

LIMITED



**17TH ANNUAL REPORT
2020-21**

CONTENTS

AGM Notice

Boards' Report

Auditor's Report

Balance Sheet

Profit & Loss A/c

Cash Flow Statement

Notes forming part of Balance Sheet and Profit & Loss A/c

Corporate Identification Number: U90002WB2004PLC098219

Board of Directors	Mr. Snehangshu Chakraborty	- Whole-time Director
	Mr. Kalluri Chenchi Reddy	- Independent Director
	Mr. P. Gangadhara Sastry	- Independent Director
	Mr. Harishanker Panicker	- Nominee Director
	Mr. Sanjiv Kumar	- Director
Key Managerial personnel	Mr. Snehangshu Chakraborty	- Whole-time Director
	Mr. Dhananjoy Bhowmik	- CFO
	Ms. Sanyukta Solat	- CS

Board Committees

Audit Committee

Mr. Sanjiv Kumar	- Member
Mr. Kalluri Chenchi Reddy	- Member
Mr. P. Gangadhara Sastry	- Member

Nomination and Remuneration Committee

Mr. Sanjiv Kumar	- Member
Mr. Kalluri Chenchi Reddy	- Member
Mr. P. Gangadhara Sastry	- Member

CSR Committee

Mr. Sanjiv Kumar	- Member
Mr. Kalluri Chenchi Reddy	- Member
Mr. P. Gangadhara Sastry	- Member

Bankers

Axis Bank Limited
6-3-879/B, Greenlands Road,
Begumpet, Hyderabad – 500016

Statutory Auditors

M/s. S.R. Batliboi & Associates LLP
The SKYVIEW 10
18th Floor, North Lobby,
Survey No. 83/1, Raidurgam
Hyderabad, 500 032 India,
Tel: +91-4061416000

Registered Office

Block A, 4th Floor,
21/1A/3, Jindal Towers
Durga Road,
Kolkata – 700017.

Corporate Office

13th Floor, Ramky Grandiose,
Ramky Towers, Gachibowli,
Hyderabad – 500032. Telangana
Phone: 040 – 23310091

WEST BENGAL WASTE MANAGEMENT LIMITED
CIN: U90002WB2004PLC098219

Regd. Office: Block - A, 4th Floor, 21/1A/3, Jindal Towers,
Durga Road Kolkata 700017

Ph: (040) 23015000, Email id: cs.reel@ramky.com

NOTICE OF SEVENTEENTH (17TH) ANNUAL GENERAL MEETING

NOTICE is hereby given that the Seventeenth Annual General Meeting of the members of West Bengal Waste Management Limited will be held on Friday, 13th August, 2021 at 3:00 P.M. at the registered office of the Company at Block - A, 4TH Floor, 21/1A/3, Jindal Towers, Durga Road Kolkata-700017, West Bengal to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2021 and the Statement of Profit and Loss for the year ended 31st March, 2021 together with the reports of the Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Sanjiv Kumar (DIN: 07627483), who retires by rotation and being eligible offers himself for re-appointment

SPECIAL BUSINESS:

1. TO ALTER THE ARTICLE OF ASSOCIATION OF THE COMPANY.

To consider, and if thought fit, to pass with or without modifications, the following resolution as a Special resolution:

“RESOLVED THAT, pursuant to the provisions of Section 14 and all other applicable provisions, if any, of the Companies Act, 2013 read with applicable rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) and subject to approvals, permissions and sanctions from the appropriate authority, if any and on the recommendation of the Board of Director in the Board meeting held on 14th May, 2021 the existing Articles of Association of the Company be and is hereby amended and substituted with the revised Articles of Association of the Company as placed before this meeting duly initialed by the Company Secretary for the purpose of identification.

RESOLVED FURTHER THAT, the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things as may be necessary, proper or expedient to give effect to this resolution”

By Order of the Board
For West Bengal Waste Management Limited

Sanyukta Sanjay Solat
Company Secretary
Mem. No. A59802

Place : Hyderabad
Date : 14th May, 2021

NOTES:

1. *A member entitled to attend and vote at the Seventeenth (17th) meeting is entitled to appoint a proxy instead of himself/herself and such proxy need not be a member of the Company. Proxy forms to be valid shall be lodged with the Company not less than 48 hours before the meeting.*
2. *A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent 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 a proxy for any other person or shareholder.*
3. *Members are requested to bring their attendance slips duly completed and signed mentioning therein details of their DP ID and Client ID/ Folio No.*
4. *A statement pursuant to Section 102(1) of the Companies Act, 2013 relating to special business to be transacted at the Meeting is annexed hereto.*
5. *Pursuant to section 113 of the Companies Act, 2013, corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.*
6. *The Register of Directors and their shareholding, maintained under Section 170 of the Companies Act, 2013, and registers under section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.*
7. *Attendance slip, proxy form and the route map of venue of above mentioned Annual General Meeting is annexed hereto.*
8. *All documents referred to in the Notice and Explanatory Statement shall be open for inspection at the registered and corporate office of the Company on all working days between 10 A.M. to 6 P.M. and also at the AGM.*
9. *At the 15th Annual General Meeting of the Company held on 30th September 2019, the Members approved appointment of M/s. S. R. Batliboi & Associates LLP Chartered Accountants, Hyderabad (Firm Registration No. 101049W/E300004), as Statutory Auditors of the Company to hold office for a period of four years from the conclusion of 15th Annual General Meeting till the conclusion of the 19th Annual General Meeting. Vide Notification dated 07th May 2018, the Ministry of Corporate Affairs has done away with the requirement of seeking ratification of Members for appointment of Auditors at every Annual General Meeting. Accordingly, no resolution is being proposed for ratification of appointment of Statutory Auditors at the 17th Annual General Meeting.*

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Ph: (040) 23015000, Email id: cs.reel@ramky.com

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

As required under section 102 of the Companies Act, 2013 (Act) and Para 1.2.5. of SS-2 (Secretarial Standards 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 Shareholders agreement dated 20th August 2020 entered into between Ramky Enviro Engineers Limited (the Holding Company), Metropolis Investment Holdings Pte. Ltd, Alla Ayodhya Rami Reddy, Oxford Ayyappa Consulting Service (India) Private Limited, and the persons identified in Schedule I to the Shareholder's Agreement (hereinafter referred to as 'SHA') has been amended on 4th February 2021. To incorporate the relevant provisions of the amended Shareholder's Agreement into Articles of Association of Subsidiary Company, the Company needs to amend its existing Articles of Association.

The Board of Directors in their meeting held on 14th May, 2021 has recommended to amend the existing Articles of Association of the Company in line with those of Holding Company. Draft copy of the revised Articles of Association is provided as an annexure to this notice.

Pursuant to provisions of Section 14 of Companies Act, 2013, amendment of Articles of Association requires the approval of the Shareholders by way of Special Resolution. Accordingly, the abovementioned matter as recommended by the Board has been placed before the Shareholders for approval.

None of the directors, key managerial personnel, or their relatives are in anyway concerned or interested, financial or otherwise in the resolutions.

By Order of the Board
For West Bengal Waste Management Limited

Sanyukta Sanjay Solat
Company Secretary
Mem. No. A59802

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Proxy Form - Form MGT-11

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

17thAnnual General Meeting

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

I/We, being the member (s) holding shares of the 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:

as my/our proxy to attend and vote (on a poll) for me/us and on my /our behalf at the 17th Annual General Meeting of the company, to be held on 13th August 2021, at 3.00 PM at the registered office of the Company situated at Block A, 4th Floor, 21/1A/3, Jindal Towers, Durga Road, Kolkata-700017, West Bengal and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution serial No.	Resolution	Voting (optional)		
		For	Against	Abstain
Ordinary Business				
1	To receive, consider and adopt the financial statements for the financial year ended 31st March 2021 and along with the Auditors' Report and Directors' Report thereon.			
2	To appoint a Director in place of Mr. Sanjiv Kumar (DIN: 07627483), who retires by rotation and being eligible offers himself for re-appointment			
Special Business				
1	To approve the alteration of the Article of Association of the Company.			

Signed this _____

<p>.....</p> <p>Signature of the Member</p>	<p>Affix revenue stamp of not less than Rupees 1/-</p>
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Notes:

- 1. The proxy form to be effective, should be duly stamped, completed, signed and must be returned so as to reach the Registered Office of the Company, not less than 48 hours before the time for holding the aforesaid meeting.*
- 2. The Proxy need not be a Member of the Company.*
- 3. A person can act as a proxy on behalf of members not exceeding fifty and holding in aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 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 a proxy for any other person or shareholder.*
- 4. It is optional to indicate your preference. If you leave the 'for', 'against' or 'abstain' column blank against any or all of the resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.*

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ATTENDANCE SLIP

17th Annual General Meeting– 14th May, 2021 at 3.00 pm

Registered Folio No. / DP ID No. / Client ID :

Number of shares held :

Name and Address of the Shareholder/Proxy :

I/we hereby record my presence at the 17th Annual General Meeting of the Company, held on 13th August, 2021, at 03.00 PM at the Registered Office of the Company situated at Block A, 4th Floor, 21/1A/3, Jindal Towers, Durga Road, Kolkata-700017 West Bengal.

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Signature of the Shareholder/Proxy

Notes:

- 1. Shareholders attending the meeting in person or through proxy are requested to fill in the Attendance Slip and submit the same at the attendance verification counter at the entrance of Meeting hall.*
- 2. Bodies Corporate, whether a Company or not, who are members, may attend through their authorized representatives appointed under Section 113 of the Companies Act, 2013. A copy of authorization should be deposited with the Company.*
- 3. The Annual Report for 2020-21 and Notice of the Annual General Meeting (AGM) along with attendance slip and proxy form is being sent to all the members at their addresses registered with the Company.*

ROUTE MAP FOR VENUE OF ANNUAL GENERAL MEETING:

