

# **ANNUAL REPORT FOR F.Y. 2023-24**



## **ENVIROTECH SYSTEMS LIMITED**

**Registered Office: A-29, Block – A, Shyam Vihar, Phase- I, Delhi-110043**

**Corporate Office: B1-A, 19, 1st Floor, Sec 51, Noida, U.P. 201301.**



# ENVIROTECH SYSTEMS LIMITED

(Formerly Envirotech Systems Pvt. Ltd.)

**Office :** B-1A/19, Commercial Complex, Sector-51, Noida-201307(U.P.)

**Works :** Plot No.-345-346-347, Ecotech-1 (Extension), Greater Noida-201308 (U.P.)

**Telephone's :** 0120- 4337633 , 4337439 **E-mail :** info@envirotechltd.com

**CIN :** U31101DL2007PLC159075

**Website :** www.envirotechltd.com



## NOTICE

**NOTICE IS HEREBY GIVEN TO THE MEMBERS OF M/S ENVIROTECH SYSTEMS LIMITED THAT THE 17<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS WILL BE HELD ON MONDAY, THE 15<sup>TH</sup> DAY OF JULY, 2024 AT 11.00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY AT A-29, BLOCK – A, SHYAM VIHAR, PHASE- I, DELHI-110043 TO TRANSACT THE FOLLOWING BUSINESS:**

### ORDINARY BUSINESS

#### 1. ADOPTION OF ANNUAL ACCOUNTS- ORDINARY RESOLUTION

To consider and adopt the Audited Financial Statements for the Financial Year ended 31<sup>st</sup> March, 2024 and the Reports of the Board of Directors and Auditors thereon and to consider and if thought fit, to pass with or without modification(s) the following Resolution as on Ordinary Resolution:

“**RESOLVED THAT** the Directors’ Report and the Audited Balance Sheet as on year ended 31<sup>st</sup> March, 2024, the Statement of Profit & Loss and the Statement of Cash Flows for the year ended on 31<sup>st</sup> March, 2024 along with the Auditors’ Report thereon are hereby considered, approved and adopted.”.

#### 2. RE-APPOINTMENT OF MR. RAKESH GUPTA (DIN: 01145603) AS A DIRECTOR, LIABLE TO RETIRE BY ROTATION.

To consider and adopt the appointment of a director in place of Mr. Rakesh Gupta (DIN: 01145603), who retires by rotation and being eligible, offers, himself for reappointment.

“**RESOLVED THAT** Mr. Rakesh Gupta (DIN: 01145603), who retires as Director pursuant to the provisions of Section 152 of the Companies Act, 2013, be and is hereby re-appointed as a Director of the Company.”

**By order of the Board of Directors.  
For ENVIROTECH SYSTEMS LIMITED**

**PLACE: DELHI  
DATED: 12.07.2024**

**(MANOJ KUMAR GUPTA)  
(DIRECTOR)  
(DIN- 01187138)**

**Notes:**

1. A member who is entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and proxy need not be a member of the Company. Proxies, in order to be effective must be received at the registered office of the Company not less than 48 hours before the time fixed for the meeting.
2. Corporate members intending to send their authorised representatives to attend the meeting are requested to send a certified copy of the Board Resolution to the Company, authorizing their representative to attend and vote on their behalf at the meeting.
3. Members/proxies/authorised representatives are requested to bring the duly filled attendance slip enclosed herewith to attend the meeting.
4. It is deemed that the Annual General Meeting of the company be convened and held at a shorter notice on the **Monday, 15<sup>th</sup> day of July 2024 at 11:00 A.M.** section 101(1) of The Companies Act, 2013, permits Annual General Meeting of a company being called at shorter notice if the consent thereto is accorded by majority of members entitled to vote and who represent not less than 95% of the paid-up capital of the company.
5. Shareholders are requested to immediately notify the company of any change in their address.
6. The route-map to the venue of AGM of the company is enclosed herewith:  
Venue of the meeting: A-29, Block -A, Shyam Vihar, Phase- I, Delhi-110043  
Landmark: Eastbound Discoveries  
Route Map: The mark indicating the venue of AGM



