Date: 01.09.2026

To,
The GM (Listing),
National Stock Exchange of India Ltd,
Exchange Plaza, Plot No.C-1,
G Block, Bandra Kurla Complex,
Bandra (East), Mumbai – 400051

NSE Symbol: URBAN
ISIN: INE0O0201019

Sub: Submission of Notice of 15th Annual General Meeting (AGM) and Annual Report for the Financial Year 2025-26.

Dear Sir,

This is to inform that 15th Annual General Meeting (AGM) of the Company will be held on **Friday, 25th September, 2026 at 11:30 a.m.,** (physical mode) at the registered office of the company situated at 26, Matey Square, BPCL Petrol Pump Gopal Nagar Road, Nagpur 440022, Maharashtra, India.

Pursuant to Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Notice of the 15th Annual General Meeting of the Company for the Financial Year 2025-26.

The Company has engaged the services of National Securities Depository Limited (NSDL) to provide the remote e-voting facility to the members of the Company. The remote e-voting facility will be available at www.evoting.nsdl.com and the members holding shares either in physical form or in electronic form as on cut-off date (i.e., Friday, 18.09.2026) shall only be entitled for availing the remote e-voting facility. Please make note of the following dates for e-voting:

Date and time of commencement of remote e-voting	Monday, 21st September, 2026 at 9.00 A.M.
Date and time of end of remote e-voting.	Thursday, 24th September, 2026 at 5.00 P.M.
Cut-off date for E-Voting	Friday, 18th September, 2026

The Notice of AGM and Annual Report for FY 2025-26 can be assessed/downloaded from the Company's website at following link/QR Code:

Document Name	Web-link	QR code
15th AGM Notice	https://urbanenviroltd.com/backendApi/uploads/15th_AGM_Notice_2025_26.pdf	
Annual Report 2025-26	https://urbanenviroltd.com/backendApi/uploads/Annual_Report_2025_26.pdf	

This is for your kind information and record.

Thanking you,

For URBAN ENVIRO WASTE MANAGEMENT LIMITED
Shraddha Kiran Kulkarni
Digitally signed by Shraddha Kiran Kulkarni
Date: 2026.09.01 15:41:31 +05'30'
(Shraddha Kulkarni)
Company Secretary & Compliance Officer

URBAN ENVIRO
WASTE MANAGEMENT LTD

Notice

of the

15th Annual General Meeting

25th September, 2026 | 11:30 A.M.

URBAN ENVIRO WASTE MANAGEMENT LIMITED

CIN: L90000MH2011PLC218213
PAN: AADCN7275L

26, Matey Square, BPCL Petrol Pump
Gopal Nagar Road, Nagpur 440022, Maharashtra, India.

E-mail: info@urbanenv.in | Telefax: 0712 2996029
Website: www.urbanenviroltd.com

Notice of 15th Annual General Meeting

NOTICE IS HEREBY GIVEN THAT the **15th Annual General Meeting** of the Members of **Urban Enviro Waste Management Limited** will be held on **Friday, 25th September, 2026** at **11.30 A.M.** at the registered office of the company situated at 26, Matey Square, BPCL Petrol Pump, Gopal Nagar Road, Nagpur 440022, Maharashtra, India.

Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2026 together with the Reports of the Board of Directors and the Auditors thereon and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as **Ordinary Resolution**:

   "RESOLVED THAT the Audited Financial Statements of the Company for the year ended March 31, 2026 together with the Reports of the Board of Directors and Auditors thereon be and are hereby received, considered and adopted."

2. To appoint a director in place of Shri Kamlesh Sharma (DIN: 01845899), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for re-appointment and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as **Ordinary Resolution:**

   "**RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013, Shri Kamlesh Sharma (DIN: 01845899), who retires by rotation at this meeting and being eligible has offered himself for reappointment, be and is hereby re-appointed as the Director of the Company, liable to rotation."

Special Business:

3. To increase the Authorised Share Capital of the Company and to consequently alter the Capital Clause of the Memorandum of Association of the Company and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as Ordinary Resolution:

   "RESOLVED THAT pursuant to the provisions of Sections 13, 61 and 64 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), and subject to the provisions of the Articles of Association of the Company, and subject to such approvals and consents as may be necessary, the consent of the Members of the Company be and is hereby accorded for increase in the Authorised Share Capital of the Company from the existing Rs. 15,00,00,000/- (Rupees Fifteen Crore Only) divided into 1,50,00,000 (One Crore Fifty Lakh) Equity Shares of Rs. 10/- (Rupees Ten Only) each to Rs. 20,00,00,000/- (Rupees Twenty Crore Only) divided into 2,00,00,000 (Two Crore) Equity Shares of Rs. 10/- (Rupees Ten Only) each, by the creation of additional share capital of Rs.5,00,00,000 (Rupees Five Crore only) divided into 50,00,000 (Fifty Lakh Only) Equity Shares of Rs. 10/- (Rupees Ten Only) each, ranking pari passu in all respects with the existing Equity Shares of the Company.

