

Date: 02.09.2025

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: INE000201019

**Sub: Notice of 14<sup>th</sup> Annual General Meeting (AGM) for the Financial Year 2024-25.**

**Ref: Regulation 30, 34, & 50 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir,

This is to inform that 14<sup>th</sup> Annual General Meeting (AGM) of the Company will be held on Friday, 26<sup>th</sup> September, 2025 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 30, 34, & 50 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Notice of the 14<sup>th</sup> Annual General Meeting of the Company for the Financial Year 2024-25.

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](http://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, 19.09.2025) 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, 22 <sup>nd</sup> September, 2025 at 9.00 A.M.
Date and time of end of remote e-voting.	Thursday, 25 <sup>th</sup> September, 2025 at 5.00 P.M.
Cut-off date for E-Voting	Friday, 19 <sup>th</sup> September, 2025

The Notice of AGM and Annual Report for FY 2024-25 can be assessed/downloaded from the Company's website at following link:

AGM Notice	<a href="https://urbanenviroltd.com/backendApi/uploads/14th%20AGM%20Notice%202024%2025.pdf">https://urbanenviroltd.com/backendApi/uploads/14th AGM Notice 2024 25.pdf</a>
Annual Report 2024-25	<a href="https://urbanenviroltd.com/backendApi/uploads/Annual%20Report%202024%2025.pdf">https://urbanenviroltd.com/backendApi/uploads/Annual Report 2024 25.pdf</a>

This is for your kind information and record.

Thanking you,

Yours faithfully,

**For URBAN ENVIRO WASTE MANAGEMENT LIMITED**

**(Shraddha Kulkarni)**  
**Company Secretary & Compliance Officer**



## Notice

14<sup>th</sup> Annual General Meeting  
26<sup>th</sup> September, 2025 at 11:30 A.M.

## NOTICE OF AGM

NOTICE IS HEREBY GIVEN THAT the **14<sup>th</sup> Annual General Meeting** of the Members of **Urban Enviro Waste Management Limited** will be held on **Friday, 26<sup>th</sup> September, 2025** 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, 2025 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 31<sup>st</sup> March, 2025 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 Mrs. Sheela Suresh Sharma (DIN: 09609557), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and, being eligible, offers herself 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, Mrs. Sheela Suresh Sharma (DIN: 09609557), who retires by rotation at this meeting and being eligible has offered herself for reappointment, be and is hereby re-appointed as the Director of the Company, liable to rotation.”

### Special Business:

3. To appoint Secretarial Auditor and fix their remuneration 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 204 of the Companies Act 2013 read with rule 9 of the Companies (Appointment and Remuneration personnel) Rules 2014 and other applicable provisions if any of the Companies Act 2013 and Regulation 24A & other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) read with Circulars issued thereunder from time to time and based on the recommendation of the Board of Directors, the approval of the Members is hereby accorded for the appointment of M/s Kunal Dutt & Associates (Peer Review No: 2749/2022), Practicing Company Secretaries, as the Secretarial Auditor of the Company for a period of five (5) consecutive financial years commencing from FY 2025-26 to FY 2029-30, to conduct the Secretarial Audit of the Company for the said period.

**“RESOLVED FURTHER THAT** the terms and conditions including the remuneration payable to the Secretarial Auditor shall be finalized and approved by the Board of Directors in consultation with M/s Kunal Dutt & Associates.

**“RESOLVED FURTHER THAT** Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things as may be necessary or expedient to give effect to this resolution, including filing of necessary forms with the Registrar of Companies and making disclosures as may be required under applicable laws”.

**Date: 02.09.2025**

**Place: Nagpur**

**By Order of the Board**

**Sd/-**

**Shraddha Kulkarni  
Company Secretary**



## NOTES:

1. In terms of the MCA Circulars and SEBI Circular dated 3rd October 2024, the Notice of the 14<sup>th</sup> AGM along with the Annual Report 2024-25 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 14<sup>th</sup> Annual General Meeting, Attendance Slip, Proxy Form, Route Map, and the Annual Report for the year 2024-25 will also be available on the Company's website [urbanenviroltd.com](http://urbanenviroltd.com), websites of the Stock Exchange, i.e. National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com), and the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com)

In case any member is desirous of obtaining hard copy of the Annual Report for the financial year 2024-25 they may send a request from the registered e-mail address to the Company's e-mail address at [cs@urbanenv.in](mailto: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 2024-25 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, 19<sup>th</sup> September, 2025**. 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@urbanenvi.in](mailto:cs@urbanenvi.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](http://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.

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

The remote e-voting period begins on Monday, 22<sup>nd</sup> September, 2025 at 9:00 A.M. and ends on Thursday, 25<sup>th</sup> September, 2025 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, 19<sup>th</sup> September, 2025, 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, 19<sup>th</sup> September, 2025.





