

Antony Waste Handling Cell Limited

CIN: L90001MH2001PLC130485



Ref.: AW/SEC/BSE/2022-23/55

Date: September 27, 2022

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

Dear Sir/Madam,

Sub. Proceedings of the 21st Annual General Meeting of the Company held on September 27, 2022
Ref. Script Code – 543254

Dear Sir/Madam,

In continuation to our intimation vide letter no. AW/SEC/BSE/2022-23/51 dated September 05, 2022, and in terms of the Regulation 30 of the SEBI Listing Regulations, we wish to inform that the Twenty-First Annual General Meeting (“AGM”) of Antony Waste Handling Cell Limited (“the Company”) was held on Tuesday, September 27, 2022 at 11.30 a.m. (IST) through Video Conferencing/Other Audio Visual Means to transact the business as stated in the Notice of AGM dated August 26, 2022. Further, all the items of business contained in the said AGM Notice were transacted and passed by the Members with requisite majority.

In this regard, please find enclosed herewith the brief proceedings of the AGM of the Company annexed herewith as **Annexure A**.

The same is also hosted on the website of the Company at www.antony-waste.com.

This is for your information and records please.

Thanking you,

Yours faithfully,
For and on behalf of
ANTONY WASTE HANDLING CELL LIMITED

HARSHADA RANE
COMPANY SECRETARY & COMPLIANCE OFFICER
A34268

Encl: as above

Annexure A**Summary of proceedings of the Twenty-First Annual General Meeting (“AGM or Meeting”) of Antony Waste Handling Cell Limited (“the Company”)**

The 21st AGM of the Members of the Company was held on Tuesday, September 27, 2022 at 11:30 a.m. (IST) through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”). The said Meeting was held in compliance with the General Circulars issued by the Ministry of Corporate Affairs (MCA) and circulars issued by the Securities and Exchange Board of India (“SEBI”) and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

Mr. Jose Jacob Kallarakal, Chairman and Managing Director welcomed the Members to the 21st AGM of the Company and introduced the Directors and Key Managerial Personnel of the Company who were present at the meeting.

DIRECTORS IN ATTENDANCE

Name of the Director	Designation	Joined the meeting from
Mr. Jose Jacob Kallarakal	Chairman and Managing Director	Thane
Mr. Shiju Jacob Kallarakal	Executive Director	Thane
Mr. Shiju Antony Kallarakkal	Non-Executive Director	Kanjurmarg
Mr. Ajit Kumar Jain	Independent Director and Chairman of the Nomination and Remuneration Committee	Mumbai
Ms. Priya Balasubramanian	Independent Director and Chairman of the Stakeholder Relationship Committee	Mumbai
Mr. Suneet K Maheshwari	Independent Director and Chairman of the Audit Committee	Mumbai

KEY MANAGERIAL PERSONNEL IN ATTENDANCE

Name of the KMPs	Designation	Joined the meeting from
Mr. NG Subramanian	Group Chief Financial Officer	Thane
Ms. Harshada Rane	Company Secretary & Compliance Officer	Thane

OTHER REPRESENTATIVES

Name of Representatives	Representative of	Joined the meeting from
Mr. Manish Agarwal	Walker Chandiok & Co LLP, Chartered Accountants	Mumbai
Mr. Sunny Gogiya	Sunny Gogiya and Associates	Mumbai

Ms. Harshada Rane, Company Secretary and Compliance Officer confirmed the requisite quorum for the meeting and hence requested Chairman to commence the proceedings of the Meeting.

Considering the requisite quorum being present, the Chairman declared the meeting to be in order. The Chairman has taken the AGM Notice as read. Ms. Harshada Rane, Company Secretary and Compliance Officer read out the qualification, reservation, adverse remark or disclaimer mentioned in the report of Statutory and Secretarial Auditors. She further gave general instructions/guidelines to the Members for smooth and seamless conduct of the AGM.

The meeting commenced at 11:30 a.m. (IST) and concluded at 12:40 p.m. (excluding time allowed for evoting at AGM). There were 70 Members who joined the meeting.

Then, the Chairman addressed the members on the highlights achieved during the year and the also briefed the meeting on the below points:

1. The Company having initiated an ESOP scheme, to help link the interest of all our stakeholders with those of the key decision-makers in your organization;
2. Initiated plans to explore non-municipal avenues as a steady stream of revenues;
3. Plans to be a carbon positive Company by 2025 and a big contributor to achieve this goal will be our upcoming waste-to-energy plant at Pimpri;
4. Despite challenges, the Company reported a strong performance reflected by growth across the sites, especially from our new contracts in Varanasi, Noida, New Delhi Municipal Corporation (NDMC) and Jhansi;
5. The Company provides a sustainable living environment, and as part of this an EPR agreement for PET bottle disposal was signed during the year, with a large beverage company; and
6. With growing population, Company expects waste management as a solution to be a recurring theme which is being adopted by municipalities more aggressively.

Thereafter, Mr. N G Subramanian address the members on the financial performance of the Company. His presentation, inter alia, included the following:

- Operational Highlights during the financial year 2021-22
- Operating Margins Highlights
- Cost Parameters
- Update on Kanjur and PCMC WTE waste processing sites
- Projects in hand
- Details of Vehicles & Equipment
- Credit Rating etc.

8 (Eight) members made their observations/raised queries on the performance of the Company. The Chairman responded to the observations. As authorised by the Chairman some of the queries were responded to by Mr. Shiju Jacob Kallarakal, Executive Director of the Company.

At the request of the Chairman, the Company Secretary informed the Members that the remote e-voting period commenced on Saturday, September 24, 2022 at 9.00 a.m. (IST) and ended on Monday, September 26, 2022 at 5.00 p.m. (IST). The remote e-voting facility was blocked thereafter. She also mentioned that to facilitate conduct of the voting, the Company had appointed Mr. Sunny Gogiya, Practicing Company Secretary, to supervise the process of e-voting in a fair and transparent manner, The Company Secretary

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introduced the items on the Agenda as set out in the Notice convening the 21st AGM of the Company dated August 26, 2022, for members' consideration and approval:

Sr. No.	Details of Agenda Items	Type of Resolution
	Ordinary Business	
1.	To receive, consider and adopt: a. the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2022, together with the Reports of the Board of Directors and the Auditor thereon; and b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2022, together with the Report of the Auditor thereon.	Ordinary
2.	Re-Appointment of Mr. Jose Jacob Kallarakal (DIN: 00549994) as Director, Liable to Retire by Rotation	Ordinary
3.	Re-Appointment of M/S. Walker Chandiok and Co LLP, Chartered Accountants – (001076N/N500013) As Statutory Auditors of the Company	Ordinary
	SPECIAL BUSINESS	
4.	To approve the Appointment of Mr. Shiju Antony Kallarakkal (DIN: 02470660) as Non-Executive Director of the Company	Ordinary
5.	Approval of 'AWHCL Employee Stock Option Plan 2022'	Special
6.	To approve extending the benefits of 'AWHCL Employee Stock Option Plan 2022' to the Employee(S) of Subsidiaries and Group Company(ies) including Associate Company(ies)	Special
7.	Provision of Money by the Company for Subscription of its shares by the Trust under 'AWHCL Employee Stock Option Plan 2022'	Special
8.	To approve payment of Commission to Independent Directors	Ordinary

The Chairman thanked the Members for attending the Annual General Meeting and requested the Members to vote on the items on the agenda and informed that the Meeting shall close after 15 minutes.

The Chairman informed that the Company Secretary will receive the Report of the Scrutinizer and declare the voting results (remote e-voting and voting at the meeting through electronic voting system) and intimate to the stock exchanges. The same will also be available on the website of the Company, BSE, NSE and on the website of Link Intime India Private Limited.

**Yours faithfully,
For and on behalf of
ANTONY WASTE HANDLING CELL LIMITED**

**HARSHADA RANE
COMPANY SECRETARY & COMPLIANCE OFFICER
A34268**