   RESOLVED FURTHER THAT pursuant to the provisions of Section 13 and other applicable provisions of the Act, if any, the existing Clause V of the Memorandum of Association of the Company relating to the Authorised Share Capital be and is hereby altered by deleting the same and substituting in its place the following new Clause V:

   "V. The Authorised Share Capital of the Company is Rs. 20,00,00,000/- (Rupees Twenty Crore Only) divided into 2,00,00,000 (Two Crore) Equity Shares of Rs. 10/- (Rupees Ten Only) each."

   RESOLVED FURTHER THAT any Director of the Company or the Company Secretary be and is hereby authorised to take all such steps, actions and measures as may be necessary, proper or expedient, including the filing of necessary forms with the Registrar of Companies and other regulatory authorities, signing and execution of documents, deeds and writings, and to do all such acts, deeds and things as may be required to give effect to this resolution."

4. To Increase Managerial Remuneration of Mr. Kamlesh Sharma (DIN: 01845899), Managing Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as Ordinary Resolution:

   "**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203, Schedule V and other applicable provisions of the Companies Act, 2013 (including statutory amendments or re-enactments thereof for the time being in force), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and such other rules, laws, regulations, guidelines or notifications as may be applicable and as per the Memorandum and Articles of Association of the Company, based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors and subject to such other approvals, consents and permissions as may be required under applicable laws, the consent of the Members of the Company be and is hereby accorded for revision in the remuneration payable to Mr. Kamlesh Sharma (DIN: 01845899), Managing Director, with effect from April 1, 2026, during the remaining period of his existing term of office, with the remuneration being subject to an overall maximum ceiling of ₹5,00,000/- (Rupees Five

Lakhs Only) per month, inclusive of salary, allowances, perquisites and other components of remuneration, as may be determined in accordance with the applicable provisions of the Act and Schedule V thereto.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to fix the actual remuneration payable to Mr. Kamlesh Sharma within the aforesaid maximum ceiling of ₹5,00,000/- per month and, accordingly, the Board has fixed the remuneration payable to Mr. Kamlesh Sharma at ₹3,00,000/- (Rupees Three Lakhs Only) per month with effect from April 1, 2026, which may be revised, varied or increased by the Board from time to time, within the maximum ceiling approved by the Members and subject to the applicable provisions of the Act, Schedule V, SEBI LODR Regulations and other applicable laws.

FURTHER RESOLVED THAT except for the revision in remuneration as approved hereinabove, all other existing terms and conditions of appointment of Mr. Kamlesh Sharma (DIN: 01845899) passed at Extraordinary General Meeting held on December 03, 2022 shall remain unchanged and continue to be in full force and effect.

FURTHER RESOLVED THAT the Board of Directors of the Company (which will include its committee thereof) be and is hereby authorized to determine, vary, revise and/or modify the remuneration of Mr. Kamlesh Sharma (DIN: 01845899), Managing Director, within the maximum ceiling approved by the Members and do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be necessary, expedient or desirable to give effect to this resolution."

5. To Increase Managerial Remuneration of Mr. Suresh Sharma (DIN: 09104544), Whole Time Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203, Schedule V and other applicable provisions of the Companies Act, 2013 (including statutory amendments or re-enactments thereof for the time being in force), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and such other rules, laws, regulations, guidelines or notifications as may be applicable and as per the Memorandum and Articles of Association of the Company, based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors and subject to such other approvals, consents and permissions as may be required under applicable laws, the consent of the Members of the Company be and is hereby accorded for revision in the remuneration payable to Mr. Suresh Sharma (DIN: 09104544), Whole Time Director, with effect from April 1, 2026, during the remaining period of his existing term of office, with the remuneration being subject to an overall maximum ceiling of ₹2,00,000/- (Rupees Two Lakhs Only) per month, inclusive of salary, allowances, perquisites and other components of remuneration, as may be determined in accordance with the applicable provisions of the Act and Schedule V thereto.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to fix the actual remuneration payable to Mr. Suresh Sharma within the aforesaid maximum ceiling of ₹2,00,000/- per month and, accordingly, the Board has fixed the remuneration payable to Mr. Suresh Sharma at ₹60,000/- (Rupees Sixty Thousand Only) per month with effect from April 1, 2026, which may be revised, varied or increased by the Board from time to time, within the maximum ceiling approved by the Members and subject to the applicable provisions of the Act, Schedule V, SEBI LODR Regulations and other applicable laws.

FURTHER RESOLVED THAT except for the revision in remuneration as approved hereinabove, all other existing terms and conditions of appointment of Mr. Suresh Sharma (DIN: 09104544) passed at Extraordinary General Meeting held on December 03, 2022 shall remain unchanged and continue to be in full force and effect.

FURTHER RESOLVED THAT the Board of Directors of the Company (which will include its committee thereof) be and is hereby authorized to determine, vary, revise and/or modify the remuneration of Mr. Suresh Sharma (DIN: 09104544), Whole Time Director, within the maximum ceiling approved by the Members and do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be necessary, expedient or desirable to give effect to this resolution."