## How do I vote electronically using NSDL e-Voting system?





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

### Step 1: Access to NSDL e-Voting system

#### 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.	<ol style="list-style-type: none"> <li>For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. 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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period</li> <li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ 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 “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> 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 <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol> <p><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  App Store         </div> <div style="text-align: center;">  Google Play         </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div>

Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</li> <li>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.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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.</li> </ol>
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](http://www.cdslindia.com).

**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 <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> 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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> 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 use 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'?
- 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'.
  - 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:

- 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](http://www.evoting.nsdl.com).
- Physical User Reset Password?"** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- 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?**

- 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.
- 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.
- Now you are ready for e-Voting as the Voting page opens.
- 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.
- 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](mailto:kunaldutt9@gmail.com) with a copy marked to [evoting@nsdl.com](mailto: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](http://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](http://www.evoting.nsdl.com) or call on.: 022 - 4886 7000 or send a request to Ms Pallavi Mhatre (Senior Manager) at [evoting@nsdl.com](mailto: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](mailto: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](mailto: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](mailto: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 appoint Secretarial Auditor and fix their remuneration

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations), every listed entity and its material unlisted subsidiaries incorporated in India shall undertake Secretarial Audit by a Secretarial Auditor who shall be a Peer Reviewed Company Secretary and shall annex a Secretarial Audit Report in such form as specified, with the annual report of the listed entity.

SEBI vide its notification dated December 12, 2024 has now amended the aforesaid Regulation relating to appointment of Secretarial Auditors, the key highlights of which inter-alia are as follows:

- The term of Secretarial Auditors shall be for a period of five years only;
- An individual can be appointed as Secretarial Auditor for not more than one term of five consecutive years;
- A Secretarial Audit firm can be appointed as Secretarial Auditor for not more than two terms of five consecutive years;
- The appointment of Secretarial Auditors must be approved by the shareholders in general meeting on the basis of recommendation of the Board.

Accordingly, the Board of Directors at its meeting held on 25.08.2025, recommended the appointment of M/s Kunal Dutt & Associates, (Peer Review No. 2749/2022), Practicing Company Secretaries as Secretarial Auditor of the Company for a term of five consecutive years to conduct Secretarial Audit of the Company and to furnish the Secretarial Audit Report for the period commencing from FY 2025-26 till FY 2029-30 for approval of shareholders at its ensuing Annual General Meeting.

M/s Kunal Dutt & Associates have consented to the said appointment and confirmed that their appointment, if made, would be within the limit specified by the Institute of Companies Secretaries of India. M/s Kunal Dutt & Associates have further confirmed that they have not incurred any disqualification and are eligible to be appointed as Secretarial Auditor of the Company in terms of Regulation 24A (1A) of SEBI Listing Regulations, 2015, provisions of Section 204 of the Companies Act, 2013 read with rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and SEBI circular no. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated 31 December 2024.

Pursuant to Regulation 36 of SEBI Listing Regulations, the following details are mentioned below for the information of Members:

Proposed audit fee payable to auditors	The fees for the audit will be mutually decided by the Board of Directors of the Company and Secretarial Auditor.
Terms of appointment	The Secretarial Auditor would be appointed for period of five consecutive years commencing from FY 2025-26 till FY 2029-30.
Basis of recommendation and auditor credentials	<p>While recommending M/s Kunal Dutt &amp; Associates for appointment, the Board evaluated its clientele, technical expertise, team size and eligibility criteria prescribed under SEBI Listing Regulations 2015.</p> <p><b>Profile</b></p> <p>Mr. Kunal Dutt, Proprietor of M/s Kunal Dutt and Associates is a Fellow Member of the Institute of Company Secretaries of India (ICSI) with over 14 years of work experience as a Professional in practice. He is engaged in Regulatory Compliances of the Ministry of Corporate Affairs, SEBI, RBI etc.</p>

None of the directors/key managerial personnel of the Company and their relatives are concerned or interested in this resolution.

The Board recommends passing of the Ordinary Resolution as set out in item no. 3 of this Notice for the approval of Members.

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

Name	Mrs. Sheela Suresh Sharma (DIN: 09609557)
Date of Birth / Age	18.08.1984 (41 Years)
Date of first appointment / re-appointment on the Board	28.05.2022
Qualification	She has completed her Secondary Education
Experience / Expertise in specific functional area	Shri Vikas Sharma has 18 years of work experience in waste management industry.
Terms and conditions of appointment / reappointment	She has been appointed as Non-Executive Director on 28.05.2022
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	Wife of Shri Suresh Sharma
Number of Meetings of the Board attended during (During 2024-25)	11 out of 11
Directorship held in other Companies (As on 31.3.2025)	Nil
Membership / Chairmanship of Committees across other Companies*	Nil
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 14<sup>th</sup> Annual General Meeting of the Company to be held on Friday, 26<sup>th</sup> September, 2025 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
1	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2025 together with the Reports of the Board of Directors and the Auditors thereon- <b>ORDINARY RESOLUTION</b>		
2	To appoint a director in place of Mrs. Sheela Suresh Sharma (DIN: 09609557), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers herself for re-appointment- <b>ORDINARY RESOLUTION</b>		
3	To appoint Secretarial Auditor and fix their remuneration - <b>ORDINARY RESOLUTION</b>		

\*\* 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....., 2025

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.



