturity / due date	Shall be determined at the time of entering into the respective transaction, having regard to the nature, purpose, commercial terms, and business requirements of such transaction
6.	Repayment schedule & terms	The terms of borrowing will be on arm's length basis. The funds shall be payable as per the repayment schedule or on maturity / due date as per the terms agreed.
7.	Whether secured or unsecured?	unsecured
8.	If secured, the nature of security & security coverage ratio	Not applicable

Sr. No.		Particulars of the information	Information provided by the management
9.		The purpose for which the funds will be utilised by the ultimate beneficiary of such funds pursuant to the transaction.	It will be utilised for the principal business activities of the beneficiary.
C(1) Disclosure only in case of transactions relating to any loans and advances (other than trade advances), intercorporate deposits given by the subsidiary			
10.		Latest credit rating of the related party	N.A.
11.		Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default. In addition, state the following: a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; b) Whether the related party has been declared a "wilful defaulter" by any of its bankers and whether such status is currently subsisting; c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.	None
B(4) Disclosure only in case of guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the Subsidiary.			
1	(a)	Rationale for giving guarantee, surety, indemnity or comfort letter	The proposed corporate guarantee(s) are intended to facilitate the availability of fund-based and/or non-fund-based credit facilities to Suyog for the development, execution and operation of renewable energy projects, particularly in the wind energy sector. The proposed arrangement will support Suyog's working capital requirements, capital expenditure plans, performance obligations and other business requirements arising in the ordinary course of its operations. The corporate guarantee(s) shall be provided on terms determined on an arm's length basis, having regard to prevailing market practices and commercial considerations applicable to similar arrangements. The proposed support is expected to enable Suyog to secure financing and credit facilities on more competitive terms, optimise the overall cost of borrowing, improve financial flexibility and ensure timely availability of funds for project execution.
	(b)	Whether it will create a legally binding obligation on listed entity?	Yes

Sr. No.	Particulars of the information	Information provided by the management
2	Material covenants of the proposed transaction including:	
	(i) commission, if any to be received by the subsidiary;	Commission, if any, will be calculated on an arm's length price.
	(ii) contractual provisions on how the subsidiary will recover the monies in case such guarantee, surety, indemnity or comfort letter is invoked.	In case the ERPL provide/ receive(s) any guarantee, surety, indemnity or comfort letter which in any scenario gets invoked, the ERPL will be recovering the amount as per the applicable laws and as per the agreement which will be entered between the parties.
3	The value of obligations undertaken by the subsidiary, for which a guarantee, surety, indemnity or comfort letter has been provided by the subsidiary. Additionally, any provisions required to be made in the books of account of the subsidiary shall also be specified.	N.A.
C(3): Disclosure only in case of transactions relating to any guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the subsidiary		
1	If guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter is given in connection with the borrowing by a related party, provide latest credit rating of the related party	N.A.
2	Details of solvency status and going concern status of the related party during the last three financial years	The related party is solvent in the last three financial years and is a going concern.
3	The value of obligations undertaken by the subsidiary, for which a guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee) surety, indemnity or comfort letter has been provided by the subsidiary. Additionally, any provisions required to be made in the books of account of the subsidiary shall also be specified.	N.A.

Sr. No.	Particulars of the information	Information provided by the management
4	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person. In addition, state the following: a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; b) Whether the related party has been declared a "wilful defaulter" by any of its bankers and whether such status is currently subsisting; c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.	Nil
B (5): Disclosure only in case of transactions relating to borrowings by the subsidiary		
1	Material covenants of the proposed transaction	Shall be determined at the time of entering into the respective transaction(s), having regard to the nature and purpose of the transaction, prevailing market conditions and commercial considerations. The transactions shall be undertaken on an arm's length basis and on terms not prejudicial to the interests of the Company.
2	Interest rate (in terms of numerical value or base rate and applicable spread)	As per arm's length policy of the Company
3	Cost of borrowing	No additional cost except interest
4	Maturity / due date	Repayable on demand
5	Repayment schedule & terms	Repayable on demand
6	Whether secured or unsecured	unsecured
7	If secured, the nature of security & security coverage ratio	Not Applicable
8	The purpose for which the funds will be utilised by the Subsidiary	To support business expansion and working capital requirements.