**Form No. MGT-11**

**Proxy form**

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

Name of the Member(s)		
Registered Address		
E-mail Id	Folio No /Client ID	DP ID

I/We, being the member(s) of shares of the above named company. Hereby appoint

Name :	E-mail Id:
Address:	
Signature , or failing him	
Name :	E-mail Id:
Address:	
Signature , or failing him	
Name :	E-mail Id:
Address:	
Signature , or failing him	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the company, to be held at shorter notice on the **Monday, 15<sup>th</sup> day of July 2024 at 11:00 A.M at A-29, Block -A, Shyam Vihar, Phase-I, Delhi-110043, India** and at any adjournment thereof in respect of such resolutions as are indicated below:

**Resolutions: As mentioned in Notice (Page 1)**

Signed this \_\_\_\_ day of \_\_\_\_ 20\_\_

Signature of Shareholder

Signature of Proxyholder

Affix Revenue Stamps
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**Note:** 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.



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**Website :** www.envirotechltd.com



ISO 9001 :2015  
ISO 14001:2015  
ISO 45001:2018

## DIRECTORS' REPORT

Dear Members,

Your directors have pleasure in presenting this Seventeenth Annual Report on the affairs of the Company together with the Audited Statement of Accounts for the year ended on 31<sup>st</sup> March, 2024.

### 1. **Financial Summary or Performance of the Company:**

(Amount in Rs.)

PARTICULARS	YEAR ENDED 31.03.2024	YEAR ENDED 31.03.2023
Sales for the year	46,23,97,940.92	28,31,77,984.15
Other Income	63,97,044.83	42,99,980.14
<b>Total Income</b>	<b>46,87,94,985.75</b>	<b>28,74,77,964.29</b>
<b>Expenses:</b>		
Cost of Materials Consumed	22,50,00,766.78	16,11,75,623.26
Purchase of Stock-in-Trade	-	-
Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	(1,32,95,267.00)	11,22,608.00
Employee Benefit Expense	4,12,65,379.24	3,17,60,359.07
Financial Costs	79,00,083.24	41,08,541.43
Depreciation and Amortization Expense	20,90,468.63	12,06,110.01
Other Expenses	4,98,15,242.82	5,28,47,892.58
<b>Total Expenses</b>	<b>31,27,76,673.71</b>	<b>25,22,21,134.35</b>
<b>Profit before Exceptional and Extraordinary Items and Tax</b>	<b>15,60,18,312.04</b>	<b>3,52,56,829.94</b>
Exceptional Items	-	-
<b>Profit before Extraordinary Items and Tax</b>	<b>15,60,18,312.04</b>	<b>3,52,56,829.94</b>
Extraordinary Items	-	-
<b>Profit before Tax</b>	<b>15,60,18,312.04</b>	<b>3,52,56,829.94</b>
Tax Expense:		
(1) Current Tax	4,14,33,059.57	96,09,968.00
(2) Deferred Tax	2,96,927.32	86,670.00
<b>Profit (Loss) from the period from Continuing Operations</b>	<b>11,42,88,325.16</b>	<b>2,57,33,531.94</b>
Profit/(Loss) from Discontinuing Operations	-	-
<b>Profit/(Loss) for the period</b>	<b>11,42,88,325.16</b>	<b>2,57,33,531.94</b>
<b>Earning per Equity Share:</b>		
(1) Basic	8.54	51.47
(2) Diluted	8.54	51.47

### 2. **State of Company's Affairs and Future Outlook**

The Company has reported Total Income of ₹46,87,94,985.75 for the Current Year as compared to ₹ 28,74,77,964.29 in the Previous Year. The Net Profit for the year under review amounted to ₹ 11,42,88,325.16 in the Current Year as compared to ₹ 2,57,33,531.94 in the Previous Year.

### 3. **Change in nature of business**

The Company has not changed its nature of business during the year

### 4. **Transfer to Reserves**

The Company has transferred amount of Rs. 5,04,61,828.00 to reserves and amount of Rs. 1,17,00,000.00 to Security Premium Reserve.

### 5. **Dividend**

Your Directors regret their inability to recommend any dividend for financial year 2023-24.

**6. Public Deposits:**

The Company has not invited/accepted any Deposits from the public during the year ended March 31<sup>ST</sup>, 2024. There were no unclaimed or unpaid Deposits as on March 31<sup>st</sup>, 2024.

**7. Transfer of Unclaimed Dividend to Investor Education and Protection Fund**

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no dividend declared and paid last year.

**8. Web Link of Annual Return, If Any**

The Company have website i.e. [www.envirotechltd.com](http://www.envirotechltd.com) where annual return has been uploaded.

**9. Statutory Auditor & Audit Report:**

M/s. Vishal Sujit & Co. (Formerly known as Vishal Kaushal & Co.), Chartered Accountants (Firm Registration No. 010123C), Noida were appointed as Statutory Auditors' of the Company to hold Office for a term of 5 years until the conclusion of the 17<sup>th</sup> Annual General Meeting of the Company to be held in the year 2025. The Statutory Auditors' Report is unmodified i.e. it does not contain any qualifications, reservations, adverse remark or disclaimer. The Board has duly examined the Statutory Auditors' Report to the accounts, which is self-explanatory.

**10. Frauds Reported by the Auditors**

No fraudulent activities were reported by the auditors of the Company during the period under review pursuant to the provision of Section 143(12) of the Companies Act, 2013.

**11. Qualifications , Reservations or Adverse Remarks or Disclaimer , if any :**

There were no qualifications, reservations or adverse remarks provided by the statutory auditors in its report for the year ended 31<sup>st</sup> March 2024.

**12. Meetings of the Board:**

The Board of Directors has met Nineteen times during the financial year and provisions of the Board Meeting as per the Companies Act 2013 have been complied with.

S.No.	Date of Meeting	Total No. of Directors on the date of meeting	Attendance	
			No. of Directors	% of Attendance
1.	15-04-2023	03	03	100
2.	06-06-2023	03	03	100
3.	30-06-2023	03	03	100
4.	03-07-2023	03	03	100
5.	12-09-2023	03	03	100
6.	15-09-2023	03	03	100
7.	03-10-2023	03	03	100
8.	18-12-2023	03	03	100
9.	06-01-2024	03	03	100
10.	09-01-2024	03	03	100
11.	12-01-2024	03	03	100
12.	15-01-2024	03	03	100
13.	17-01-2024	03	03	100
14.	18-01-2024	03	03	100
15.	20-01-2024	03	03	100
16.	28-02-2024	03	03	100
17.	04-03-2024	03	03	100
18.	23-03-2024	03	03	100
19.	29-03-2024	03	03	100

**ATTENDANCE OF DIRECTORS**

S.No.	Name of Director	Board Meetings		
		Number of Meetings which director was entitled to attend	No. of Meetings attended	% of Attendance
1.	Mr. Manoj Kumar Gupta	19	19	100
2.	Mr. Sindhu Gupta	19	19	100
3.	Mr. Yash Gupta	8	8	100
3.	Mr. Rakesh Gupta	11	11	100
4.	Mr. Gaurav Bajpai	2	2	100
5.	Mr. Rohit Kumar	2	2	100
6.	Mr. Sachin Kumar	2	2	100

**13. Details of Directors and Key Managerial Personnel:**

Following are the Directors and Key Managerial Personnel of the Company:

Sr. No	DIN/PAN	Name	Designation	Date of Appointment
1	01187138	Manoj Kumar Gupta	Managing Director	09/02/2007
2	01190580	Sindhu Gupta	Director	09/02/2007
3	01145603	Rakesh Gupta	Director	18/12/2023
4	*****8543F	Vikas Khanna	CEO	12/01/2024
5	*****3351H	Ashok Kumar Shekhawat	CFO	12/01/2024
6	*****0623G	Pallvi Sharma	Company Secretary	12/01/2024
7	02291802	Gaurav Bajpai	Director	23/03/2024
8	10515418	Rohit Kumar	Director	23/03/2024
9	09233592	Sachin Kumar	Director	23/03/2024