6. To Increase Managerial Remuneration of Mr. Vikas Sharma (DIN: 08958628), Executive Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203, Schedule V and other applicable provisions of the Companies Act, 2013 (including statutory amendments or re-enactments thereof for the time being in force), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and such other rules, laws, regulations, guidelines or notifications as may be applicable and as per the Memorandum and Articles of Association of the Company, based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors and subject to such other approvals, consents and permissions as may be required under applicable laws, the consent of the Members of the Company be and is hereby accorded for revision in the remuneration payable to Mr. Vikas Sharma (DIN: 08958628), Executive Director, with effect from April 1, 2026, during the remaining period of his existing term of office, with the remuneration being subject to an overall maximum ceiling of ₹1,00,000/- (Rupees One Lakhs Only) per month, inclusive of salary, allowances, perquisites and other components of remuneration, as may be determined in accordance with the applicable provisions of the Act and Schedule V thereto.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to fix the actual remuneration payable to Mr. Vikas Sharma within the aforesaid maximum ceiling of ₹1,00,000/- per month and, accordingly, the Board has fixed the remuneration payable to Mr. Vikas Sharma at ₹50,000/- (Rupees Fifty Thousand Only) per month with effect from April 1, 2026, which may be revised, varied or increased by the Board from time to time, within the maximum ceiling approved by the Members and subject to the applicable provisions of the Act, Schedule V, SEBI LODR Regulations and other applicable laws.

FURTHER RESOLVED THAT except for the revision in remuneration as approved hereinabove, all other existing terms and conditions of appointment of Mr. Vikas Sharma (DIN: 08958628), passed at Extraordinary General Meeting held on March 30, 2022 shall remain unchanged and continue to be in full force and effect.

FURTHER RESOLVED THAT the Board of Directors of the Company (which will include its committee thereof) be and is hereby authorized to determine, vary, revise and/ or modify the remuneration of Mr. Vikas Sharma (DIN: 08958628), Executive Director, within the maximum ceiling approved by the Members and do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be necessary, expedient or desirable to give effect to this resolution."

Date: 01.09.2026
Place: Nagpur

By Order of the Board of Directors

Sd/-
Shraddha Kulkarni
Company Secretary

NOTES:

1. In compliance with the provisions and Circulars prescribed by MCA and SEBI, the Notice of the 15th AGM along with the Annual Report 2025-26 are being sent through electronic mode to those Members whose e-mail address is registered with the Company/ Depository Participants. Members may also note that the Notice of 15th Annual General Meeting, Attendance Slip, Proxy Form, Route Map, and the Annual Report for the year 2025-26 will also be available on the Company's website urbanenviroltd.com, websites of the Stock Exchange, i.e. National Stock Exchange of India Limited at www.nseindia.com, and the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

   In case any member is desirous of obtaining hard copy of the Annual Report for the financial year 2025-26 they may send a request from the registered e-mail address to the Company's e-mail address at cs@urbanenv.in mentioning their Folio no./ DP ID and Client ID.

   Additionally, in accordance with Regulation 36(1)(b) of the Listing Regulations, the Company is also sending a letter to members whose e-mail address is not registered with Company/ Depository Participant providing the exact web-link of Company's website from where the Annual Report for financial year 2025-26 can be accessed.

2. All the members are requested to support the Green Initiative of the Ministry of Corporate Affairs, Government of India and register their email addresses to receive all these documents electronically from the Company in accordance with Rule 18 of the Companies (Management & Administration) Rules 2014 and Rule 11 of the Companies (Accounts) Rules 2014.

3. The details as required pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to the provisions of Secretarial Standard on General Meetings (SS-2), in respect of the director's seeking appointment/ re-appointment at the AGM, is annexed hereto and forms part of the notice.

4. An explanatory statement pursuant to Section 102 of the Companies Act, 2013 and the rules ("the Act") and such statement, made thereunder setting out the material facts in respect of the business under items as set out in the notice to the Annual General Meeting (AGM) is annexed hereto and forms part of this Notice.

5. The attendance of the Members attending the AGM physically will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

6. A shareholder entitled to appoint a Proxy to attend and vote instead of him/her and the proxy need not be a shareholder of the company. The instrument of Proxy in order to be effective and valid, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting.

7. A Proxy form is attached herewith along with the notice of AGM. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.

8. Members are requested to note that a person can act as a proxy on behalf of Members not exceeding 50 members provided shareholding of those members in aggregate should not be more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

9. Corporate members intending to send their authorized representatives to attend the meeting are advised to send a duly certified copy of the Board Resolution along with the specimen signature, authorizing their representative to attend and vote on their behalf at the meeting.

10. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, and the relevant documents referred to in the Notice will be available physically for inspection by the members during the AGM.

11. During the period beginning 24 hours before the time fixed for the commencement of Meeting and ending with the conclusion of the Meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the company. All documents referred to in the Notice and accompanying explanatory statement are open for inspection at the Registered Office of the company on all working days of the company between 12:00 a.m. and 2:00 p.m. upto the date of the Annual General Meeting and at the venue of the Meeting for the duration of the Meeting.

12. Members seeking further information on the Financial Statement or any other matter contained in the Notice are requested to write to the Company at least 7 days before the meeting so that relevant information can be kept ready at the meeting.

