



RAMKY ENVIRO ENGINEERS LIMITED  
CIN: U74140TG1994PLC018833  
Regd. Office: 13th Floor, Ramky Grandisoe,  
Ramky Towers Complex, Gachibowli Hyderabad 500032,  
Ph: (040) 23015000, Email id: [cs.reel@ramky.com](mailto:cs.reel@ramky.com)  
Website: [www.ramkyenviroengineers.com](http://www.ramkyenviroengineers.com)

## NOTICE

NOTICE IS HEREBY GIVEN THAT THE 01/2021-22 EXTRA-ORDINARY GENERAL MEETING OF THE MEMBERS OF RAMKY ENVIRO ENGINEERS LIMITED (CIN: U74140TG1994PLC018833) WILL BE HELD AT SHORTER NOTICE ON 4<sup>TH</sup> FEBRUARY, 2022 AT 4:30 PM IST THROUGH VIDEO CONFERENCING ("VC") TO TRANSACT THE FOLLOWING BUSINESS:

### SPECIAL BUSINESS:

1. To change the name of the company subject to the approval of the Central Government and consequent amendment in Memorandum and Articles of Association of the Company

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

**"RESOLVED THAT** pursuant to Section 4, Section 13 and any other applicable provisions of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 and other applicable rules made thereunder (including any statutory modifications or re-enactments thereof for the time being in force), and subject to the approval of the Central Government, delegated to the Registrar of Companies and based on the approval letter dated 19<sup>th</sup> January, 2022, received from the Central Registration Centre, Office of Registrar of Companies, approval of the members of the Company be and is hereby accorded to change the name of the Company from **"Ramky Enviro Engineers Limited"** to **"RE Sustainability Limited"**;

**RESOLVED FURTHER THAT** subject to the approval of the Registrar of Companies, the Clause I (name clause) of the Memorandum of Association of the Company be substituted by the following:

*"The Name of the Company is **"RE SUSTAINABILITY LIMITED."***

**RESOLVED FURTHER THAT** to the extent name of the Company wherever appearing including in the Memorandum and Articles of Association be replaced accordingly;

**RESOLVED FURTHER THAT**, any of the Executive Directors of the Company and Mr. Govind Singh, Company Secretary be and are hereby severally authorized to do all such acts, things, and deeds as may be necessary to give effect to the above-stated resolution."

By order of the Board of Directors  
For Ramky Enviro Engineers Ltd



Place: 4<sup>th</sup> Feb, 2022  
Date: Hyderabad

Govind Singh  
Company Secretary  
M. No.: A41173

## NOTES:

1. In view of the COVID-19 pandemic, the Ministry of Corporate Affairs (MCA) has, vide General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020 and General Circular No. 20/2021 dated December 8, 2021 (collectively "MCA Circulars"), permitted companies to conduct pass ordinary and special resolutions through video conferencing (VC) or other audio visual means, subject to compliance of various conditions mentioned therein. In compliance with the MCA Circulars and applicable provisions of Companies Act, 2013, the 01/2021-22 Extraordinary General Meeting (EGM) of the Company is being convened and conducted through VC facility, which does not require physical presence of members at a common venue. The deemed venue for the EGM shall be the Registered Office of the Company.
2. The meeting is proposed to be held at a shorter notice and therefore as per the provisions of Section 101 of the Companies Act, 2013 and rules made thereunder, it requires the consent for shorter notice from majority in number of members entitled to vote and who represent not less than ninety-five per cent of such part of the paid-up share capital of the Company. Members are requested to provide their consent for short notice by sending the signed copy of the draft shared through an e-mail confirmation at [govind.singh@ramky.com](mailto:govind.singh@ramky.com).
3. The Company has enabled the Members to participate at the EGM through the Zoom call Video Conferencing. The instructions for participation by Members are given in the subsequent paragraphs.
4. As per the provisions under the MCA Circulars, Members attending the EGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. As per the Companies Act, 2013, a Member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his/her behalf. Since the EGM is being held through VC as per the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be made available for the EGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
6. The Corporate Member is required to send a certified copy of the Board resolution authorizing their representative to attend the EGM through VC and vote on their behalf on the email address at [govind.singh@ramky.com](mailto:govind.singh@ramky.com).
7. In view of the prevailing situation, owing to the difficulties involved in dispatching of physical copies of the Notice of the EGM, are being sent only by email to the Members. Members may please note that this Notice will also be available on the Company's website at [www.ramkyenviroengineers.com](http://www.ramkyenviroengineers.com).
8. The Memorandum and Articles of Association of the Company will be available for inspection by the Members electronically during the EGM.
9. Recorded transcript of the Meeting shall be uploaded on the website of the Company and the same shall also be maintained in safe custody of the Company.
10. When a poll is required to be taken during the meeting on any resolution, the member shall cast their vote on the resolution only by sending the email to [govind.singh@ramky.com](mailto:govind.singh@ramky.com) through their registered their registered email address which are registered with the Company.
11. As the EGM is being held through VC, the route map is not annexed to this Notice