KMP (Key Managerial Personnel) and a director were appointed and resigned in that sequences - **Mr. Rakesh Gupta (DIN: 01145603)** designated as **Additional Director** in the Board Meeting dated of **18/12/2023** and **Mr. Yash Gupta (DIN: 09353431)** was resigned from the post of Directorship w.e.f. 18.12.2023, **Mr. Manoj Kumar Gupta (DIN: 01187138)** transitioned from being a director to assuming the role of Managing Director of the Company effective from 12/01/2024. **Mr. Ashok Kumar Shekhawat** designated as **Chief Financial Officer** was appointed w.e.f. 12/01/2024, **Mrs. Pallvi Sharma** designated as **Company Secretary and Compliance Officer** was appointed w.e.f. 12/01/2024, **Mr. Vikas Khanna** designated as **Chief Executive Officer**, **Mr. Gaurav Bajpai (DIN:02291802)** designated as **Independent Director** was appointed firstly as **Additional Director** in board meeting dated of 23/03/2024 and later on regularized in Extraordinary General Meeting dated of 29/03/2024, **Mr. Rohit Kumar (DIN: 10515418)** designated as **Independent Director** was appointed as **Additional Director** in board meeting dated of 23/03/2024 and later on regularized in Extraordinary General Meeting dated of 29/03/2024, **Mr. Sachin Kumar (DIN: 09233592)** designated as **Independent Director** was appointed as **Additional Director** in board meeting dated of 23/03/2024 and later on regularized in Extraordinary General Meeting dated of 29/03/2024 and **Mr. Rakesh Gupta (DIN: 01145603)** transitioned from being an additional director to assuming the role of Director of the Company effective from 23/03/2024.

**14. Directors' Responsibility Statement:**

Pursuant to the requirement under Section 134(3)(C) of the Companies Act, 2013 with respect to Directors' Responsibility Statement, it is hereby confirmed that:

- in the preparation of the Annual Accounts for the Financial Year ended 31<sup>st</sup> March, 2024, the applicable Accounting Standards had been followed along with proper explanation relating to material departures;
- the Directors had selected such Accounting Policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the State of Affairs of the Company as at March 31<sup>st</sup>, 2024 and of the Profit and Loss of the Company for that period;

- (iii) the Directors had taken proper and sufficient care for the maintenance of adequate Accounting Records in accordance with the provisions of the Companies Act, 2013 for safeguarding the Assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) the Directors had prepared the Annual Accounts on a going concern basis; and
- (v) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.
15. **Details of significant material orders passed by regulators/courts/ tribunals against the going concern status of the company**  
No significant and material order has been passed by the regulators, courts, tribunals impacting the going concern status and Company's operations in future.
16. **Material Changes between the Date of the Board Report and end of Financial Year.**  
There have been no material changes and commitments, if any, affecting the financial position of the Company which have occurred between the end of the Financial Year of the Company to which the Financial Statements relate and the date of the Report.
17. **Significant and Material Orders passed by the Regulators or Courts or Tribunals impacting the Going Concern Status and Company's operations in future:**  
During the year under review there has been no such Significant and Material Orders passed by the Regulators or Courts or Tribunals impacting the Going Concern Status and Company's operations in future.
18. **Explanation or Comments on Qualifications, Reservations or Adverse Remarks or Disclaimers Made by the Practicing Company Secretary in their Reports**  
The provisions relating to submission of Secretarial Audit Report is not applicable to the Company.
19. **Particulars of Loans, Guarantees or Investments made under Section 186 of the Companies Act, 2013**  
There were no loan, guarantees or Investments made by the Company under Section 186 of the Companies Act, 2013 during the year under review and hence the said provision is not applicable. (Provide the details of loan, guarantees or Investments made by the Company, if any).
20. **Share Capital of the Company and the details of issue of securities made during the year.**  
The Authorized Share capital of the Company is amounting to Rs. 20,00,00,000/- divided into 2,00,00,000/- Equity Shares of Rs. 10/- each. The authorized share capital was raised from Rs. 5,00,00,000 (Rupees Five Crore Only) consisting of 50,00,000 (Fifty Lacs) Equity Shares of Rs.10 (Rupees Ten) each to Rs. 20,00,00,000 (Rupees Twenty Crore Only) consisting of 2,00,00,000 (Two Crore) Equity Shares of Rs.10 each, following an Extraordinary General Meeting (EGM) conducted on January 15, 2024.  
  
The paid-up share capital is Rs. 13,39,00,000/- comprising 1,33,90,000 equity shares of Rs. 10/- each. During the year, the Company has issued further shares via **private placement and a bonus issue.**  
  
**Bonus Issue:** The share capital was issued by way of bonus issue i.e. utilization of a sum of Rs.12,50,00,000 (Rupees Twelve Crore Fifty Lacs Only) be capitalized out of Free Reserves (being the credit balance of the Profit & Loss Account of the Company) by way of issue of 1,25,00,000 equity shares of Rs. 10 each credited as fully paid to the holders of the Equity Shares of the Company in the ratio of 25 (Twenty-Five) equity shares for every 1 (one) equity share held in the Company, following an Extraordinary General Meeting (EGM) conducted on January 19, 2024.  
  
**Private Placement:** The share capital was issued by way of offer, issue and allot 390000 (Three Lakh Ninety Thousand) fully paid-up Equity Shares having face value of Rs.10/- (Rupees Ten Only) per share each at a price of Rs.10/- (Rupees Ten only) which includes premium of Rs. 30/- (Rupees Thirty only) per share on private placement basis., following an Extraordinary General Meeting (EGM) conducted on March 19, 2024.
21. **Subsidiaries, Joint Ventures and Associate Companies**  
The Company did not have any subsidiary as on 31st March, 2024 or during the year ended on that date. (Provide the details of Subsidiaries, Joint Ventures and Associate Companies, if any).

22. **Declaration of Independent Director**  
The provisions of Section 149 of the Companies Act, 2013 pertaining to the appointment of Independent Directors apply to our Company. Details of declaration which has been given by Independent Director, it is taken on record.
23. **Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo:**  
The information on Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule, 8 of The Companies (Accounts) Rules, 2014, is annexed herewith as “Annexure A”.
24. **Details in respect of Adequacy of Internal Financial Controls with Reference to The Financial Statements**  
Based on the framework of Internal Financial Controls and Compliance Systems established and maintained by the Company, the Board is of the opinion that the Company’s Internal Financial Controls were adequate and effective during FY 2023-24. The report on the Internal Financial Controls by the Auditor of the Company has been provided is attached herewith. Mr. Arun Kumar was appointed as Internal Auditor w.e.f. 12th January, 2024, will be responsible for leading the financial strategy, Accounts & Taxation and Operations of the company.
25. **Disclosure whether the maintenance of Cost Records as specified by CG Section under Section 148(1) of the Companies Act, 2013 is required to be maintained by the company or not.**  
The provision of maintenance of Cost Audit Records and filing the same is not applicable to the Company.
26. **Disclosure Under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013**  
The Company has zero tolerance for sexual harassment at workplace and has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules and no complaint has been received on sexual harassment during the financial year 2023-24. Further, in accordance to the Section 134 read with Rule 8 the Companies (Accounts) Rules, 2014, the Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and during the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.
27. **Company’s Policy Relating to Directors Appointment, Payment of Remuneration and Discharge of their Duties**  
The provisions of Section 178(1) relating to constitution of Nomination and Remuneration Committee are applicable to the Company and hence the Company has devised the policy relating to appointment of Directors, payment of Managerial remuneration, Directors qualifications, positive attributes, independence of Directors and other related matters as provided under Section 178(3) of the Companies Act, 2013.
28. **Disclosure of Composition of Audit Committee and Providing Vigil Mechanism**  
The provisions of Section 177 of the Companies Act, 2013 read with Rule 6 and 7 of the Companies (Meetings of the Board and its Powers) Rules, 2013 is applicable to the Company Board has constituted a committee of the Board of Directors and named as "Audit Committee" w.e.f. 29/03/2024. Composition of Audit Committee shall consist of the following Directors and officers of the Company:

Name of the Director	Designation in the Committee	Nature of Directorship
Mr. Rohit Kumar (DIN: 10515418)	Chairperson	Non-Executive Independent Director
Mr. Sachin Kumar (DIN: 09233592)	Member	Non-Executive Independent Director
Mr. Gaurav Bajpai (DIN: 02291802)	Member	Non-Executive Independent Director
Mrs. Pallvi Sharma (M.No. A51237)	Secretary	Company Secretary and Compliance officer

The board has formulated a vigilance mechanism policy and posted it on the company's website.