13. The entry to the meeting venue will be regulated by means of attendance slips. For attending the meeting, members, proxies, and authorized representatives of the members, as the case may be, are requested to bring the enclosed attendance slip completed in all respects, and duly signed. Quote the Folio/Client ID & DP ID Nos. in all correspondence.

14. Members, who hold shares in dematerialized form are requested to bring their Client ID and DP ID Nos. for easier identification of attendance at the meeting.

15. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), read with MCA Circulars, as amended, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. Members voting rights shall be in proportion to his/her paid up share capital of the company.

16. The **cut-off date** for the purpose of determining the Members eligible for participation in remote e-voting (e-voting from a place other than venue of the AGM) and voting at the AGM is **Friday, 18th September, 2026**. Please note that Members can opt for only one mode of voting i.e., either by voting at the meeting through ballot/polling paper or remote e-voting. If Members opt for remote e-voting, then they should not vote at the Meeting and vice versa. However, once an e-vote on a resolution is cast by a Member, such Member is not permitted to change it subsequently or cast the vote again. Members who have cast their vote by remote e-voting prior to the date of the Meeting can attend the Meeting and participate in the Meeting, but shall not be entitled to cast their vote again.

17. In addition to the facility for voting through electronic means, Ballot Papers shall also be made available at the AGM venue. The members attending the AGM who have not cast their votes through Remote e-voting shall be eligible to vote through Ballot Paper (polling paper) at the Annual General meeting. In case the member casts his votes through both the processes i.e., E-voting and Physical Ballot Form, the votes in the electronic system would be considered and the Ballot Form would be ignored.

18. In case of joint holders, 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 at the AGM. There will be only one Ballot Form for every Folio/ DP ID & Client ID irrespective of the number of joint members.

19. Members may also write to the Company Secretary at the email ID: cs@urbanenv.in or contact at telephone no. 0712-2996029.

20. M/s, Kunal Dutt & Associates, Practising Company Secretaries (Membership No: F8831 & Certificate of Practice No. 10188) has been appointed by the Board of Directors of the Company as Scrutinizer for scrutinizing the remote e-voting process as well as voting at the meeting through ballot/polling paper in a fair and transparent manner.

21. The Scrutinizer shall make, not later than 48 hours of conclusion of the AGM, scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

22. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company urbanenviroltd.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing.

23. The results shall also be immediately forwarded to National Stock Exchange of India Ltd. (NSE). The results shall also be displayed on the notice board at the Registered Office of the Company.

24. A route map indicating direction to reach the venue of the AGM is given at the end of this notice as per the requirement of Secretarial Standards-2 on General Meeting.

25. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.

26. Non-Resident Indian Members are requested to inform the Company's 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 type, account number and address of the bank with pin code number, if not furnished earlier.

27. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number ('PAN'), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.

- For shares held in electronic form: to their Depository Participants only and not to the Company's RTA. Changes intimated to the Depository Participants will then be automatically reflected in the Company's records which will help the Company and its RTA provide efficient and better service to the Members.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER: -

The remote e-voting period begins on Monday, 21st September, 2026 at 9:00 A.M. and ends on Thursday, 24th September, 2026 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday, 18th September, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Friday, 18th September, 2026.

<u>How do I vote electronically using NSDL e-Voting system?</u>

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

<u>Step 1: Access to NSDL e-Voting system</u>

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 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 access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. 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. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period If you are 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 i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 4. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play

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 users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user 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 the e-Voting service provider 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, 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 CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. 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.
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. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

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. NSDL and CDSL.

Login type	**Helpdesk details**
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.com or call at 022 - 4886 7000
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 toll free no 1800-21-09911.

B) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
   c) How to retrieve your 'initial password'?
      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
      (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
   a) Click on "**Forgot User Details/Password**?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) **Physical User Reset Password**?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to kunaldutt9@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Ms Pallavi Mhatre (Deputy Vice President) at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cs@urbanenv.in

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cs@urbanenv.in. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A**) i.e. **Login method for e-Voting**

3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular dated December 9, 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

ANNEXURE TO NOTICE

EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

Item No.03- To increase the Authorised Share Capital of the Company and to consequently alter the Capital Clause of the Memorandum of Association of the Company

The present Authorised Share Capital of the Company is Rs. 15,00,00,000/- (Rupees Fifteen Crore Only) divided into 1,50,00,000 (One Crore Fifty Lakh) Equity Shares of Rs. 10/- (Rupees Ten Only) each.

In order to meet the future capital requirements of the Company and to facilitate the Company's future business plans, expansion and fund-raising requirements, it is proposed to increase the Authorised Share Capital of the Company.

Accordingly, the Board of Directors of the Company, at its meeting held on 29th August, 2026 approved the proposal for increase in the Authorised Share Capital of the Company from Rs. 15,00,00,000/- (Rupees Fifteen Crore Only) divided into 1,50,00,000 (One Crore Fifty Lakh) Equity Shares of Rs. 10/- (Rupees Ten Only) each to Rs. 20,00,00,000/- (Rupees Twenty Crore Only) divided into 2,00,00,000 (Two Crore) Equity Shares of Rs. 10/- (Rupees Ten Only) each, by creation of additional Rs. 5,00,00,000/- (Rupees Five Crore only) divided into 50,00,000 (Fifty Lakh Only) Equity Shares of Rs. 10/- (Rupees Ten Only) each, ranking pari passu in all respects with the existing Equity Shares of the Company.

Consequent upon the proposed increase in the Authorised Share Capital, it is necessary to alter Clause V (Capital Clause) of the Memorandum of Association of the Company so as to reflect the revised authorised share capital. Such alteration requires approval of the Members of the Company pursuant to the provisions of Sections 13, 61 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder.

The Memorandum of Association of the Company, together with the proposed alteration, will be available for inspection by the Members in accordance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 3 of the Notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution, except to the extent of their shareholding in the Company, if any.

Item No.04 - To Increase Managerial Remuneration of Mr. Kamlesh Sharma (DIN: 01845899), Managing Director

The Members of the Company, at the Extraordinary General Meeting held on December 03, 2022, approved the appointment of Mr. Kamlesh Sharma (DIN: 01845899) as the Managing Director of the Company for a term of five years and approved his remuneration at ₹2,00,000/- (Rupees Two Lakhs Only) per month, along with the other terms and conditions of his appointment.

Considering the significant growth in the scale and operations of the Company, the increased responsibilities entrusted to Mr. Kamlesh Sharma, his continued leadership in managing the affairs of the Company and the prevailing industry standards for managerial remuneration, the Nomination and Remuneration Committee, at its meeting held on April 15, 2026, reviewed and recommended revision in his remuneration. The Board of Directors, at its meeting held on May 07, 2026, considered and approved the recommendation of the Nomination and Remuneration Committee, subject to the approval of the Members and such other approvals as may be required under applicable laws.

Accordingly, the Board has proposed that the Members approve a maximum remuneration ceiling of ₹5,00,000/- (Rupees Five Lakhs Only) per month, inclusive of salary, allowances, perquisites and other components of remuneration, as may be applicable, for the remaining tenure of Mr. Kamlesh Sharma as Managing Director, subject to the provisions of the Companies Act, 2013, including Schedule V thereto, and other applicable laws and regulations.

It is clarified that the Board does not presently intend to fix the remuneration at the aforesaid maximum ceiling. The Board has, after due consideration, fixed the remuneration payable to Mr. Kamlesh Sharma at ₹3,00,000/- (Rupees Three Lakhs Only) per month with effect from April 1, 2026, which may be varied, revised or increased by the Board, including through any Committee thereof duly authorized by the Board, from time to time within the maximum ceiling of ₹5,00,000/- (Rupees Five Lakhs Only) per month approved by the Members, subject to the applicable provisions of the Companies Act, 2013, Schedule V thereto, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws.

Accordingly, approval of the Members is sought for revision in the remuneration payable to Mr. Kamlesh Sharma (DIN: 01845899), Managing Director, by fixing his remuneration at ₹3,00,000/- (Rupees Three Lakhs Only) per month with effect from April 1, 2026, subject to an overall maximum ceiling of ₹5,00,000/- (Rupees Five Lakhs Only) per month, within which the Board of Directors, including any Committee thereof duly authorized by the Board, shall be entitled to vary, revise or increase the remuneration from time to time during the remaining tenure of his appointment, subject to the applicable provisions of the Companies Act, 2013, Schedule V thereto and other applicable laws.

Except for the aforesaid revision in remuneration, all other terms and conditions of the appointment of Mr. Kamlesh Sharma as approved by the Members at the Extraordinary

General Meeting held on December 03, 2022, shall remain unchanged and continue to be in full force and effect.

The proposed remuneration is intended to be in accordance with the applicable provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

Disclosure under Secretarial Standard-2 (SS-2):

- Name of Director: Mr. Kamlesh Sharma
- DIN: 01845899
- Designation: Managing Director
- Date of Appointment/Re-appointment: As approved by the Members at the Extraordinary General Meeting held on December 03, 2022 for a period of 5 years.
- Proposed Revised Remuneration: ₹3,00,000/- (Rupees Three Lakhs Only) per month with effect from April 1, 2026, subject to an overall maximum ceiling of ₹5,00,000/- (Rupees Five Lakhs Only) per month.
- Nature of Change: Revision in managerial remuneration. No change in the tenure or other terms and conditions of appointment.
- Relationship with Other Directors/KMP: Brother of Shri Suresh Sharma

Except Mr. Kamlesh Sharma, being the appointee, and his relatives, if any, none of the Directors, Key Managerial Personnel of the Company or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 4 of the accompanying Notice for approval by the Members.

Item No.05 - To Increase Managerial Remuneration of Mr. Suresh Sharma (DIN: 09104544), Whole Time Director

The Members of the Company, at the Extraordinary General Meeting held on December 03, 2022, approved the appointment of Mr. Suresh Sharma (DIN: 09104544) as the Whole Time Director of the Company for a term of five years and approved his remuneration at ₹50,000/- (Rupees Fifty Thousand Only) per month, along with the other terms and conditions of his appointment.

