

**MEDICARE ENVIRONMENTAL
MANAGEMENT
PRIVATE LIMITED**

**NOTICE TO THE ANNUAL GENERAL
MEETING
2022-23**

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 2023)

Corporate Identification Number: U24117TG1997PTC026555

Board of Directors:

Mr. Satyanarayana Adamala	- Whole Time Director
Mr. Pankaj Maharaj	- Director
Mr. Sanjiv Kumar	- Director

Board Committee:

CSR Committee:

Mr. Satyanarayana Adamala	- Member
Mr. Pankaj Maharaj	- Member
Mr. Sanjiv Kumar	- Member

Statutory Auditors

M/s S. R. Batliboi & Associates LLP,
Chartered Accountants,
Oval Office 1/8, iLabs Centre,
Hitech City, Madhapur,
Hyderabad – 500081,
Telangana, India
Email: darshan.verma@srb.in

Registered Office

Level 11B, Aurobindo Galaxy
Hyderabad Knowledge City, Hitech City Road
Hyderabad, Telangana – 500081, India
Phone: 040 – 2444 6000
E-mail Id: cs.reel@resustainability.com

MEDICARE ENVIRONMENTAL MANAGEMENT PRIVATE LIMITED

CIN: U24117TG1997PTC026555

Registered office: Level 11B, Aurobindo Galaxy, Hyderabad Knowledge City,
Hitech City Road, Hyderabad TG 500081

Ph: (040) 24446000

Email Id: cs.reel@resustainability.com

NOTICE OF 26th ANNUAL GENERAL MEETING

Notice is hereby given that the 26th Annual General Meeting of the members of Medicare Environmental Management Private Limited will be held on Friday, 22nd September, 2023 at 12.00 PM at the registered office of the Company situated at Level 11B, Aurobindo Galaxy, Hyderabad Knowledge City, Hitech City Road, Hyderabad 500081 Telangana, India to transact the following business:

ORDINARY BUSINESS

1. **To receive, consider and adopt the audited financial statement of the Company for the financial year ended 31st March, 2023 together with the reports of the Directors and the Auditors thereon.**
2. **To appoint a Director in place of Mr. Sanjiv Kumar (DIN: 07627483), Director, who retires by rotation and being eligible offers himself for re- appointment.**
3. **Reappointment of S.R. Batliboi & Associates LLP, (ICAI Firm Registration No.101049W/ E300004), Chartered Accountants as the Statutory Auditors 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 the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014, (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force) and on the recommendation of Board, the consent of the members of the Company be and is hereby accorded to approve the reappointment of M/s. S.R. Batliboi & Associates LLP, Chartered Accountants, Hyderabad (ICAI Firm Registration No. 101049W / E300004), as the Statutory Auditors of the Company for a term of 5 years from the conclusion of the ensuing 26th Annual General Meeting of the Company till the conclusion of the 31st Annual General Meeting of the Company, at such remuneration, terms and conditions as may be decided by the Board from time to time in consultation with the Statutory Auditor.

RESOLVED FURTHER THAT all the Directors of the Company be and are hereby severally authorized to do all such acts deeds and things as may be considered necessary to give effect to this resolution.”

SPECIAL BUSINESS

4. **To appoint Mr. Subhasish Sain (DIN 08260663) as 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 the provisions of Section 152 of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 and other

applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof), pursuant to the Articles of Association of the Company and on the recommendation of Board, the consent of the Members be and is hereby accorded to approve the appointment of Mr. Subhasish Sain (DIN 08260663) as a Director of the Company liable to retire by rotation with effect from the conclusion of 26th Annual General Meeting.

RESOLVED FURTHER THAT the Directors of the Company, be and are hereby severally authorized to do all acts, deeds and things as may deem necessary to give effect to this resolution.”

By order of the Board
Medicare Environmental Management Private Limited

A. Satyanarayana

A. Satyanarayana
Director
DIN: 05198294



Place : Hyderabad
Date : 28.08.2023

NOTES:

1. *A member entitled to attend and vote at the Twenty Sixth (26th) 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 26th 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 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 4

To appoint Mr. Subhasish Sain (DIN 08260663) as Director of the Company

The Board of Directors of the Company in the Board meeting held on 28th August 2023 recommended the appointment of Mr. Subhasish Sain (DIN 08260663) as Director of the Company liable to retire by rotation.

Pursuant to the provisions of Section 152 and other applicable provisions, if any, read with rules made thereunder (including any statutory modification or re-enactment thereof) and applicable clauses of the Articles of Association of the Company, the aforesaid appointment of Mr. Subhasish Sain (DIN : 08260663) as Director of the Company require approval of Members of the Company by way of an ordinary resolution.

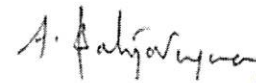
Brief Profile of Mr. Subhasish Sain (DIN 08260663), Director pursuant to para 1.2.5 of SS-2 is provided in the table below:

Name of the Director	Mr. Subhasish Sain
DIN	08260663
Father’s Name	Mr. Rajkumar Sain
Date of Birth	04/01/1972
Age	51 years
Expertise in specific functional areas	
Qualification	
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.
Directorship held in other companies/LLP	<ol style="list-style-type: none"> 1. Subhasish Technical Consultancy Services LLP – Designated Partner 2. Adityapur Waste Management Private Limited – Additional Director 3. Maridi Bio Industries Private Limited – Director 4. Pithampur Industrial Waste Management Private Limited - Additional Director 5. Re Sustainability Industrial Solutions Private Limited (Formerly Ramky IWM Private Limited) - Additional Director 6. Re Sustainability IWM

	Solutions Limited (Formerly Tamilnadu Waste Management Limited & Ramky Industrial Waste Management Solutions Limited) - Whole time Director
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	Nil
Relationship with other Directors, Manager and KMPs	

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

By order of the Board
Medicare Environmental Management Private Limited



A. Satyanarayana
Director
DIN: 05198294



Place : Hyderabad
Date : 28.08.2023

MEDICARE ENVIRONMENTAL MANAGEMENT PRIVATE LIMITED

CIN: U24117TG1997PTC026555

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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]*

26th Annual General Meeting: Friday, September 22, 2023 at 12.00 PM

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 26th Annual General Meeting of the company, to be held on Friday, September 22, 2023 at 12.00 PM at the registered office of the Company situated at Level 11B, Aurobindo Galaxy, Hyderabad Knowledge City, Hitech City Road, Hyderabad TG 500081 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 audited financial statement of the Company for the financial year ended 31st March, 2023 together with the reports of the Directors and the Auditors thereon.			
2	To appoint a Director in place of Mr. Sanjiv Kumar (DIN: 07627483), Director, who retires by rotation and being eligible offers himself for re- appointment.			
3	Reappointment of S.R. Batliboi & Associates LLP, (ICAI Firm Registration No.101049W/ E300004), Chartered Accountants as the Statutory Auditors of the			

	Company			
Special Business-				
4	To appoint Mr. Subhasish Sain (DIN 08260663) as 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>
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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.*

MEDICARE ENVIRONMENTAL MANAGEMENT PRIVATE LIMITED

CIN: U24117TG1997PTC026555

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Ph: (040) 24446000

Email Id: cs.reel@resustainability.com

ATTENDANCE SLIP

26th Annual General Meeting – Friday, September 22, 2023 at 12.00 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 26th Annual General Meeting of the Company, held on Friday, September 22, 2023 at 12.00 PM at the Registered Office of the Company situated at Level 11B, Aurobindo Galaxy, Hyderabad Knowledge City, Hitech City Road, Hyderabad TG 500081

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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 2022-23 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:

