



Date: August 25, 2026

To,
Listing Department,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400001

Scrip Code: 544199

Scrip Symbol: GEMENVIRO

Subject: Outcome of Meeting of Board of Directors of the Company held on Tuesday, August 25, 2026

Dear Sir/ Ma'am,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), we wish to inform that the Board of Directors of the Company at their meeting held today i.e. Tuesday, August 25, 2026 has, *inter-alia*, considered and approved the following agenda items:

1. Appointment of Secretarial Auditors

Based on the recommendation of Audit Committee, the Board of Directors of the Company has approved the re-appointment of M/s HKS & Associates LLP, Company Secretaries (LLPIN: ACK- 1606) as Secretarial Auditors of the Company to conduct the Secretarial Audit for the financial year 2026-27.

The details as required under Regulation 30 read with Schedule III Part A Para A of the SEBI Listing Regulations and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 are attached as **Annexure-A**.

2. Appointment of Internal Auditors

Based on the recommendation of Audit Committee, the Board of Directors of the Company has approved the re-appointment of M/s Rastogi Sunil & Associates, Chartered Accountants (Firm Reg. Number: 512906C) as the Internal Auditors of the Company to conduct the Internal Audit for the financial year 2026-27.

The details as required under Regulation 30 read with Schedule III Part A Para A of the SEBI Listing Regulations and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 are attached as **Annexure-A**.

3. Investment in Novuscom Neo Private Limited

The Board of Directors of the Company has approved the acquisition of 75% stake in Novuscom Neo Private Limited ("Novuscom") having CIN: U70200DL2025PTC457508 and decided to enter into the Share Subscription Agreement. Consequently, Novuscom will become the Subsidiary of the Company.

The details as required under Regulation 30 read with Schedule III Part A Para A of the SEBI Listing Regulations and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 are attached as **Annexure-B**.

GEM ENVIRO MANAGEMENT LIMITED

Registered Office: Unit No. 203, Plaza-3, Central Square, Bara Hindu Rao, Delhi-110006, Ph. No.: 0120-4923132
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Email: info@gemenviro.com, Web: www.gemenviro.com, CIN No.: L93000DL2013PLC247767



4. Alteration in Memorandum of Association of the Company

The Board of Directors have approved the alteration in main object Clause of Memorandum of Association of the Company, subject to the approval of members in the ensuing Annual General Meeting of the Company.

The details as required under Regulation 30 read with Schedule III Part A Para A of the SEBI Listing Regulations and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 are attached as **Annexure-C**.

5. Shifting of Registered Office of the Company

The Board of Directors have approved the shifting of Registered office of the Company from Unit No. 203, Plaza-3, Central Square, Bara Hindu Rao, Delhi- 110006 to 3rd Floor, A-115, Sector 136, Gautam Buddha Nagar, Noida, Uttar Pradesh- 201304 and also approved the consequent alteration in Clause 2 of the Memorandum of Association of the Company, subject to approval of members in the ensuing Annual General Meeting of the Company.

6. Retirement By Rotation:

Mr. Dinesh Pareekh (DIN: 00629464), who is retiring by rotation and being eligible offers himself for re-appointment in the ensuing Annual General Meeting of the Company.

7. Annual General Meeting of the Company:

To hold and convene the 13th Annual General Meeting of the Company on Monday, September 28, 2026 through Video Conferencing / Other Audio-Visual Means in compliance with applicable provisions of the Companies Act, 2013 read with relevant circulars issued by Ministry of Corporate Affairs and SEBI.

The Meeting commenced at 03:30 P.M. and concluded at 04:15 P.M.

Kindly take the same on your record and bring notice to all the concerned.

For GEM Enviro Management Limited

Tripti Goyal
Company Secretary and Compliance Officer
Membership No.: ACS73180

Encl: as above

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Annexure A

The details as required under Regulation 30 read with Schedule III Part A Para A of the SEBI Listing Regulations and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026

S. No.	Particulars	Details	
		Secretarial Auditor	Internal Auditor
1	Reason for Change viz. appointment, resignation, removal, death otherwise or	Re-Appointment of M/s HKS & Associates LLP, Company Secretaries (LLPIN: ACK- 1606) as the Secretarial Auditors of the Company.	Re-Appointment of M/s Rastogi Sunil & Associates, Chartered Accountants (FRN: 512906C) as the Internal Auditors of the Company.
2	Date of appointment/ reappointment/ cessation (as applicable) & terms of appointment/ re- re-appointment)	Date of re-appointment: August 25, 2026 Terms of Appointment: M/s HKS & Associates LLP, Company Secretaries (LLPIN: ACK- 1606) is appointed as the Secretarial Auditors of the Company to conduct the Secretarial Audit for the financial year 2026-27.	Date of re-appointment: August 25, 2026 Terms of Appointment: M/s Rastogi Sunil & Associates, Chartered Accountants (FRN: 512906C) is appointed as the Internal Auditors of the Company to conduct the Internal Audit for the financial year 2026-27.
3	Brief Profile (in case of appointment)	M/s HKS & Associates LLP offers a wide range of specialized, multi- disciplinary professional services that meet the immediate as well as the long-term business needs of its clients. They provide gamut of services in the fields of Corporate and Consultancy. The Financial firm specializes in Secretarial Audit and compliance services, delivering related robust governance frameworks and ensuring adherence to corporate laws and regulatory standards.	M/s Rastogi Sunil & Associates is a firm of Chartered Accountants, known for its strong specialization in internal audit and risk-based assurance services. The firm combines the expertise of highly experienced professionals with the fresh perspective of young, skilled Chartered Accountants. With a proven track record across various industries, the firm offers comprehensive internal audit solutions aimed at enhancing operational efficiency, ensuring compliance and strengthening internal controls.
4	Disclosure of relationships between Directors (in case of appointment of director)	Not Applicable	Not Applicable

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Annexure B

The details as required under Regulation 30 read with Schedule III Part A Para A of the SEBI Listing Regulations and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026

S. No.	Particulars	Details
1	Name of the target entity, details in brief such as size, turnover etc.	Name: Novuscom Neo Private Limited ("Novuscom") Authorised Share Capital: Rs. 1,00,00,000 Paid up Capital: Rs 1,00,000 Turnover: Not Applicable (Not commenced its business operations yet)
2	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length"	It is not a Related Party Transaction. The Novuscom will become the Subsidiary of the Company after the said acquisition.
3	Industry to which the entity being acquired belongs	Novuscom is engaged in the business of analysis led research and helping brand and companies assess their efforts for recognition on certain parameters like sustainability, financials, governance, etc.
4	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	The proposed subsidiary shall, inter alia, operate in the sustainability sector, which aligns with GEM's core business of environmental sustainability.
5	Brief details of any governmental or regulatory approvals required for the acquisition	No governmental or regulatory approval is required for such investment.
6	Indicative time period for completion of the acquisition	On or before October 31, 2026

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7	Consideration - whether cash consideration or share swap or any other form and details of the same	Cash
8	Cost of acquisition and/or the price at which the shares are acquired	Rs. 30,00,000 (Rupees Thirty Lakhs only) divided into 30,000 Equity shares of Rs. 10 each and 2,70,000 Compulsorily Convertible Preference Shares of Rs. 10 each
9	Percentage of shareholding / control acquired and / or number of shares acquired	With this investment, Company's shareholding in Novuscom will be 75% (i.e. Novuscom will become the Subsidiary of the Company)
10	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	Novuscom Neo Private Limited was incorporated on November 03, 2025 under the provisions of the Companies Act, 2013. It is engaged in the business of analysis led research and helping brand and companies assess their efforts for recognition on certain parameters like sustainability, financials, governance, etc. Turnover: Not Applicable (Not commenced its business operation yet) Country of Incorporation: India

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Annexure C

The details as required under Regulation 30 read with Schedule III Part A Para A of the SEBI Listing Regulations and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026

Amendments to memorandum and articles of association of listed entity, in brief:

In order to facilitate diversification and to provide greater flexibility for undertaking existing and prospective business activities, the Board of Directors of the Company has approved to replace the existing Object Clause of the Memorandum of Association of the Company with a comprehensive Object Clause, subject to approval of members in the ensuing Annual General Meeting of the Company. The existing Object Clause is limited in scope and requires to be comprehensive so as to cover a wide range of activities to enable the Company to consider embarking upon new projects and activities.

The following is the draft of Clause 3(A) of objects clause of the Memorandum of Association of the Company:

1. To carry on the business of waste management of all kinds including trading, collection, segregation, transportation, processing, recycling, disposal and handling of solid, liquid, hazardous, electronic, ferrous, non-ferrous, used oil, burnt oil, battery and all other categories of waste, in India and abroad and to ensure routing of such waste to authorised recyclers for proper processing and recycling or to set up chain of waste collection centres and processing facilities in different parts of the country and globally and to provide end-to-end waste management solutions.
2. To carry on the business of providing, operating, managing and facilitating reverse logistics solutions for plastic bottles, aluminium cans, glass bottles, ferrous, non-ferrous and other beverage packaging containers and other recyclable materials, including the collection, aggregation, transportation, storage, sorting, handling, tracking, return, recovery and processing thereof through Deposit Refund Systems, Reverse Vending Machines, authorised collection and return points, QR code-based and other digital technologies and such other mechanisms as may be adopted from time to time, including the facilitation and processing of refunds, incentives and other related services incidental thereto.
3. To sell, distribute, promote and trade in recycled products, by-products and value-added materials derived from waste processing and recycling operations.
4. To carry on the business of providing consultancy, advisory, compliance management and professional support services in relation to environmental, sustainability, waste management, reverse logistics, circular economy, recycling, Extended Producer Responsibility, Bulk Waste Generator Responsibility, Deposit Refund Systems, Carbon Credit Trading Scheme, carbon markets, carbon credits, emissions reduction, greenhouse gas accounting and other statutory, regulatory and voluntary compliance requirements, including due diligence, gap analysis, policy formulation, documentation, reporting, certification support, digital compliance management and liaison with regulatory authorities for companies, institutions, government bodies and other public or private entities in India and abroad.

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5. To design, develop, provide, operate, implement, integrate, manage and facilitate technology-enabled, digital and Artificial Intelligence (AI)-driven solutions for waste management, recycling, resource recovery, reverse logistics, environmental compliance, sustainability, carbon management and circular economy, including solutions for data collection, waste tracking and traceability, material identification and segregation, route optimisation, resource optimisation, predictive analytics, monitoring, reporting, compliance management, carbon accounting and such other applications as may be developed or adopted from time to time.
6. To develop, establish, own, operate, manage, maintain, promote and facilitate sustainable industrial zones, Eco-Industrial parks and integrated resource management ecosystems, wherein industries, businesses and other stakeholders may collaborate to enhance environmental, social and economic performance, share resources such as energy, water and raw materials, share waste and energy management infrastructure, reduce waste and emissions through industrial symbiosis.
7. To convene, organise and promote educational, awareness and training programmes, workshops, seminars, conferences, campaigns, corporate events, environmental drives, public awareness campaigns, trade exhibitions, commercial, social and other events, for the purpose of promoting recycling, waste segregation, sustainable consumption and environmentally responsible behaviour among individuals, communities, corporations and government bodies.
8. To carry on the business of manufacturing, processing, designing, sourcing, purchasing, importing, exporting, trading, packaging, branding, marketing, distributing, wholesaling, retailing and otherwise dealing in all kinds of goods, products, commodities, articles, merchandise and things of every kind and description and all allied, ancillary or incidental products.
9. To invest in, subscribe to, acquire, purchase, hold or otherwise deal in the shares, securities or other instruments of and to grant loans, advances or other financial assistance to, any company, body corporate, limited liability partnership, firm or other entity, whether in India or abroad, in accordance with the provisions of applicable laws.

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