Considering the significant growth in the scale and operations of the Company, the increased responsibilities entrusted to Mr. Suresh Sharma, his continued leadership in managing the affairs of the Company and the prevailing industry standards for managerial remuneration, the Nomination and Remuneration Committee, at its meeting held on April 15, 2026, reviewed and recommended revision in his remuneration. The Board of Directors, at its meeting held on May 07, 2026, considered and approved the recommendation of the Nomination and Remuneration Committee, subject to the approval of the Members and such other approvals as may be required under applicable laws.

Accordingly, the Board has proposed that the Members approve a maximum remuneration ceiling of ₹2,00,000/- (Rupees Two Lakhs Only) per month, inclusive of salary, allowances, perquisites and other components of remuneration, as may be applicable, for the remaining tenure of Mr. Suresh Sharma as Whole Time Director, subject to the provisions of the Companies Act, 2013, including Schedule V thereto, and other applicable laws and regulations.

It is clarified that the Board does not presently intend to fix the remuneration at the aforesaid maximum ceiling. The Board has, after due consideration, fixed the remuneration payable to Mr. Suresh Sharma at ₹60,000/- (Rupees Sixty Thousand Only) per month with effect from April 1, 2026, which may be varied, revised or increased by the Board, including through any Committee thereof duly authorized by the Board, from time to time within the maximum ceiling of ₹2,00,000/- (Rupees Two Lakhs Only) per month approved by the Members, subject to the applicable provisions of the Companies Act, 2013, Schedule V thereto, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws.

Accordingly, approval of the Members is sought for revision in the remuneration payable to Mr. Suresh Sharma (DIN: 09104544), Whole Time Director, by fixing his remuneration at ₹60,000/- (Rupees Sixty Thousand Only) per month with effect from April 1, 2026, subject to an overall maximum ceiling of ₹2,00,000/- (Rupees Two Lakhs Only) per month, within which the Board of Directors, including any Committee thereof duly authorized by the Board, shall be entitled to vary, revise or increase the remuneration from time to time during the remaining tenure of his appointment, subject to the applicable provisions of the Companies Act, 2013, Schedule V thereto and other applicable laws.

Except for the aforesaid revision in remuneration, all other terms and conditions of the appointment of Mr. Suresh Sharma as approved by the Members at the Extraordinary General Meeting held on December 03, 2022, shall remain unchanged and continue to be in full force and effect.

The proposed remuneration is intended to be in accordance with the applicable provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

Disclosure under Secretarial Standard-2 (SS-2):

- Name of Director: Mr. Suresh Sharma
- DIN: 09104544
- Designation: Whole Time Director
- Date of Appointment/Re-appointment: As approved by the Members at the Extraordinary General Meeting held on December 03, 2022 for a period of 5 years.
- Proposed Revised Remuneration: ₹60,000/- (Rupees Sixty Thousand Only) per month with effect from April 1, 2026, subject to an overall maximum ceiling of ₹2,00,000/- (Rupees Two Lakhs Only) per month.
- Nature of Change: Revision in managerial remuneration. No change in the tenure or other terms and conditions of appointment.
- Relationship with Other Directors/KMP: Husband of Mrs. Sheela Suresh Sharma and Brother of Shri Kamlesh Sharma

Except Mr. Suresh Sharma, being the appointee, and his relatives, if any, none of the Directors, Key Managerial Personnel of the Company or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 5 of the accompanying Notice for approval by the Members.

Item No.06 - To Increase Managerial Remuneration of Mr. Vikas Sharma (DIN: 08958628), Executive Director

The Members of the Company, at the Extraordinary General Meeting held on March 30, 2022, approved the appointment of Mr. Vikas Sharma (DIN: 08958628) as the Executive Director of the Company for a term of five years and approved his remuneration at ₹40,000/- (Rupees Forty Thousand Only) per month, along with the other terms and conditions of his appointment.

Considering the significant growth in the scale and operations of the Company, the increased responsibilities entrusted to Mr. Vikas Sharma, his continued leadership in managing the affairs of the Company and the prevailing industry standards for managerial remuneration, the Nomination and Remuneration Committee, at its meeting held on April 15, 2026, reviewed and recommended revision in his remuneration. The Board of Directors, at its meeting held on May 07, 2026, considered and approved the recommendation of the Nomination and Remuneration Committee, subject to the approval of the Members and such other approvals as may be required under applicable laws.

Accordingly, the Board has proposed that the Members approve a maximum remuneration ceiling of ₹1,00,000/- (Rupees One Lakh Only) per month, inclusive of salary, allowances, perquisites and other components of remuneration, as may be applicable, for the remaining tenure of Mr. Vikas Sharma as Executive Director, subject to the provisions of the Companies Act, 2013, including Schedule V thereto, and other applicable laws and regulations.

