

**WEST BENGAL WASTE
MANAGEMENT LIMITED**

**NOTICE TO THE ANNUAL
GENERAL MEETING 2023-24**

CONTENTS

Board of Directors and Statutory Auditors

AGM Notice

Directors' Report

Auditor's Report

Balance Sheet

Profit & Loss A/c

Cash Flow Statement

Statement of Changes in Equity

Notes to the Financial Statements

CORPORATE INFORMATION (as on 31st March 2024)

Corporate Identification Number: U90002WB2004PLC098219

Board of Directors:

Mr. Snehangshu Chakraborty	- Whole Time Director
Mr. Sanjiv Kumar	- Director
Mr. Subhasish Sain	- Director

Board Committees:

Audit Committee:

Mr. Sanjiv Kumar - Member

Nomination & Remuneration Committee:

Mr. Sanjiv Kumar - Member

CSR Committee:

Mr. Sanjiv Kumar - Member
Mr. Subhasish Sain - Member

Statutory Auditors:

M/s S. R. Batliboi & Associates LLP,
Chartered Accountants,
The Skyview, 10, 18th Floor,
North Lobby, Survey No.83/1, Raidurgam,
Hyderabad – 500032,
Telangana, India
Email: atin.bhargava@srb.in

Registered Office:

Block - A, 4th Floor, 21/1A/3,
Jindal Towers, Durga Road,
Kolkata-700017, West Bengal, India
Phone: 040 – 2444 6000
E-mail Id: cs.reel@resustainability.com

Corporate Office:

Level 11B, Aurobindo Galaxy,
Hyderabad Knowledge City, Hitech City Road,
Hyderabad, Telangana – 500081, India

Company Secretary:

Ms. Ria Punyani

WEST BENGAL WASTE MANAGEMENT LIMITED

CIN: U90002WB2004PLC098219

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

Ph: (040) 24446000, Email id: cs.reel@resustainability.com

NOTICE OF TWENTIETH (20TH) ANNUAL GENERAL MEETING

NOTICE is hereby given that the Twentieth (20th) Annual General Meeting of the members of West Bengal Waste Management Limited will be held on Monday, 26th August 2024 at 10:00 AM. at the registered office of the Company, situated at Block - A, 4th Floor, 21/1A/3, Jindal Towers, Durga Road, Kolkata, West Bengal – 700017, India to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the financial statement of the Company for the financial year ended 31st March, 2024 together with the reports of the Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Snehangshu Chakraborty (DIN: 07464592), who retires by rotation, and, being eligible, offers himself for reappointment.

SPECIAL BUSINESS

3. **To appoint Mr. Ram Chand Appikonda (DIN: 02158540) as a Director of the Company:**

To consider, and if thought fit, to pass with or without modifications, the following resolution as an ordinary resolution.

“RESOLVED THAT pursuant to provisions of Sections 152 and all other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014, including any enactment, re-enactment or modifications thereof, in accordance with the Articles of Association of the Company, and on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Ram Chand Appikonda (DIN: 02158540), who was appointed as an Additional (Independent) Director by the Board of the Directors in the meeting held on 19th April, 2024, and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT the Directors and the Company Secretary of the Company be and are hereby severally authorised to do all such acts, things and deeds as may be necessary to give effect to the above stated resolution.”

4. **To approve the appointment of Mr. Ram Chand Appikonda (DIN: 02158540) as an Independent Director of the Company**

To consider, and if thought fit, to pass with or without modifications, the following resolution as an ordinary resolution.

“RESOLVED THAT pursuant to Section 149, 150, 152, read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Schedule IV to the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, including any statutory modification and re-enactment thereof for the time being in force, and on the recommendation of Nomination and Remuneration Committee of the Company, the consent of the shareholders be and is hereby accorded to approve the appointment of Mr. Ram Chand Appikonda (DIN: 02158540), as an Independent Director of

the Company for a consecutive term of 5 years commencing from 19th April, 2024 and whose office shall not be liable to retire by rotation on such terms and conditions as may be decided and approved by the Board from time to time.

RESOLVED FURTHER THAT the Directors and the Company Secretary of the Company be and are hereby severally authorised to do all such acts, things and deeds as may be necessary to give effect to the above stated resolution.”

5. To appoint Mr. Venkat Ramana Puranam (DIN: 10576446) as a Director of the Company

To consider, and if thought fit, to pass with or without modifications, the following resolution as an ordinary resolution.