**URBAN ENVIRO WASTE MANAGEMENT LIMITED**

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CIN: L90000MH2011PLC218213

Email: info@urbanenv.in

**ATTENDANCE SLIP**

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

**14<sup>TH</sup> ANNUAL GENERAL MEETING**

<b>NAME OF SHAREHOLDER (IN BLOCK LETTERS)</b>	
<b>REGISTERED ADDRESS OF SHAREHOLDER</b>	
<b>REGISTERED FOLIO NO. / DP ID &amp; CLIENT ID</b>	
<b>NO. OF SHARES</b>	
<b>NAME OF PROXYHOLDER / AUTHORIZED REPRESENTATIVE (IF ANY)</b>	

I hereby record my presence at the **14<sup>th</sup> Annual General Meeting** of the Company held on **Friday, 26<sup>th</sup> September, 2025** 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 LIMITED**

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CIN: L90000MH2011PLC218213

Email: info@urbanenviro.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.)

'14<sup>TH</sup> 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)
1	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2025 together with the Reports of the Board of Directors and the Auditors thereon- <b>ORDINARY RESOLUTION</b>			
2	To appoint a director in place of Mrs. Sheela Suresh Sharma (DIN: 09609557), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers herself for re-appointment- <b>ORDINARY RESOLUTION</b>			
3	To appoint Secretarial Auditor and fix their remuneration - <b>ORDINARY RESOLUTION</b>			

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 assent 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

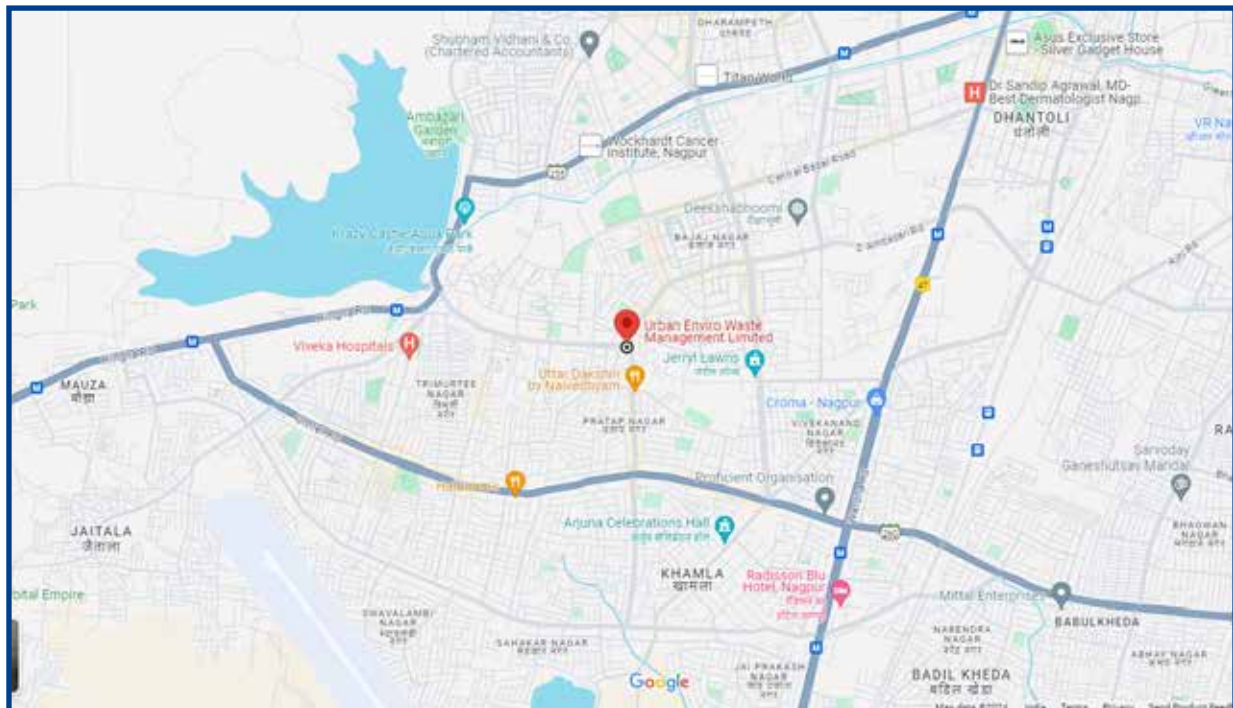
CIN: L90000MH2011PLC218213

Email: [info@urbanenviro.in](mailto:info@urbanenviro.in)

## ROUTE MAP OF 14<sup>TH</sup> AGM VENUE

(VENUE OF THE 14<sup>TH</sup> ANNUAL GENERAL MEETING)

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





**URBAN ENVIRO WASTE MANAGEMENT LIMITED**  
**CIN: L90000MH2011PLC218213**

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