It is clarified that the Board does not presently intend to fix the remuneration at the aforesaid maximum ceiling. The Board has, after due consideration, fixed the remuneration payable to Mr. Vikas Sharma at ₹50,000/- (Rupees Fifty Thousand Only) per month with effect from April 1, 2026, which may be varied, revised or increased by the Board, including through any Committee thereof duly authorized by the Board, from time to time within the maximum ceiling of ₹1,00,000/- (Rupees One Lakh Only) per month approved by the Members, subject to the applicable provisions of the Companies Act, 2013, Schedule V thereto, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws.

Accordingly, approval of the Members is sought for revision in the remuneration payable to Mr. Mr. Vikas Sharma (DIN: 08958628), Executive Director, by fixing his remuneration at ₹50,000/- (Rupees Fifty Thousand Only) per month with effect from April 1, 2026, subject to an overall maximum ceiling of ₹1,00,000/- (Rupees One Lakhs Only) per month, within which the Board of Directors, including any Committee thereof duly authorized by the Board, shall be entitled to vary, revise or increase the remuneration from time to time during the remaining tenure of his appointment, subject to the applicable provisions of the Companies Act, 2013, Schedule V thereto and other applicable laws.

Except for the aforesaid revision in remuneration, all other terms and conditions of the appointment of Mr. Vikas Sharma as approved by the Members at the Extraordinary General Meeting held on March 30, 2022,, shall remain unchanged and continue to be in full force and effect.

The proposed remuneration is intended to be in accordance with the applicable provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

Disclosure under Secretarial Standard-2 (SS-2):

- Name of Director: Mr. Vikas Sharma
- DIN: 08958628
- Designation: Executive Director
- Date of Appointment/Re-appointment: As approved by the Members at the Extraordinary General Meeting held on March 30, 2022 for a period of 5 years.
- Proposed Revised Remuneration: ₹50,000/- (Rupees Fifty

Thousand Only) per month with effect from April 1, 2026, subject to an overall maximum ceiling of ₹1,00,000/- (Rupees One Lakh Only) per month.

- Nature of Change: Revision in managerial remuneration. No change in the tenure or other terms and conditions of appointment.
- Relationship with Other Directors/KMP: NA

Except Mr. Vikas Sharma, being the appointee, and his relatives, if any, none of the Directors, Key Managerial Personnel of the Company or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 6 of the accompanying Notice for approval by the Members.

DETAILS OF DIRECTOR SEEKING APPOINTMENT/RE-APPOINTMENT AT THE AGM

Name	Mr. Kamlesh Sharma (DIN:01845899)
Date of Birth / Age	06.07.1977 (49 Years)
Date of first appointment / re-appointment on the Board	28.05.2022
Qualification	He holds a degree in Bachelor of Arts from University of Rajasthan
Experience / Expertise in specific functional area	He possesses approximately with 27 years of phenomenal experience in planning and formulating the overall business and commercial strategy and developing business of Municipal Solid Waste Management projects.
Terms and conditions of appointment / reappointment	He has been appointed as Managing Director on December 03, 2022
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	Brother of Shri Suresh Sharma
Number of Meetings of the Board attended during (During 2025-26)	15 out of 15
Directorship held in other Companies (As on 31.03.2026)	Nil
Membership / Chairmanship of Committees across other Companies*	Nill
No. of Shares held	682

*** Membership/Chairmanship of Audit Committee and Stakeholders' Relationship Committee of other Companies has been considered.**

URBAN ENVIRO WASTE MANAGEMENT LIMITED

Regd. Office: Urban Enviro Waste Management Limited, 26, Matey Square, BPCL Petrol Pump Gopal Nagar Road, Nagpur 440022

CIN: L90000MH2011PLC218213

Email: info@urbanenv.in

PROXY FORM

Form no. MGT-11

(Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014)

CIN	L90000MH2011PLC218213
Name of the Company	Urban Enviro Waste Management Limited
Registered Office	26, Matey Square, BPCL Petrol Pump Gopal Nagar Road, Nagpur 440022, Maharashtra, India

Name of the member (s):	E-mail Id:
	No. of shares held
Registered address:	Folio No.
	DP ID*.
	Client ID*.

* Applicable for investors holding shares in electronic form.

I/We being the member(s) of the above-named Company hereby appoint:

S.No.	Name	Address	Email address	
1				or failing him
2				or failing him
3				

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 15th Annual General Meeting of the Company to be held on Friday, 25th September, 2026 at 11.30 AM at the registered office of the company situated at 26, Matey Square, BPCL Petrol Pump Gopal Nagar Road, Nagpur 440022, Maharashtra, India and at any adjournment thereof in respect of such resolutions as are indicated below:

** I wish my above Proxy to vote in the manner as indicated in the box below:

Sr No.	Resolution	For	Against
Ordinary Business			
1	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2026 together with the Reports of the Board of Directors and the Auditors thereon- **ORDINARY RESOLUTION**		
2	To appoint a director in place of Shri Kamlesh Sharma (DIN: 01845899), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for re-appointment**- ORDINARY RESOLUTION**		
Special Business			
3	To increase the Authorised Share Capital of the Company and to consequently alter the Capital Clause of the Memorandum of Association of the Company- **ORDINARY RESOLUTION**		
4	To Increase Managerial Remuneration of Mr. Kamlesh Sharma (DIN: 01845899), Managing Director- **ORDINARY RESOLUTION**		
5	To Increase Managerial Remuneration of Mr. Suresh Sharma (DIN: 09104544), Whole Time Director - **ORDINARY RESOLUTION**		
6	To Increase Managerial Remuneration of Mr. Vikas Sharma (DIN: 08958628), Executive Director - **ORDINARY RESOLUTION**		

** It is optional to put a 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

Signed this .... day of....................., 2026

Signature of shareholder.......................................

Signature of Proxy holder(s) (1)..................................

Signature of Proxy holder(s) (2)..................................

Signature of Proxy holder(s) (3)..................................

Please Affix Rs.1 Revenue Stamp

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

2. *This is only optional. Please put 'X' in the appropriate column against the resolution indicated in the box. If you leave 'For' or 'Against' column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.

URBAN ENVIRO WASTE MANAGEMENT LIMITED

Regd. Office: Urban Enviro Waste Management Limited, 26, Matey Square, BPCL Petrol Pump Gopal Nagar Road, Nagpur 440022

CIN: L90000MH2011PLC218213

Email: info@urbanenv.in

ATTENDANCE SLIP

(Please Complete This Attendance Slip and Hand It Over at The Entrance of The Meeting Hall)

15TH ANNUAL GENERAL MEETING

NAME OF SHAREHOLDER **(IN BLOCK LETTERS)**	
REGISTERED ADDRESS OF SHAREHOLDER	
REGISTERED FOLIO NO. / DP ID & CLIENT ID	
NO. OF SHARES	
NAME OF PROXYHOLDER / AUTHORIZED REPRE-SENTATIVE **(IF ANY)**	

I hereby record my presence at the **15th Annual General Meeting** of the Company held on **Friday, 25th September,2026** at **11.30 AM** at 26, Matey Square, BPCL Petrol Pump Gopal Nagar Road, Nagpur 440022, Maharashtra, India.

____

(Signature of Member/Proxy/Authorized Representative)

URBAN ENVIRO WASTE MANAGEMENT LTD

URBAN ENVIRO WASTE MANAGEMENT LIMITED

Regd. Office: Urban Enviro Waste Management Limited, 26, Matey Square, BPCL Petrol Pump Gopal Nagar Road, Nagpur 440022

CIN: L90000MH2011PLC218213

Email: info@urbanenv.in

Form No. MGT-12

[Polling Paper]

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014]

(Please fill and submit in the Ballot Box at the venue of the meeting.)

'15TH ANNUAL GENERAL MEETING'

BALLOT PAPER	
NAME OF THE FIRST NAMED SHAREHOLDER (In Block Letters)	
POSTAL ADDRESS	
E-MAIL ID	
FOLIO NO. (Physical Shares)	
CLIENT ID (Dematerialized Shares)	
DP ID (Dematerialized Shares)	
CLASS OF SHARE	Equity

I hereby exercise my vote in respect of Ordinary / Special resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

Sr No.	Resolution	No. of Shares held by me	Please insert tick mark (✓) in either Assent or Dissent	
			I assent to the Resolution (FOR)	I dissent to the Resolution (AGAINST)
Ordinary Business				
1	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2026 together with the Reports of the Board of Directors and the Auditors thereon.			
2	To appoint a director in place of Shri Kamlesh Sharma (DIN: 01845899), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for re-appointment.			
Special Business				
3	To increase the Authorised Share Capital of the Company and to consequently alter the Capital Clause of the Memorandum of Association of the Company.			
4	To Increase Managerial Remuneration of Mr. Kamlesh Sharma (DIN: 01845899), Managing Director.			
5	To Increase Managerial Remuneration of Mr. Suresh Sharma (DIN: 09104544), Whole Time Director.			
6	To Increase Managerial Remuneration of Mr. Vikas Sharma (DIN: 08958628), Executive Director.			

Place:
Dated:

....
Signature of the Member/Proxy holder

Notes:

- Unsigned, incomplete or incorrectly ticked forms are liable to be rejected and the decision of the Scrutinizer on the validity of the forms will be final.
- In case the member casts his votes through both the processes i.e., E-voting and Physical Ballot Form, the votes in the electronic system would be considered and the Ballot Form would be ignored.
- The votes should be cast either in favour or against by putting the tick mark (✓) in the column provided for asset or dissent. Ballot Form bearing tick marks in both the columns will render the Ballot Form invalid.
- Voting rights shall be reckoned on the basis of paid-up value of the shares.
- There will be only one Ballot Form for every Folio/ DP ID & Client ID irrespective of the number of joint members

URBAN ENVIRO WASTE MANAGEMENT LIMITED

Regd. Office: Urban Enviro Waste Management Limited, 26, Matey Square, BPCL Petrol Pump Gopal Nagar Road, Nagpur 440022

CIN: L90000MH2011PLC218213

Email: info@urbanenv.in

ROUTE MAP OF 15TH AGM VENUE

(VENUE OF THE 15TH ANNUAL GENERAL MEETING)

26, Matey Square, BPCL Petrol Pump Gopal Nagar Road, Nagpur 440022, Maharashtra, India.