29. **Statement indicating development and implementation of Risk Management Policy**  
The Company have Risk Management Policy as the elements of risk threatening the Company’s existence are very minimal. The board has formulated a risk management policy and published it on the company's website.

**30. Details of Policy Developed and Implemented by the Company on its Corporate Social Responsibility Initiatives**

The Company has not developed and implemented any policy on Corporate Social Responsibility initiatives as the provisions of section 135 of Companies Act, 2013 are not applicable. However, a Corporate Social Responsibility (CSR) Committee of the Board of Directors of the Company (“the Board”) has been constituted comprising of the Following Directors and officers of the Company:

**Composition of the Corporate Social Responsibility (CSR) Committee**

Name of the Director	Designation in the Committee	Nature of Directorship
Mr. Sachin Kumar (DIN: 09233592)	Chairperson	Non-Executive Independent Director
Mr. Manoj Kumar Gupta (DIN: 01187138)	Member	Executive Director
Mr. Gaurav Bajpai (DIN: 02291802)	Member	Non-Executive Independent Director
Mrs. Pallvi Sharma (M.No. A51237)	Secretary	Company Secretary and Compliance officer

**31. Particulars of Employees**

As per provisions of section 134 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014, every company is required to provide particular of employees in the Directors’ Report exceeding the stipulated remuneration limit(s). However, the Board of your Company has approved the payment of remuneration and other allowances in line with the rules applicable. So, the provisions of Section 134 of the Companies Act, 2013 are not considered.

**32. Details of application made or any preceding pending under IBC, 2016 during the FY along with the current status**

No applications are filed or pending under IBC, 2016 against the Company. Hence the said provision is not applicable to the Company. (Provide the details of the proceedings under IBC, if any)

**33. The details of difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof**

No One-time settlement was done by the Company.

**34. Disclosure on Compliance with Secretarial Standards**

The Directors state that applicable Secretarial Standards, i.e., SS-1 and SS-2, relating to ‘Meetings of the Board of Directors’ and ‘General Meetings’, respectively, have been duly followed by the Company.

**35. Statement Indicating the Manner in which Formal Annual Evaluation has been made by the Board of its own Performance, its Directors, and that of its Committees.**

The clause is not applicable to this Company as the paid-up capital of the company is less than 25 Crores.

**36. Receipt of any commission by MD / WTD from a Company or for receipt of commission / remuneration from it Holding or subsidiary**

This clause is not applicable to this Company.

**37. Disclosure Requirements Pursuant To Rule 5(2) And (3) Of The Companies (Appointment And Remuneration Of Managerial Personnel) Rules, 2014 And Amendments Thereof**

This clause is not applicable to this Company.

**38. Related Party Transactions:**

**Particulars of contracts or arrangements with related parties referred to in sub-section (I) of section 188 in the form AOC-2:**

All related party transactions that were entered into during the financial year were on an arm’s length basis and were in the ordinary course of business.

Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014: as mentioned in Annexure – B

1. **Details of contracts or arrangements or transactions not at arm's length basis: Nil**
2. **Details of material contracts or arrangement or transactions at arm's length basis: mentioned in Annexure – B**

39. **Acknowledgments:**

Your Directors take this opportunity to place on record their appreciation and sincere gratitude to the Government of India, Government of U.P., Government of NCT of Delhi, and the Bankers to the Company for their valuable support and look forward to their continued co-operation in the years to come.

Your Directors acknowledge the support and co-operation received from the employees and all those who have helped in the day to day management.

**By order of the Board of Directors.  
For ENVIROTECH SYSTEMS LIMITED**

**PLACE: DELHI  
DATED: 12/07/2024**

**(MANOJ KUMAR GUPTA) (SINDHU GUPTA)  
(DIRECTOR) (DIRECTOR)  
(DIN- 01187138) (DIN-01190580)**

**ANNEXURE – A**

**Information under Section 134(3)(m) of the Companies Act, 2013 read with rule 8(3) the Companies (Accounts) Rules, 2014 and forming part of the Report of the Directors**

- (A) Conservation of energy-
- (i) the steps taken or impact on conservation of energy: NIL
  - (ii) the steps taken by the company for utilising alternate sources of energy: NIL
  - (iii) the capital investment on energy conservation equipments: NIL
- (B) Technology absorption-
- (i) the efforts made towards technology absorption: NIL
  - (ii) the benefits derived like product improvement, cost reduction, product development or import substitution: NIL
  - (iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)- : NIL
  - (iv) the expenditure incurred on Research and Development: NIL
- (C) Foreign exchange earnings and Outgo: NIL

**By order of the Board of Directors.  
For ENVIROTECH SYSTEMS LIMITED**

**PLACE: DELHI  
DATED: 12/07/2024**

**(MANOJ KUMAR GUPTA) (SINDHU GUPTA)  
(DIRECTOR) (DIRECTOR)  
(DIN- 01187138) (DIN-01190580)**

**ANNEXURE – B**

**Form No. AOC-2**

**(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)**

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

**1. Details of contracts or arrangements or transactions not at Arm's Length basis**

There were no contracts or arrangements or transactions entered in to during the year ended 31st March, 2023, which were not arm's length basis

<b>S.No</b>	<b>Particulars</b>	<b>Details</b>
(a)	Name(s) of the related party and nature of relationship	NA
(b)	Nature of contracts/arrangements/transactions	
(c)	Duration of the contracts / arrangements/transactions	NA
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	NA
(e)	Justification for entering into such contracts or arrangements or transactions	NA
(f)	date(s) of approval by the Board	NA
(g)	Amount paid as advances, if any:	NA
(h)	Date on which the special resolution was passed in general meeting as required under first proviso to section 188	NA

**2. Details of contracts or arrangements or transactions at Arm's Length basis**

a) **List of Related Parties and Relationships**

**A. Key Management Personnel**

<b>1. Sh. Manoj Kumar Gupta</b>	<b>Director</b>
<b>2. Smt. Sindhu Gupta</b>	<b>Director</b>
<b>3. Mr Rakesh Gupta</b>	<b>Non- Executive Director</b>
<b>4. Ashok Kumar Shekhawat</b>	<b>Chief Financial Officer</b>
<b>5. Vikas Khanna</b>	<b>Chief Executive Officer</b>
<b>6.Pallvi Sharma</b>	<b>Company Secretary &amp; Compliance Officer</b>

b) **Related Party Transactions**

<b>Sr. No.</b>	<b>Nature of Transactions</b>	<b>Figures As At 31st March 2024</b>	<b>Figures As At 31st March 2023</b>
<b>1</b>	<b>MANAGERIAL REMUNERATION</b>		
	Sh. Manoj Kumar Gupta	30,00,000.00	15,90,000.00
	Smt. Sindhu Gupta	24,00,000.00	12,60,000.00
	Yash Gupta	4,50,000.00	3,00,000.00
	Ashok Kumar Shekhawat*	3,30,000.00	
	Vikas Khanna*	3,93,600.00	
	Pallvi Sharma *	90,000.00	
	<b>LOAN TAKEN</b>		
	Sh. Manoj Kumar Gupta	1,07,92,322.08	1,70,38,100.00
	Smt. Sindhu Gupta	31,92,426.00	88,00,000.00
	Sh. Rakesh Gupta	45,00,000.00	-
<b>3.</b>	<b>LOAN REPAID</b>		
	Sh. Manoj Kumar Gupta	1,09,50,501.00	1,32,25,001.00
	Smt. Sindhu Gupta	35,29,000.00	32,00,000.00


**\*Mr. Ashok Kumar Shekhawat, Mr Vikas Khanna & Mrs Pallvi Sharma has been appointed on there Degination with effective form in January 2024**

**By order of the Board of Directors.  
For ENVIROTECH SYSTEMS LIMITED**

**PLACE: DELHI  
DATED: 12/07/2024**

**(MANOJ KUMAR GUPTA) (SINDHU GUPTA)  
(DIRECTOR) (DIRECTOR)  
(DIN- 01187138) (DIN-01190580)**