

**NOTICE**

Date:  
Our Ref.:

**NOTICE IS HEREBY GIVEN THAT THE 9<sup>TH</sup> ANNUAL GENERAL MEETING OF ROSERVE ENVIRO PRIVATE LIMITED WILL BE HELD ON *TUESDAY, 30<sup>TH</sup> SEPTEMBER 2025 AT 11:00 AM AT 101 HDIL TOWERS, ANANT KANEKAR MARG, BANDRA (EAST), MUMBAI – 400051 TO TRANSACT THE FOLLOWING BUSINESS TO TRANSACT THE FOLLOWING BUSINESS:***

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**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Standalone and Consolidated Financials of the company for the year ended 31<sup>st</sup> March 2025 and the Reports of the Board of Directors and the Auditors thereon.

**SPECIAL BUSINESS:**

2. **To approve the proposed related party transactions for FY 2025-26**

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

**“RESOLVED THAT** pursuant to the provisions of section 188 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder, including statutory modification(s) or re- enactment thereof for the time being in force and as may be notified from time to time, consent of the members of the company be and is hereby accorded to the Board of Directors of the company to enter into contract(s)/ arrangement(s)/ transaction(s) with parties as detailed in the table below with respect to Sale, purchase or supply of goods or materials, leasing of property of any kind, availing or rendering of any services, appointment of agent for purchase or sale of goods, materials, services or property or appointment of such parties to any office or place of profit in the company or any other transactions of whatever nature, at arm’s length basis and in the ordinary course of business, notwithstanding that the value of such transactions shall not exceed the threshold limits as may be specified in section 188, for the financial year 2025-26:

**Transactions during the year with group company**


(Rs. in Lakhs)

<b>Sr. No</b>	<b>Nature of the transaction</b>	<b>Name of the related party</b>	<b>Proposed Limit for FY 2025-26</b>
1.	Purchase of goods or materials	Rochem Separation Systems (India) Private Limited	4700
2.	Sale of goods or services	Rochem Separation Systems (India) Private Limited	2000
3.	Rent expenses (Plant and Machinery)	Rochem Separation Systems (India) Private Limited	1200

**NOTES:**

- 1) **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT ONE OR MORE PROXIES, TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THAT A PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
- 2) Proxy forms in order to be effective must be deposited at the registered office of the company not less than 48 hours before the scheduled time of the annual general meeting.
- 3) Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the company a certified copy of the board resolution authorising their representative to attend and vote on their behalf at the meeting.
- 4) The relevant documents and statutory registers of the company shall be available for inspection by members.
- 5) Route map to the venue is provided with this notice.

**For ROSERVE ENVIRO PRIVATE LIMITED**



**Abhijit Ghalke**  
**Director**  
**DIN: 07549060**

Place: Mumbai

Date: 20.05.2025

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

**Item No. 2**

Pursuant to the provisions of Section 188 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014, the Company is required to obtain prior approval of the Members by way of an ordinary resolution, as applicable, in respect of related party transactions exceeding the prescribed threshold limits, including transactions exceeding ten percent (10%) of the turnover of the Company.

The Company proposes to enter into certain related party transaction(s) which, individually or in aggregate, exceed the aforesaid threshold limits as prescribed under Section 188 of the Companies Act, 2013. Accordingly, approval of the Members of the Company is required for such related party transaction(s).

The Board of Directors, after due consideration, has approved the said transaction(s) and is of the opinion that the proposed transaction(s) are in the ordinary course of business and on an arm's length basis and are in the best interest of the Company.

None of the Directors or Key Managerial Personnel of the Company, except those concerned or interested in the related party transaction(s) or their relatives, are concerned or interested, financially or otherwise, in the resolution.

**For ROSERVE ENVIRO PRIVATE LIMITED**



**Abhijit Ghalke**  
**Director**  
**DIN: 07549060**

Place: Mumbai

Date: 20.05.2025

**ATTENDANCE SLIP**

(Duly signed to be handed over at the entrance of the meeting hall)

**ROSERVE ENVIRO SYSTEMS LIMITED**

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

No. of Shares held:
Folio No.

I hereby record my presence at the 9<sup>TH</sup> ANNUAL GENERAL MEETING of the Company held on Tuesday, 30<sup>th</sup> September 2025 at 101, HDIL Towers, Anant Kanekar Marg, Bandra (East), Mumbai - 400051 at 11:00 am.

If signed by Proxy, his/her full Name (in BLOCKLETTERS)	_____
Member's/Proxy's Signature	_____

**Note: Shareholder/Proxy holder attending the Meeting may bring his/her copy of the Notice for reference at the Meeting**

**Form No. MGT-11**  
**Proxy form**  
*Companies (Management and Administration) Rules, 2014]*

**ROSERVE ENVIRO PRIVATE LIMITED**  
Registered Office: BL-28, SHALIMAR BAGH, NEW DELHI – 110088  
CIN: U74999DL2016PTC304156

9<sup>th</sup> Annual General Meeting of the Company to be convened on Tuesday, 30<sup>th</sup> September 2025 at 101, HDIL Towers, Anant Kanekar Marg, Bandra (East), Mumbai - 400051 at 11:00 am.

Name of the member (s): \_\_\_\_\_

Registered address: \_\_\_\_\_

E-mail Id: \_\_\_\_\_

Folio No/ Client Id: \_\_\_\_\_

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

1. Name: .....

Address:

E-mail Id:

Signature: .....,

or failing him;

2. Name: .....

Address:

E-mail Id:

Signature: .....,

or failing him;

3. Name: .....

Address:

E-mail Id:

Signature: .....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 9<sup>th</sup> Annual General Meeting of the Company to be convened on Tuesday, 30<sup>th</sup> September 2025 at 11:00 am at 101, HDIL Towers, Anant Kanekar Marg, Bandra (East), Mumbai - 400051 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Ordinary Business:	For	Against
1	To receive, consider and adopt the Audited Balance sheets as on 31 <sup>st</sup> March 2025, the Profit & Loss Account for the year ended on the date and the Reports of the Board of Directors and the Auditors thereon.		
2	To approve the proposed related party transactions for FY 2025-26		

Affix Revenue Stamp of  
not Less than Re. 1

Signed this..... day of.....2025.

**Note:**

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. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. A member holding more than ten percent of the total share capital of the Company may appoint a single person as a proxy and such person cannot act as a proxy for any other person or shareholder.

Signature of the Member

Signature of the proxy holders

## Route map of the venue

