Date: August 11, 2026

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

Scrip Code: 544199
Scrip ID: GEMENVIRO

Subject: **Share Subscription Agreement between the Company and Solluz Energy Private Limited**

Ref: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 dated June 30, 2026

Dear Sir/Ma'am,

Pursuant to the provisions of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and in continuation to our earlier corporate announcement dated June 30, 2026, We wish to inform you that the Company has entered into the Share Subscription Agreement on August 11, 2026 with Solluz Energy Private Limited ("Solluz") having CIN: U52100DL2015PTC277648 to acquire 21,10,680 Equity Shares, representing 26% of the Share Capital of Solluz.

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

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

For GEM Enviro Management Limited

TRIPTI GOYAL

Digitally signed by TRIPTI GOYAL
DN: c=IN, o=Personal, title=4651, 2.5.4.20=eb0c8a344b7fc40b4572f46f35fa3bcb40999acb92959f8233f6ff3f2c74aa72, postalCode=110086, st=Delhi, cn=TRIPTI GOYAL
Date: 2026.08.11 17:56:25 +05'30'

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

Encl: as above

Annexure A

The details as required under Regulation 30 read with Schedule III Part A Para A of the 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(s) of parties with whom the agreement is entered**	Solluz Energy Private Limited ("Solluz")
2.	**Purpose of entering into the agreement**	Share Subscription Agreement is entered for the purpose of acquiring 21,10,680 Equity shares, representing 26% of the Share Capital of Solluz. The Company has agreed to invest an amount of Rs. 5,06,56,320/- (Rupees Five Crore Six Lakh Fifty-Six Thousand Three Hundred Twenty only) for acquiring 21,10,680 Equity shares of Solluz of Face Value of Rs. 10/- each at a price of Rs. 24/- per Equity Share (including a premium of Rs. 14/- per share).
3.	**Shareholding, if any, in the entity with whom the agreement is executed**	Nil
4.	**Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc.**	The Company has the right to nominate up to two Directors on the Board of Solluz, pre-emptive rights on further issue of Equity Securities, right of first offer on transfer of shares by the Promoters of Solluz and specified tag-along rights. Certain reserved matters, including changes in capital structure, issue of securities and other specified material matters, require the prior consent of the Company. All other terms and conditions are mentioned under Share Subscription Agreement executed between the Company and Solluz.
5.	**Whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship**	No
6.	**Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"**	It is not a Related Party Transaction. Subsequent to this investment, Solluz will become associate of the Company.

Registered Office: Unit No. 203, Plaza-3, Central Square, Bara Hindu Rao, Delhi-110006, Ph. No.: 0120-4923132
Corporate Office: 3rd Floor, A-115, Noida-Greater Noida Expressway, Sector-136, Noida, Uttar Pradesh-201304
Email: info@gemenviro.com, *Web:* www.gemenviro.com, *CIN No.:* L93000DL2013PLC247767

7.	**In case of issuance of shares to the parties, details of issue price, class of shares issued**	Not Applicable
8.	**Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.**	Nil
9.	**In case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s)** **i. name of parties to the agreement;** **ii. nature of the agreement;** **iii. date of execution of the agreement;** **iv. details of amendment and impact thereof or reasons of termination and impact thereof.**	Not Applicable