“**RESOLVED THAT** pursuant to provisions of Sections 152, and all other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014, including any enactment, re-enactment or modifications thereof, in accordance with the Articles of Association of the Company of the Company, and on the recommendation of the Nomination and Remuneration Committee and Board of Directors of the Company, Mr. Venkat Ramana Puranam (DIN: 10576446), who was appointed as an Additional (Independent) Director by the Board of the Directors in the meeting held on 19th April, 2024, and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as the Director of the Company.

RESOLVED FURTHER THAT the Directors and the Company Secretary of the Company be and are hereby severally authorised to do all such acts, things and deeds as may be necessary to give effect to the above stated resolution.”

6. To approve the appointment of Mr. Venkat Ramana Puranam (DIN: 10576446) as an Independent Director of the Company

To consider, and if thought fit, to pass with or without modifications, the following resolution as an ordinary resolution.

“**RESOLVED THAT** pursuant to Section 149, 150, 152, read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Schedule IV to the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, including any statutory modification and re-enactment thereof for the time being in force, and on the recommendation of Nomination and Remuneration Committee of the Company, the consent of the shareholders be and is hereby accorded to approve the appointment of Mr. Venkat Ramana Puranam (DIN: 10576446), as an Independent Director of the Company for a consecutive term of 5 years commencing from 19th April, 2024 and whose office shall not be liable to retire by rotation on such terms and conditions as may be decided and approved by the Board from time to time.

RESOLVED FURTHER THAT the Directors and the Company Secretary of the Company be and are hereby severally authorised to do all such acts, things and deeds as may be necessary to give effect to the above stated resolution.”

By the Order of the Board
West Bengal Waste Management Limited

Ria Ashok Punyani
Company Secretary
Membership No: A71420

Place : Hyderabad
Date : 22.08.2024

NOTES:

1. *A member entitled to attend and vote at the Twentieth (20th) Annual general meeting is entitled to appoint a proxy instead of himself/herself and such proxy need not be a member of the Company. Proxy forms in order to be valid should be duly stamped, signed and completed in all respects shall be lodged at the registered office of the Company not less than 48 hours before the commencement of 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. The holder of proxy shall prove his identity at the time of attending the Meeting.*
3. *When a member appoints a proxy and both the member and proxy attend the meeting, the proxy stands automatically revoked.*
4. *Members are requested to bring their attendance slips duly completed and signed mentioning therein details of their DP ID and Client ID/ Folio No.*
5. *A statement to be annexed to the Notice pursuant to Section 102(1) of the Companies Act, 2013 relating to special business to be transacted at the 20th Annual General Meeting is annexed hereto and forms an integral part of the Notice.*
6. *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.*
7. *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.*
8. *Attendance slip, proxy form and the route map of venue of above mentioned Annual General Meeting is annexed hereto.*
9. *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.*
10. *The Statutory Auditors of the Company, M/s. S. R. Batliboi & Associates LLP Chartered Accountants, Hyderabad (Firm Registration No. 101049W/E300004) have confirmed that they continue to satisfy the conditions as prescribed under the act & rules framed thereunder.*
11. *Members desirous of obtaining any relevant information with regard to the accounts of the Company at the Meeting are requested to send their requests to the Company at least 7 (seven) days before the date of the Meeting, so as to enable the Company to keep the information ready.*

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 Standard on General Meetings”), the following explanatory statement sets out material facts relating to the special business items mentioned under the accompanying Notice:

Item No. 3 & 4

On recommendation of the Nomination and Remuneration Committee, the Board in its meeting held on 19th April, 2024 approved the appointment of Mr. Ram Chand Appikonda (DIN: 02158540) as an Additional Independent Director for a period of 5 years commencing from 19th April, 2024 to 18th April, 2029, subject to the approval of the members in the upcoming General Meeting

Pursuant to the provisions of section 161 of the Companies Act, 2013 and other applicable provisions the Companies Act, 2013 and the allied rules made thereunder (including any statutory modification or re-enactment thereof) and applicable clauses of the Articles of Association of the Company, the Additional Director holds office upto the conclusion of the upcoming Annual General Meeting.

Additionally, Pursuant to the provisions of 149, 150, 152, read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Schedule IV to the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, including any statutory modification and re-enactment thereof for the time being in force, the appointment of Independent Director should be confirmed by the members at the General meeting.

In this regard, approval of the members of the Company is required to be sought for item no. 3 [(regularization of Mr. Ram Chand Appikonda (DIN: 02158540))] and item no. 4 [(Appointment of Mr. Ram Chand Appikonda (DIN: 02158540))] as an Independent Director by passing an ordinary resolution.

Brief Profile of Mr. Ram Chand Appikonda (DIN: 02158540), pursuant to para 1.2.5 of SS-2 is provided in the table below:

Name of the Director	Mr. Ram Chand Appikonda
DIN	02158540
Father's Name	Mr. Krupa Rao Appikonda
Date of Birth	04/04/1977
Age	64 years
Date of appointment as Additional Director	19.04.2024
Expertise in specific functional areas	Environmental Services
Qualification	M. Tech
Terms and conditions of appointment and reappointment along with details of remuneration sought to be paid and the remuneration last drawn by such person	As approved by the Board from time to time.
Directorship held in other companies/LLP	-
Chairman/member of the committee of the Board of Directors of the Company	-
Chairman/member of the committee of the Board of Directors of other companies in which he/she is a director	-
Number of shares held in the Company	0
Number of Board Meeting attended	Board meeting held on 24 th May

	2024
Relationship with other Directors, Manager and KMPs	Not applicable

None of the Directors except Mr. Ram Chand Appikonda and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution.

Item no 5 & 6

On recommendation of the Nomination and Remuneration Committee, the Board in its meeting held on 19th April, 2024 approved the appointment of Mr. Venkat Ramana Puranam (DIN : 10576446) as an Additional Independent Director for a period of 5 years commencing from 19th April, 2024 to 18th April, 2029, subject to the approval of the members in the upcoming General Meeting

Pursuant to the provisions of section 161 of the Companies Act, 2013 and other applicable provisions the Companies Act, 2013 and the allied rules made thereunder (including any statutory modification or re-enactment thereof) and applicable clauses of the Articles of Association of the Company, the Additional Director holds office upto the conclusion of the upcoming Annual General Meeting.

Additionally, pursuant to the provisions of 149, 150, 152, read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Schedule IV to the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, including any statutory modification and re-enactment thereof for the time being in force, the appointment of Independent Director should be confirmed by the members at the General meeting.

In this regard, approval of the members of the Company is required to be sought for item no. 5 [(regularization of Mr. Venkat Ramana Puranam (DIN: 10576446)] and item no. 6 (Appointment of Mr. Venkat Ramana Puranam (DIN: 10576446) as an Independent Director] by passing an ordinary resolution.

Name of the Director	Mr. Venkat Ramana Puranam
DIN	10576446
Father's Name	Mr.Puranam Venkata Rama Subrahmanyam
Date of Birth	06.01.1960
Age	64 years
Date of appointment as Additional Director	19.04.2024
Expertise in specific functional areas	Water and wastewater solutions services
Qualification	M. Tech
Terms and conditions of appointment and reappointment along with details of remuneration sought to be paid and the remuneration last drawn by such person	As approved by the Board from time to time.
Directorship held in other companies/LLP	-
Chairman/member of the committee of the Board of Directors of the Company	-
Chairman/member of the committee of the Board of Directors of other companies in which he/she is a director	-
Number of shares held in the Company	Nil
Number of Board Meeting attended	Board meeting held on 24 th May 2024

Relationship with other Directors, Manager and KMPs	Not applicable.
---	-----------------

None of the Directors except Mr. Venkat Ramana Puranam and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution.

By the Order of the Board
West Bengal Waste Management Limited

Ria Ashok Punyani
Company Secretary
Membership No:A71420

Place : Hyderabad
Date : 22.08.2024

WEST BENGAL WASTE MANAGEMENT LIMITED

CIN: U90002WB2004PLC098219

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

Ph: Ph: (040) 24446000, Email id: cs.reel@resustainability.com

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]

20th Annual General Meeting of the Company

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 20th Annual General Meeting of the company, to be held on Monday, 26th August 2024 at 10:00 AM 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 2024 and along with the Auditors' Report and Directors' Report thereon.			
2	To appoint a Director in place of Mr. Snehangshu Chakraborty (DIN: 07464592), Whole-time Director who retires by rotation, and, being eligible, offers himself for reappointment.			
Special Business				
3	To appoint Mr. Ram Chand Appikonda (DIN: 02158540) as a Director of the Company			
4	To approve the appointment of Mr. Ram Chand			

	Appikonda (DIN: 02158540) as an Independent Director of the Company			
5	To appoint Mr. Venkat Ramana Puranam (DIN: 10576446) as a Director of the Company			
6	To approve the appointment of Mr. Venkat Ramana Puranam (DIN: 10576446) as an Independent Director of the Company			

Signed this _____

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

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.

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@resustainability.com

ATTENDANCE SLIP

20th Annual General Meeting– Monday, 26th August, 2024 at 10:00 AM

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 20th Annual General Meeting of the Company, held on Monday, 26th August, 2024 at 10:00 AM at the registered Office of the Company situated at Block A, 4th Floor, 21/1A/3, Jindal Towers, Durga Road, Kolkata-700017 West Bengal.

.....
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 2023-24 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:

