

HYDERABAD INTEGRATED MSW LIMIED
(CIN: U90001TG2009PLC063407)
Registered office: 13th Floor, Ramky Grandiose, Ramky Towers
Gachibowli Hyderabad-500032, Telangana

NOTICE OF TENTH ANNUAL GENERAL MEETING

NOTICE is hereby given that the Tenth (10th) Annual General Meeting of the members of Hyderabad Integrated MSW Limited will be held on **Monday, 30 September, 2019 at 01:30 P.M.** at 13th Floor, Ramky Grandiose, Ramky Towers, Gachibowli, Hyderabad – 500032, Telangana to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the IND AS Audited Balance Sheet as at 31st March, 2019 and the Statement of Profit and Loss for the year ended 31st March, 2019 together with the Reports of the Directors and the Auditors thereon.
2. To appoint a Director in place of **Mrs. Allam Rama Devi** (DIN: 07120218), who retires by rotation and being eligible offers himself for re-appointment.

SPECIAL BUSINESS:

3. **REGULARIZATION OF MR. NAGARAJAN RAMAMURTHY (DIN-08389544) AS DIRECTOR:**

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 Sections 149, 152, 161 and other applicable provisions if any, of the Companies Act, 2013 read with the Companies(Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification or re-enactment(s) thereof, for the time being in force), Mr. Nagarajan Ramamurthy (DIN-08389544), who was appointed as additional director of the Company 14th May, 2019, and who holds such office up to the date of this Annual General Meeting be and is hereby appointed as Director of the Company liable to retire by rotation”.

**For and on behalf of the Board
For Hyderabad Integrated MSW Limited**

Sd/-
A. Satyanarayana
Director
DIN: 05198294

Place : Hyderabad
Date : 20.08.2019

NOTES:

1. *A member entitled to attend and vote at the 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. *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.*
5. *The Register of Directors and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.*
6. *Explanatory Statement pursuant to section 102 of the Companies Act, 2013 in respect of the Special business items mentioned above is annexed hereto.*
7. *The route map of venue of above mentioned Annual General Meeting is attached herewith.*

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

As required under section 102 of the Companies Act, 2013 (Act), the following explanatory statement sets out all material facts relating to the special business items mentioned under the accompanying Notice:

Item No. 3:

Mr. Nagarajan Ramamurthy (DIN: 08389544), who was appointed as an Additional Director of the Company, by a resolution passed by the Board of Directors in its meeting held on 14th May, 2019 vacates the office as an Additional Director on the date of 10th Annual General Meeting in accordance with Section 161(1) of the Companies Act, 2013 and applicable provisions of the Articles of Association of the Company.

The Board is of the opinion that it will be beneficial to the Company to avail of his services as Director of the Company and recommends the Ordinary resolution as set out in Item No.3 of the Notice for approval of the shareholders.

None of the Directors or their relatives other than Mr. Nagarajan Ramamurthy (DIN: 08389544), is concerned or interested in the above said resolution.

**For and on behalf of the Board
For Hyderabad Integrated MSW Limited**

**Sd/-
A. Satyanarayana
Director
DIN: 05198294**

Place : Hyderabad
Date : 20.08.2019