## INSTRUCTIONS FOR ATTENDING THE EGM THROUGH VC:

1. Members may access the platform to attend the EGM through VC at <https://zoom.us/j/98780102046>
2. The facility for joining the EGM shall open 15 minutes before the scheduled time for commencement of the EGM and shall be closed after the expiry of 15 minutes after such schedule time.



3. Members are encouraged to join the Meeting using Zoom app (preferred), Google Chrome, Internet Explorer or Mozilla Firefox 22.
4. Members will be required to grant access to your computer's camera for video and your computer's microphone for audio to enable two-way video conferencing.
5. Members are advised to use stable Wi-Fi or LAN connection to participate at the EGM through VC in a smooth manner. Participants may experience audio/video loss due to fluctuation in their respective networks.
6. Members can submit questions in advance with regard to any other matter to be placed at the EGM, from their registered email address, mentioning their name, DP ID and Client ID number /folio number and mobile number, to reach the email address [govind.singh@ramky.com](mailto:govind.singh@ramky.com) at least 48 hours in advance before the start of the meeting. Such questions by the Members shall be taken up during the meeting replied by the Company suitably.
7. Members who may want to express their views or ask questions during the EGM may and click on the tab "chat" to post their queries in the window provided, by mentioning their name, demat account number/folio number.
8. Members who may require any technical assistance or support before or during the EGM are requested to contact at 7337597697 or write to him at [govind.singh@ramky.com](mailto:govind.singh@ramky.com).



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Explanatory Statement  
(Pursuant to Section 102 of the Companies Act, 2013)

As required under section 102 of the Companies Act, 2013 (Act) and SS-2 ('Secretarial Standard of General Meeting'), the following explanatory statement sets out material facts relating to the special business item mentioned under the accompanying Notice:

**Item No 1**

The Board in its meeting held on 5<sup>th</sup> August, 2021, discussed that the company needs to have an independent brand and concluded to change the name of the Company, and accordingly, the Company had filed an application with the Central Registration Centre (CRC) Office of Registrar of Companies under MCA.

The Company had received approval from the Central Registration Centre, Office of Registrar of Companies under the Ministry Of Corporate Affairs, stating that there is no objection in the availability of the name "**RE SUSTAINABILITY LIMITED**" on 19<sup>th</sup> January, 2022. Therefore, the said name has been reserved under the RUN (Reserve Unique Name) facility of Ministry of Corporate Affairs for a period of 60 days from the date of approval (i.e. 19<sup>th</sup> January, 2022).

Further, the Board has granted its approval for the change in the name of the company from the present name "Ramky Enviro Engineers Limited" to "RE Sustainability Limited" subject to the approval of the Central Government and the shareholders of the Company and to carry out the requisite change in the Memorandum and Articles of Association of the Company by passing a circular resolution in accordance with the provision of Section 175 of the Companies Act, 2013 on 24<sup>th</sup> January, 2022

In accordance with Section 4, 13 and all other applicable provision of the Companies Act, 2013, Change in the name of the company from the present name "Ramky Enviro Engineers Limited" to "RE Sustainability Limited" and amendment in Memorandum and Articles of Association wherever the present name is mentioned, require approval of the shareholders of the company by way of passing special resolution. Therefore, the Board of Directors recommend the resolution set out in item no 1 for your approval.

None of the Directors, Key Managerial Personnel, and their relatives, are in any way, concerned or interested, in the said resolution.

By order of the Board of Directors  
For Ramky Enviro Engineers Ltd



Place: 4<sup>th</sup> Feb, 2022  
Date: Hyderabad

Govind Singh  
Company Secretary  
M. No.: A41173