GREENLOOP SOLUTIONS PRIVATE LIMITED

CIN: U20116DL2025PTC442217

Registered Address: M-5A, Magnum House-II, Commercial Complex, Karam Pura, New Delhi-110015

Tel. No. 011-45824477, **Email Id:** - greenloopsolutionspvt.ltd@gmail.com

NOTICE OF THE 01ST (FIRST) ANNUAL GENERAL MEETING

Notice is hereby given that the 01ST (First) Annual General Meeting of the Members of **Greenloop Solutions Private Limited** ("the Company") is scheduled to be held on **Friday, 07th day of August, 2026 at 12:30 P.M.** at the Registered Office of the Company situated at **M-5A, Magnum House-II, Commercial Complex, Karam Pura, New Delhi-110015** to consider and transact the following business:-

ORDINARY BUSINESS (ES):-

1. **To receive, consider and adopt the Audited Financial Statements of the Company for the financial year starting from 04th February, 2025 to 31st March, 2026 together with the Reports of the Board of Directors and the Auditors thereon.**

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

   "**RESOLVED THAT** the Audited Financial Statements of the Company for the financial year starting from 04th February, 2025 to 31st March, 2026 including the Audited Balance Sheet for that period and Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon, along with all annexures as laid before this Annual General Meeting be and are hereby received, considered and adopted."

2. **To appoint the Statutory Auditors of the Company and to fix their remuneration.**

   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 Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time (including any statutory modification or re-enactment thereof for the time being in force), the consent of the members of the Company be and is hereby accorded to appoint M/s. Mahesh Nishant & Associates, Chartered Accountants (Firm Registration No. 508250C) as the Statutory Auditors of the Company, to hold office from the conclusion of this 01st Annual General Meeting (AGM) until the conclusion of the 06th Annual General Meeting (AGM) of the Company, at such remuneration and reimbursement of out-of-pocket expenses as may be mutually agreed between the Board of Directors of the Company in consultation with the said Statutory Auditors.

   RESOLVED FURTHER THAT Mr. Murari Lal Gupta (DIN: 00051796), Additional Director and Mr. Mohit Gupta (DIN: 02366798), Director of the Company be and are hereby jointly and severally authorized to do all such acts, matters and things including executing/signing the documents, deeds as may be required, and filling all necessary forms, i.e. e-Form ADT-1, with the Registrar of Companies and to take all such steps and actions as considered appropriate and necessary in order to give effect to the aforesaid resolution."

SPECIAL BUSINESS (ES):-

3. **To appoint Additional Director, Mr. Murari Lal Gupta (DIN: 00051796) as a Director of the Company.**

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

   "**RESOLVED THAT** pursuant to Section 152 and other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any modification or re-enactment thereof for the time being in force) and Article of Association of the Company, **Mr. Murari Lal Gupta (DIN: 00051796)**, who was appointed as an Additional Director by the Board of Directors with effect from 12th May, 2025 and who holds said office, pursuant to the provisions of Section 161 of the Companies Act, 2013, upto the date of this ensuing Annual General Meeting and who is eligible for appointment under the relevant provisions of the Companies Act, 2013, be and is hereby appointed as a Director of the Company.

   RESOLVED FURTHER THAT Mr. Mohit Gupta (DIN: 02366798), Director of the Company be and is hereby authorised to do all acts including filing e-Form DIR-12 to Registrar of Companies and to take all such steps as may be necessary, proper or expedient to give effect to the foregoing resolution."

4. **To consider and approve authorisation to the Board of Directors for making loans, investments, guarantees and securities under Section 186 of the Companies Act, 2013 up to an aggregate limit of Rs. 20,00,00,000/- (Rupees Twenty Crore Only).**

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

"**RESOLVED THAT** pursuant to the provisions of Section 186 of the Companies Act, 2013, read with the Companies (Meetings of Board and its Powers) Rules, 2014 as amended from time to time (including any amendment thereto or re-enactment thereof for the time being in force), if any, the Memorandum of Association, Articles of Association, relevant provisions of such other Act as may be applicable, read with rules and regulations (to the extent applicable) the consent of the members of the Company be and is hereby accorded, to the Board of Directors of the Company (hereinafter referred to as the "Board"), to:

a) give any loan to any person or other body corporate;
b) give any guarantee or provide any security in connection with a loan to any other body corporate or person; and
c) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate whether Indian or Overseas (together referred to as "Loans/Investments");

as they may in their absolute discretion deem beneficial and in the interest of the Company provided that the aggregate outstanding amount of all loans, guarantees, securities and investments made by the Company pursuant to this approval shall not exceed Rs.20 crore over and above the limits specified under Section 186(2) of the Companies Act, 2013.

RESOLVED FURTHER THAT keeping the best interest of the Company in view, any approval accorded by the Board of Directors and shareholders of the Company under Section 186 of the Companies Act, 2013 under this resolution shall be in force till the period any amendment to the said resolution will be made by the Board of Directors and Shareholders thereof.

RESOLVED FURTHER THAT Mr. Mohit Gupta (DIN: 02366798), Director and Mr. Murari Lal Gupta (DIN: 00051796), Additional Director of the Company, be and are hereby severally authorised to take such steps as may be necessary and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution including filing of certified true copy of this resolution with the concerned Regulators and Authorities."

For and on behalf of
Greenloop Solutions Private Limited
For GREENLOOP SOLUTIONS PVT. LTD

Director/Auth.Signatory

Murari Lal Gupta
(Additional Director)
DIN: 00051796
Address: F-7, Bhagwan Das Nagar,
East Punjabi Bagh, Delhi-110026

Date: 16th July, 2026
Place: Delhi

NOTES:-

1. An explanatory statement pursuant to Section 102 of the Companies Act , 2013 ("the Act"), with respect to the Special Business as set out in the Notice is annexed hereto and forms part of this Notice.

2. ***A Member entitled to attend and vote at the 01st Annual General Meeting of the company shall be entitled to appoint another person as proxy to attend and vote at the meeting on his/her behalf and such proxy need not be a member of the company.*** The instrument appointing a proxy in Form MGT-11 is attached to the notice and the same must be deposited with the company not less than 48 hours before the commencement of the meeting.

3. A person shall act as proxy on behalf of members not exceeding fifty (50) and holding in aggregate not more than ten percent (10%) of the total share capital of the company carrying voting rights. Members holding more than ten percent (10%) of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other member.

4. Members would be entitled to inspect the proxies lodged at any time during the working hours at the Registered Office of the Company, during the period beginning from 24 hours before the time fixed for the commencement of the 01st Annual General Meeting, provided the member is required to give at least 3 days notice in writing in this regard to the Company.

5. Members/Proxies/Authorised Representatives are requested to submit the attendance slips (Attached with the notice) duly filled in for attending the 01st Annual General Meeting of the Company.

6. ***Corporate members intending to send their authorized representatives to attend the meeting in terms of section 113 of the Companies Act, 2013 are requested to send a certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the meeting.***

7. Members who have not registered their e-mail address, phone numbers and residential address are requested to register the same with the Company and if there is any change in the details originally provided then to intimate the changes by writing it to the Company at *greenloopsolutionspvt.ltd@gmail.com*.

8. The Register of Directors and their Shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts and Arrangements in which directors are interested maintained under Section 189 of the Companies Act, 2013 will be available for inspection at the 01st Annual General Meeting.

9. All documents referred to in the accompanying Notice shall be open for inspection by the Members at the Registered office of the company during the business hours i.e, between 10:00 A.M. to 05:00 P.M. on all working days, (except Sundays and Gazetted Holidays) upto the conclusion of the 01st Annual General Meeting.

10. Pursuant to Section 20(2) of the Companies Act, 2013 read with rule 35 of the Companies (Incorporation) Rules, 2014, as amended, Companies are permitted to send official documents to their shareholders electronically or by registered post or by any other means as may be prescribed.

11. Members who hold shares in dematerialized form are requested to bring their client ID and DP ID for easier identification of attendance at the meeting. In case of joint holders attending the meeting, the joint holder with highest, in order of names will be entitled to vote.

12. The voting at the meeting shall be conducted by show of hands unless a poll in accordance with section 109 of the Companies Act 2013 is demanded by any member.

13. The Notice of this Annual General Meeting is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e -mail addresses, physical copies are being sent by the permitted mode.

14. For any query or assistance or for any further information, Members may contact the Company by sending query at *greenloopsolutionspvt.ltd@gmail.com*.

15. For convenience of the Members, route map is attached to this notice calling 01st Annual General Meeting.

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Registered Address: M-5A, Magnum House-II, Commercial Complex, Karam Pura, New Delhi-110015
Tel. No. 011-45824477, **Email Id:** - greenloopsolutionspvt.ltd@gmail.com

(Annexure to the Notice)

EXPLANATORY STATEMENT

[Pursuant to Section 102(1) of the Companies Act, 2013 read with rules made thereunder]

Item No.3: To appoint Additional Director, Mr. Murari Lal Gupta (DIN: 00051796) as a Director of the Company

Mr. Murari Lal Gupta (DIN: 00051796) was appointed as an Additional Director of the Company with effect from 12th May, 2025 in terms of provisions of Section 161 of the Companies Act, 2013 read with rules made thereunder and also in terms of Articles of Association of the Company. As per the provisions contained under Section 161 of the Companies Act, 2013, the "Additional Director" so appointed shall hold office upto the date of the next Annual General Meeting or the last date on which the Annual General Meeting should have been held, whichever is earlier. Accordingly, Mr. Murari Lal Gupta, as an Additional Director, holds office upto the date of this 01st Annual General Meeting of the Company.

Pursuant to the provisions of Section 152 of the Companies Act, 2013 read with the rules made thereunder, the members can appoint an Additional Director as a Director of the Company by passing an ordinary resolution in the General Meeting as recommended by the Board of Directors of the Company.

Accordingly, the Board of Directors of the Company recommended the appointment of Mr. Murari Lal Gupta (DIN: 00051796) as a Director of the Company as he fulfills the conditions specified in the Companies Act, 2013 in the opinion of the Board. The Company also receives the consent to act as a Director and declarations pursuant to Section 164 and 184(1) of the Companies Act, 2013, that he is not disqualified from being appointed as a Director of the Company in Form DIR-8 and disclosure of his interests in Form MBP-1 respectively.

None of the Directors, Key Managerial Personnel of the Company or their relatives except Mr. Murari Lal Gupta and Mr. Mohit Gupta, being his relative, are concerned or interested, financially or otherwise, in the said resolution.

The Board recommends the Ordinary Resolution as set out at Item No. 3 of the Notice for approval of the members.

Item No. 4: To consider and approve authorisation to the Board of Directors under Section 186 of the Companies Act, 2013 for making loans, investments, guarantees and securities up to an aggregate limit of Rs. 20,00,00,000/- (Rupees Twenty Crore Only)

As per the provisions of Section 186 of the Companies Act, 2013 a company can, give or make Loans/Investments, directly or indirectly, for a sum exceeding 60% of the aggregate of paid-up share capital, free reserves and securities premium account of the Company or 100% of its free reserves and securities premium account, whichever is higher, only upon obtaining approval of the members of the Company by a Special Resolution.

In order to make optimum utilization of funds available with the Company in future and to fulfil the strategic initiatives and business objectives of the Company, the Board in its Meeting held on 22nd June, 2026 has proposed to obtain approval of the shareholders of the Company to invest in other bodies corporate/ entities or grant loans, give corporate guarantees or provide securities to other persons or other body corporate as and when required for an amount not exceeding Rs. 20,00,00,000/- (Rupees Twenty Crore only) over and above the limits specified under Section 186(2) of the Companies Act, 2013 read with the rules made thereunder.

None of the Directors, Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the said resolution.

Accordingly, consent of the members is sought for passing a Special Resolution as set out at Item No. 4 of this Notice, in relation to the details as stated above and thus the Board of Directors recommends the said resolution for the approval of the shareholders of the Company as a Special Resolution.

For and on behalf of
Greenloop Solutions Private Limited
For GREENLOOP SOLUTIONS PVT. LTD.

Murari Lal Gupta Director/Auth.Signatory
(Additional Director)
DIN: 00051796
Address: F-7, Bhagwan Das Nagar,
East Punjabi Bagh, Delhi-110026

Date: 16th July, 2026
Place: Delhi

GREENLOOP SOLUTIONS PRIVATE LIMITED

CIN: U20116DL2025PTC442217

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Tel. No. 011-45824477, **Email Id: -** greenloopsolutionspvt.ltd@gmail.com

(Annexure to the Notice)

ATTENDANCE SLIP

Shareholders attending the Meeting in person or by Proxy are requested to complete the attendance slip and hand it over at the entrance of the meeting room.

CIN	U20116DL2025PTC442217
Name of the Company	Greenloop Solutions Private Limited
Registered office	M-5A, Magnum House-II, Commercial Complex, Karam Pura, New Delhi-110015

Name & Address of Shareholder (IN BLOCK LETTERS)	
Address	
Regd. Folio No./Client ID:	
DP ID :	
No. of Shares held	
Name of Joint holders, if any	

I / We, hereby record my/our presence at the 01st Annual General Meeting of the Members of **Greenloop Solutions Private Limited** schedule to be held on **Friday, 07th day of August, 2026 at 12:30 P.M** at the Registered Office of the Company situated at **M-5A, Magnum House-II, Commercial Complex, Karam Pura, New Delhi-110015.**

(Member/Proxy Name) **(Signatures of Member/Proxy)**

(IN BLOCK LETTERS)

Notes:

1. *Members are requested to produce the above attendance slip, duly signed in accordance with their specimen signatures registered with the Company, for admission to the Meeting.*
2. *Members are informed that no duplicate attendance slips will be issued at the hall.*

GREENLOOP SOLUTIONS PRIVATE LIMITED

CIN: U20116DL2025PTC442217

Registered Address: M-5A, Magnum House-II, Commercial Complex, Karam Pura, New Delhi-110015

Tel. No. 011-45824477, **Email Id: -** greenloopsolutionspvt.ltd@gmail.com

(Annexure to the Notice)

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)

CIN	U20116DL2025PTC442217
Name of the Company	Greenloop Solutions Private Limited
Registered office	M-5A, Magnum House-II, Commercial Complex, Karam Pura, New Delhi-110015

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

I/We, being the Member (s) holding __________________ shares of the above named Company, hereby appoint:

1. Name:
   Address:
   E-mail ID:

   Signature: __________________ or failing him/her

2. Name:
   Address:
   E-mail ID:

   Signature: __________________ or failing him/her

3. Name:
   Address:
   E-mail ID:

   Signature: __________________ or failing him/her

as my/our proxy to attend and vote for me/us and on my/our behalf at the 01st Annual General Meeting of the Company to be held on **Friday, 07th day of August, 2026 at 12:30 P.M** at the Registered office of the Company situated at **M-5A, Magnum House-II, Commercial Complex, Karam Pura, New Delhi-110015** and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.		
	Ordinary Business (es):	
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year starting from 04th February, 2025 to 31st March, 2026 together with the Reports of the Board of Directors and the Auditors thereon.	Ordinary Resolutions
2.	To appoint the Statutory Auditors of the Company and to fix their remuneration.	
	Special Business (es) :	
3.	To appoint Additional Director, Mr. Murari Lal Gupta (DIN: 00051796) as a Director of the Company.	Ordinary Resolution
4.	To consider and approve authorisation to the Board of Directors for making loans, investments, guarantees and securities under Section 186 of the Companies Act, 2013 up to an aggregate limit of Rs. 20,00,00,000/- (Rupees Twenty Crore Only).	Special Resolution

Signed this .... day of................. 2026

Affix Revenue Stamp not less than Re. 1

Signature of member......................................

Signature of Proxy holder(s)..................................

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.

ROUTE MAP

TO THE VENUE OF THE 01ST ANNUAL GENERAL MEETING (AGM)

M-5A, Magnum House-II, Commercial Complex, Karam Pura, New Delhi-110015