Sr. No.	Particulars of the information	Information provided by the management	
PART C			
C (4): Disclosure only in case of transactions relating to borrowings by the subsidiary			
1	Debt to Equity Ratio of the subsidiary based on last audited financial statements	**ERPL:**	**Suyog:**
	a. Before transaction	-	0.63
	b. After transaction	2.34	0.03
		Post debt-equity ratio has been calculated after considering the proposed borrowing, assuming that the entire proposed amount had been outstanding throughout the year. Accordingly, the post-tax interest cost attributable to such proposed borrowing has been adjusted against the existing equity	
2	Debt Service Coverage Ratio of the subsidiary based on last audited financial statements	**ERPL:**	**Suyog:**
	a. Before transaction	10.51	872.30
	b. After transaction	0.12	336.70
		Debt Service Coverage Ratio has been calculated after considering the finance cost on proposed borrowing, assuming that the entire proposed borrowing is paid and the year end	

The Audit Committee has reviewed the certificate provided by the Chief Financial Officer and Managing Director of the Company as required under the RPT Industry Standards.

Mr. Sanjay Jain and Mr. Manish Jain, Executive Directors of the Company and their relatives, to the extent of their shareholding, if any, are deemed to be concerned or interested, in the said transactions. Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the transactions.

Pursuant to Regulation 23 of the SEBI Listing Regulations, members may also note that no related party of the Company shall vote to approve the Ordinary Resolutions set out at Item No. 5 whether the entity is a related party to the particular transaction or not.

The Board commends the Ordinary Resolutions set out at Item No. 5 of the Notice for approval by the members.

ITEM NO 6:

Pursuant to the provisions of Regulation 23 of the SEBI Listing Regulations, read with the applicable provisions of the Companies Act, 2013 ("Act") and the rules framed thereunder, and in accordance with the Company's Policy on Related Party Transactions, all material related party transactions require prior approval of the shareholders of the Company by way of an ordinary resolution, even if such transactions are in the ordinary course of business of the Company and at an arm's length basis.

Further in terms of Regulation 23 of the SEBI Listing Regulations and the aforesaid Policy, a transaction with a related party shall be considered material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds the thresholds specified in Schedule XII of the SEBI Listing Regulations. Further as per Schedule XII of SEBI Listing Regulations, where the annual consolidated turnover of the Company is up to INR 20,000 Crore, a related party transaction is considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year exceeds 10% (ten percent) of the annual consolidated turnover of the Company as per its last audited financial statements. Considering that the annual consolidated turnover of the Company as on March 31, 2026 was INR 1,145.60 Crore, the materiality threshold for seeking shareholders' approval for related party transactions of the Company is INR 114.56 Crore ("**Materiality Threshold**"). The said limit is applicable even if the transactions are in the ordinary course of business and at an arm's length basis.

Further, as per Regulation 2(1)(zc) of the SEBI Listing Regulations, the definition of Related Party Transaction ('RPT') includes a transaction involving a transfer of resources, services or obligations between the Company or any of its subsidiaries on one hand and a related party of the Company or any of its subsidiaries on the other hand, regardless of whether a price is charged or not.

Background, details and benefits of the transaction

The Company was awarded a contract by the Maharashtra Industrial Development Corporation (MIDC) vide Letter of Intent dated 08.07.2025 for execution of the project titled "Panchganga River Pollution Control Measures – Upgradation of CETPs with Zero Liquid Discharge (ZLD) in Co-operative Industrial Estates of Ichalkaranji, Hatkanangale and Yadrav in Kolhapur District". The contract value is INR 395.50 Crores (Rupees Three Hundred Ninety-Five Crores and Fifty Lakhs only), exclusive of applicable taxes.

For execution of the aforesaid project, the Company entered into a Joint Controlled Operation with M/s AltoraPro Infrastructure Private Limited under the name "M/s EIEL AIEPL JV", wherein the Company presently holds a 51% participating interest. The participating interest of the Company may increase in the future, in accordance with the terms of the Joint Controlled Operation and/or any mutually agreed arrangement between the parties. The Joint Controlled Operation has been constituted solely for the purpose of executing the above project in accordance with the terms and conditions of the contract awarded by MIDC.

Considering the Company's majority participation and extensive expertise in the execution of large-scale water and wastewater infrastructure projects, the Company will be providing all the required support to the Joint Controlled Operation to ensure timely and efficient completion of the project.

The transaction is expected to strengthen the Company's order book, enhance its presence in the industrial wastewater treatment and Zero Liquid Discharge (ZLD) segment, and further reinforce its position as a leading EPC contractor in the water and environmental infrastructure sector. The project is also strategically significant as it supports pollution abatement and environmental sustainability initiatives in the Panchganga River basin while contributing positively to the Company's long-term growth and revenue prospects.

Accordingly, the Company and M/s EIEL AIEPL JV have entered into / will enter into transactions / contract(s) / agreement(s) / arrangement(s) in terms of Regulation 2(1)(zc)(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

All related party transactions between the Company and M/s EIEL AIEPL JV are / will be at arm's length and in the ordinary course of business. The Company and its Joint Controlled Operations have a well-defined governance process for the related party transactions undertaken by them.

All related party transactions of the Company are undertaken after obtaining prior approval of the Audit Committee, wherever applicable. The related party transactions as set out in this Notice have been unanimously approved by the Audit Committee after satisfying itself that the related party transactions are at arm's length and in the ordinary course of business. The Audit Committee of the Company reviews on a quarterly basis, the details of all related party transactions entered into during the previous quarter, pursuant to its approvals.

Any subsequent material modification in the transactions, as defined by the Audit Committee as a part of the Company's Policy on Related Party Transactions, shall be placed before the members for approval, in terms of Regulation 23(4) of the SEBI Listing Regulations.

The value of transactions (for which the approval is being sought) for the period commencing from April 1, 2026 till the date of this Notice has not exceeded the existing limits under the Act / SEBI Listing Regulations and is not likely to exceed the limits approved by members / the materiality threshold till the approval of these transactions by the members.

NOTICE OF 16TH ANNUAL GENERAL MEETING (Contd.)

The details of transactions as required under Regulation 23(4) of the SEBI Listing Regulations read with SEBI Master Circular dated January 30, 2026 ("SEBI Master Circular") along with details as required under the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" ("RPT Industry Standards") are set forth below:

Sr. No.	Particulars of the information	Information provided by the management
Part A: Minimum information of the proposed RPT		
A(1) Basic details of the related party		
1	Name of the related party	M/s EIEL AIEPL JV
2	Country of incorporation of the related party	India
3	Nature of business of the related party	Execution of the following project awarded by the Maharashtra Industrial Development Corporation: Panchganga River Pollution Control Measures – Upgradation of CETPs with Zero Liquid Discharge (ZLD) in Co-operative Industrial Estates of Ichalkaranji, Hatkanangale and Yadrav in Kolhapur District
A(2) Relationship and ownership of the related party		
1	Relationship between the listed entity and the related party – including nature of its concern (Financial or otherwise) and the following:	Joint Controlled Operation
	• Shareholding of the listed entity, whether direct or indirect, in the related party.	51%
	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity	Not applicable
	• Shareholding of the related party, whether direct or indirect, in the listed entity	Nil
A(3) Details of previous transactions with the related party		
1	Total amount of all the transactions undertaken by the listed entity with the related party during the last financial year.	INR 26.12 Crore
2	Total amount of all the transactions undertaken by the listed entity with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	N.A.
3	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity during the last financial year.	No
A(4) Amount of the proposed transaction(s)		
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee.	INR 500 Crore
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	43.65%

<table>
<tr><th>Sr. No.</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>4</td><td>Value of the proposed transactions as a percentage of subsidiary’s annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)</td><td>NA</td></tr>
<tr><td>5</td><td>Value of the proposed transactions as a percentage of the related party’s annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.</td><td>1,913.88%</td></tr>
<tr><td>6</td><td>Financial performance of the related party for the immediately preceding financial year:</td><td><table><tr><th>Particulars</th><th>FY 2025-26</th></tr><tr><td>Turnover</td><td>26,12,49,024</td></tr><tr><td>Profit After Tax</td><td>(79,000)</td></tr><tr><td>Net worth</td><td>(79,000)</td></tr></table></td></tr>
<tr><td colspan="3">A(5) Basic details of the proposed transaction</td></tr>
<tr><td>1</td><td>Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)</td><td>Sale, purchase or supply of any goods or materials or availing or rendering of any services</td></tr>
<tr><td>2</td><td>Details of each type of the proposed transaction</td><td>The proposed transactions shall comprise sale, purchase or supply of goods and materials, rendering and availing of engineering, procurement, construction, project management, technical consultancy, manpower deployment, equipment and machinery hiring, logistics and transportation support, testing and commissioning services, operation and maintenance support, reimbursement of actual expenses incurred on behalf of the Joint Controlled Operation, and such other ancillary or incidental transactions as may be required from time to time for the execution of the project awarded by the Maharashtra Industrial Development Corporation (MIDC). The transactions shall be undertaken in the ordinary course of business, on an arm’s length basis and in accordance with the contractual requirements of the Project.</td></tr>
<tr><td>3</td><td>Tenure of the proposed transaction (tenure in number of years or months to be specified)</td><td>Valid till the date of the next annual general meeting of the Company.</td></tr>
<tr><td>4</td><td>Whether omnibus approval is being sought?</td><td>Yes</td></tr>
<tr><td>5</td><td>Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.</td><td>The aggregate value of the proposed transactions shall not exceed INR 500 Crores over the tenure of the project. It is presently estimated that transactions of up to INR 300 Crores may be undertaken during the Financial Year 2026-27, with the balance amount (up to the aggregate approved limit of INR 500 Crores) expected to be undertaken during the Financial Year 2027-28, depending upon the actual progress and execution schedule of the project.</td></tr>
</table>

Sr. No.	Particulars of the information		Information provided by the management
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity		The proposed transactions will enable seamless execution of the project by leveraging the Company's technical expertise, execution capabilities and established operational infrastructure. It is expected to facilitate timely completion of the project, optimize operational efficiencies, ensure effective utilization of resources and contribute to the revenue and profitability of the Company through its majority participation in the Joint Controlled Operation.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.		
	a.	Name of the director / KMP	Mr. Sanjay Jain and Mr. Manish Jain, the Promoter Directors of the Company are the Authorised Representative of M/s EIEL AIEPL JV.
	b.	Shareholding of the director / KMP, whether direct or indirect, in the related party	NIL
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee		Not applicable
9	Other information relevant for decision making		All relevant / important information forms part of the Explanatory Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013
	PART B		
	B(1): Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances		
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.		N.A.
2	Basis of determination of price.		Price shall be determined on an arm's length basis, taking into account prevailing market conditions, project requirements, nature of goods/services, quantity, specifications, and other relevant commercial factors,
3.	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice) , if any, proposed to be extended to the related party in relation to the transaction, specify the following:		
	a.	Amount of Trade advance	Nil
	b.	Tenure	N.A.
	c.	Whether same is self-liquidating?	N.A.

The Audit Committee has reviewed the certificate provided by the Chief Financial Officer and Managing Director of the Company as required under the RPT Industry Standards.

Mr. Sanjay Jain and Mr. Manish Jain, Executive Directors of the Company and their relatives, to the extent of their shareholding, if any, are deemed to be concerned or interested, in the said transactions. Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the transactions.

Pursuant to Regulation 23 of the SEBI Listing Regulations, members may also note that no related party of the Company shall vote to approve the Ordinary Resolutions set out at Item No. 6 whether the entity is a related party to the particular transaction or not.

The Board commends the Ordinary Resolutions set out at Item No. 6 of the Notice for approval by the members.

ITEM NO. 7:

a) Background and the total money raised

Company filed its Prospectus dated November 27, 2024 ("Prospectus") with the Registrar of Companies, NCT of Delhi and Haryana, in connection with its Initial Public Offer ("IPO"), which consisted of a fresh issue of equity shares by the Company aggregating to INR 57,234.96 lakhs ("IPO Proceeds") and Offer for Sale by existing promoters of the Company, aggregating to INR 7,795.08 lakhs. The net proceeds received by the Company from the IPO Proceeds after deduction of expenses in relation to the fresh issue from the IPO Proceeds was INR 51,727.25 lakhs ("Net Proceeds").

The Equity Shares of the Company are presently listed and trading on National Stock Exchange of India Limited (NSE Limited) and BSE Limited.

b) The original purpose or object of the Issue, the money utilised for the objects of the Company stated in the prospectus, the extent of achievement of proposed objects and the unutilised amount out of the money so raised through prospectus

The objects for which the amount was raised as stated in the Prospectus along with its utilization are as follows:

(₹ in lakhs)

Sr. No.	Particulars	Amount	Amount utilised till date	Amount un-utilised till date
1.	To meet the Working Capital Requirements	18,100.00	18,099.07	0.93
2.	Infusion of funds in our Subsidiary, EIEL Mathura Infra Engineers Private Limited ("EIEL Mathura") to build 60 MLD STP under project titled 'Mathura Sewerage Scheme" at Mathura in Uttar Pradesh including Operation & maintenance for 15 years through Hybrid Annuity Based PPP Mode.	3,000.00	3,000.00	Nil
3.	Repayment/prepayment in full or in part, of certain of our outstanding borrowing	12,000.00	12,000.00	Nil
4.	Funding inorganic growth through unidentified acquisitions and general corporate purpose*	18,627.25	13,053.49	5,573.76
Total Net proceeds from the fresh issue		**51,727.25**	**46,152.57**	**5,574.68**
Issue Expenses		5,507.71	5,381.39	126.32
Gross IPO Proceeds		**57,234.96**	**51,533.96**	**5,701**

**The total amount to be used for general corporate purposes will not exceed 25% of the gross proceeds of the IPO i.e. INR 14,308.00 lakhs.*

The Company had overall utilized approx. 90% of the IPO proceeds amount as on June 30, 2026.

c) The particulars of the proposed variation in the terms of contracts referred to in the prospectus or objects for which prospectus was issued and the proposed time limit within which the proposed varied objects would be achieved

(₹ in lakhs, unless otherwise stated)

Sr. No.	Particulars	Amount allocated as per prospectus	Amount un-utilised till date	Proposed Change	Revised amount allocated	Revised timeline
1.	To meet the Working Capital Requirements	18,100.00	0.93	No Change	18,100.00	Upto 31st March, 2027
2.	Infusion of funds in our Subsidiary, EIEL Mathura Infra Engineers Private Limited ("EIEL Mathura") to build 60 MLD STP under project titled 'Mathura Sewerage Scheme" at Mathura in Uttar Pradesh including Operation & maintenance for 15 years through Hybrid Annuity Based PPP Mode.	3,000.00	Nil	No Change	3,000.00	N.A.

NOTICE OF 16TH ANNUAL GENERAL MEETING (Contd.)

(₹ in lakhs, unless otherwise stated)

Sr. No.	Particulars	Amount allocated as per prospectus	Amount un-utilised till date	Proposed Change	Revised amount allocated	Revised timeline
3.	Repayment/prepayment in full or in part, of certain of our outstanding borrowing	12,000.00	Nil	No Change	12,000.00	N.A.
4.	Funding inorganic growth through unidentified acquisitions	18,627.25	4,319.25	As per S. No. 6	-	N.A.
	General corporate purpose* **The total amount to be used for General Corporate Purposes (GCP) will not exceed 25% of the gross proceeds of the IPO i.e. INR 14,308.00 lakhs.*		1,254.51	No Change	14,308.00	N.A.
5.	Issue Expenses	5,507.71	126.32	As per S. No. 6	5,381.39	N.A.
6.	Infusion of funds in two Subsidiaries, Varanasi DDU Nagar STP Private Limited and Varanasi Lohta STP Private Limited to build 45 MLD STP and 60 MLD STP respectively followed by an Operation and Maintenance (O&M) period of 15 years on Hybrid Annuity Model Basis under Namami Gange Programme	-	-	(a) INR 4,319.25 Lakhs is allocated from S. No. 4 i.e. Funding inorganic growth through unidentified acquisitions (b) INR 126.32 lakhs is allocated from S. No. 5 i.e. Issue Expenses	4,445.57	Upto 31st March, 2027
Total		**57,234.96**	**5,701**		**57,234.96**	

d) The reason and justification for seeking variation

The Company received Letter of Awards (LOA) dated 01.07.2026 for the development of 45 MLD STP & its associated Infrastructure for Pt. Deen Dayal Upadhyay Nagar (DDU Nagar), Varanasi and development of 60 MLD STP & its associated Infrastructure at Lohta, Varanasi, in Uttar Pradesh through Hybrid Annuity Based PPP Mode. The Company was identified as selected bidder and incorporated two Special Purpose Vehicles (SPVs), Varanasi DDU Nagar STP Private Limited and Varanasi Lohta STP Private Limited (Concessionaires) as Wholly Owned Subsidiaries of the Company for entering into concession agreement with NMCG and UP Jal Nigam to implement the said projects. The aggregate value of the projects is INR 256.92 crore (excluding GST). These projects are aligned with the Company's existing business capabilities, growth strategy and create an immediate, identifiable requirement for project funding.

At the same time, no specific inorganic acquisition opportunity requiring deployment of the amount earmarked for the original Object has been finalised and, accordingly, such amount remains available. Retaining the amount for an unidentified opportunity may delay its productive deployment. In view of the funding requirements of the HAM Projects, it is considered appropriate to reallocate the unutilised amount towards the Company's contribution and other eligible project-related requirements for these projects. The proposed variation will permit the Company to deploy the IPO proceeds towards identified projects within its principal business and is expected to facilitate efficient and timely utilisation of the funds. The management is also of the view that such deployment will generate value for shareholders by optimising the Company’s cost of capital and supporting identified growth opportunities.

e) The risk factors pertaining to the new objects

The proposed variation may be subject to various risks and uncertainties and requires necessary approvals and consents under the applicable laws. In case any such approvals or consents are not obtained or are delayed, this may impact or delay the implementation of the proposed variation, including the proposed timelines

Additionally, the implementation of the HAM Projects may be subject to risks relating to achievement of financial closure, availability of right of way, governmental approvals, delays in appointed date or construction, cost escalation, interest-rate fluctuations, performance of sub-contractors, availability of raw materials and equipment, and delays in payments or annuity receipts from the relevant authority.

There can be no assurance that the proposed deployment will result in the anticipated benefits within the estimated timeline; however, the Company's prior experience in executing 3 (three) HAM projects, together with its extensive experience in the execution of projects forming part of its principal business, is expected to assist in mitigating the aforesaid risks.

f) The estimated financial impact of the proposed alteration on the earnings and cash flow of the company

The project value for the development of 45 MLD STP at DDU Nagar, Varanasi is INR 126.78 crore (excluding GST), while the project value for the development of 60 MLD STP at Lohta, Varanasi INR 130.14 crore (excluding GST), aggregating to INR 256.92 crore (excluding GST).

The proposed variation will enable the Company to deploy INR 4,444.83 lakhs towards infusion of funds in aforesaid mentioned two Wholly Owned Subsidiaries to meet the funding requirements of the aforesaid projects. In the subsequent periods, the said projects are expected to generate cash inflows through payments receivable under the HAM framework, upon achievement of applicable milestones, commencement of operations and receipt of payments from the relevant authorities. The proposed alteration will have a positive impact on the Company's consolidated earnings upon successful execution and operation of the projects, by providing an identified and long-term business opportunity with an aggregate project value of INR 256.92 crore (excluding GST).

g) The place from where any interested person may obtain a copy of the notice of resolution to be passed

The Notice of the resolution proposed to be passed is available on the Company's website at www.eiel.in, websites of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively, and on the website of Company's Registrar and Transfer Agent, Bigshare Services Private Limited ("Bigshare") at https://ivote.bigshareonline.com.

h) The other relevant information which is necessary for the members to take an informed decision on the proposed resolution

The Company has utilised more than 75% of the IPO Proceeds towards the objects of the IPO, therefore, the conditions for applicability of the exit offer under Regulation 59 read with Schedule XX of the SEBI ICDR Regulations, do not apply to this proposed variation.

The Board of Directors of the Company in its Board Meeting held on 21.08.2026, on the recommendation of the Audit Committee, has approved and recommended the same to the members for their approval.

In terms of Sections 13(8) and 27 of the Companies Act, 2013 and rules made thereunder and applicable provisions of the SEBI ICDR Regulations, the aforesaid proposal of variation of objects is being placed before the shareholders for approval by way of a special resolution.

None of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

PURSUANT TO THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD-2 ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA, THE FOLLOWING INFORMATION IS FURNISHED ABOUT THE DIRECTOR PROPOSED TO BE APPOINTED:

Mr. Manish Jain (DIN: 02671522)	
Age	50 years
Qualification	Bachelor's degree in chemical engineering from Punjab University
Experience / brief resume / expertise	Mr. Manish Jain brings over 27 years of leadership in the Water and Wastewater Treatment industry. He has a strong track record of successfully managing operations, finance, and legal strategies. His expertise in end-to-end project execution ensures smooth delivery from planning through completion, while his deep understanding of regulatory landscapes guarantees compliance at every step. His financial insight drives profitability and growth, and his focus on operations and maintenance consistently enhances efficiency. Under his leadership, the Company has expanded its footprint beyond water and wastewater treatment into the renewable energy sector, including solar, wind energy and allied sustainability-focused businesses. His strategic vision and ability to identify and capitalise on emerging opportunities have played a key role in diversifying the Company's business portfolio and strengthening its position as an integrated environmental and renewable energy solutions provider. With a hands-on leadership style and strategic vision, he is key to the Company's ongoing success and expansion.
Terms & Conditions for reappointment	Managing Director, liable to retire by rotation
Remuneration last drawn (FY 2025-26)	INR 80.00 Lakh
Remuneration proposed to be paid	As per existing approved terms of appointment
Date of first appointment on the Board	19th June, 2009
Shareholding in the Company	4,89,31,000 equity shares
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Brother of Mr. Sanjay Jain, Chairman & Whole Time Director and spouse of Mrs. Shachi Jain, Whole Time Director
The number of Meetings of the Board attended during the year (FY 2025-26)	09 Board Meetings – 100%
Other Directorships	1. SMR Projects Private Limited 2. EIEPL Bareilly Infra Engineers Private Limited 3. EIEL Mathura Infra Engineers Private Limited 4. Enviro Infra Engineers (Saharanpur) Private Limited 5. EIE Renewables Private Limited 6. Sunaxis Renewables Private Limited 7. Soltrix Energy Solution Private Limited 8. Vento Power Infra Private Limited 9. Suyog Urja Limited
Membership / Chairmanship of Committees	Member – Audit Committee Chairman – Risk Management Committee **Suyog Urja Limited** Member – Audit Committee
Other listed entities in which directorship held	Nil
Listed entities in which directorship ceased in the past three years	Nil