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# ANTONY WASTE HANDLING CELL LIMITED

Our Company was originally incorporated as 'Antony Waste Handling Cell Private Limited', under the provisions of the Companies Act, 1956, pursuant to certificate of incorporation issued by the Registrar of Companies, Maharashtra at Mumbai ("RoC") on January 17, 2001. Thereafter, our Company was converted into a public limited company pursuant to a special resolution passed by Shareholders of our Company at the Extraordinary General Meeting held on December 12, 2018. The name of our Company was changed to its present name 'Antony Waste Handling Cell Limited', pursuant to a fresh certificate of incorporation issued by the RoC on December 17, 2018. For details pertaining to the changes in our name and the address of our Registered Office, see "History and Certain Corporate Matters" beginning on page 126 of the draft red herring prospectus dated December 24, 2018 ("DRHP").

**Registered Office:** 1403, 14<sup>th</sup> Floor, Dev Corpora Building, Opp. Cadbury Company, Eastern Express Highway, Thane - 400 601, Maharashtra, India. **Corporate Office:** 1402 and 1404, 14<sup>th</sup> Floor, Dev Corpora Building, Opp. Cadbury Company, Eastern Express Highway, Thane - 400 601, Maharashtra, India **Contact Person:** Harshada Rane, Company Secretary and Compliance Officer; **Telephone:** +91 (22) 4100 9295, **Email:** investor.relations@antonyasia.com; **Website:** www.antony-waste.com; **Corporate Identity Number:** U90001MH2001PLC130485

**PROMOTERS OF OUR COMPANY: JOSE JACOB KALLARAKAL, SHIJU JACOB KALLARAKAL AND SHIJU ANTONY KALLARAKKAL**

PUBLIC ISSUE OF UP TO [·] EQUITY SHARES OF FACE VALUE OF ₹ 5 EACH (THE "EQUITY SHARES") OF ANTONY WASTE HANDLING CELL LIMITED (OUR "COMPANY") FOR CASH AT A PRICE OF ₹ [·] PER EQUITY SHARE (INCLUDING A SECURITIES PREMIUM OF ₹[·] PER EQUITY SHARE) (THE "ISSUE PRICE") AGGREGATING UP TO ₹ [·] MILLION (THE "ISSUE") CONSISTING OF A FRESH ISSUE OF UP TO [·] EQUITY SHARES AGGREGATING UP TO ₹ 435 MILLION BY OUR COMPANY ("FRESH ISSUE") AND AN OFFER FOR SALE OF UP TO 9,442,164 EQUITY SHARES AGGREGATING UP TO ₹ [·] MILLION COMPRISING UP TO 1,390,322 EQUITY SHARES BY LEEDS (MAURITIUS) LIMITED AGGREGATING UP TO ₹[·] MILLION, UP TO 2,085,502 EQUITY SHARES BY TONBRIDGE (MAURITIUS) LIMITED AGGREGATING UP TO ₹ [·] MILLION, UP TO 2,065,300 EQUITY SHARES BY CAMBRIDGE (MAURITIUS) LIMITED AGGREGATING UP TO ₹ [·] MILLION AND UP TO 3,901,040 EQUITY SHARES BY GUILDFORD (MAURITIUS) LIMITED AGGREGATING UP TO [·] MILLION (THE "SELLING SHAREHOLDERS" AND SUCH EQUITY SHARES OFFERED BY THE SELLING SHAREHOLDERS, THE "OFFERED SHARES") ("OFFER FOR SALE"). THE ISSUE WILL CONSTITUTE [·]% OF THE FULLY DILUTED POST ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY.

THE FACE VALUE OF EQUITY SHARES IS ₹ 5 EACH. THE PRICE BAND AND THE MINIMUM BID LOT WILL BE DECIDED BY OUR COMPANY AND THE SELLING SHAREHOLDERS IN CONSULTATION WITH THE BOOK RUNNING LEAD MANAGER AND WILL BE ADVERTISED IN ALL EDITIONS OF THE ENGLISH NATIONAL DAILY NEWSPAPER [·], ALL EDITIONS OF THE HINDI NATIONAL DAILY NEWSPAPER [·] AND [·] EDITION OF THE MARATHI DAILY NEWSPAPER [·] (MARATHI BEING THE REGIONAL LANGUAGE OF MAHARASHTRA, WHERE THE REGISTERED OFFICE OF OUR COMPANY IS LOCATED), EACH WITH WIDE CIRCULATION, AT LEAST TWO WORKING DAYS PRIOR TO THE BID/ISSUE OPENING DATE AND SHALL BE MADE AVAILABLE TO BSE LIMITED ("BSE") AND NATIONAL STOCK EXCHANGE OF INDIA LIMITED ("NSE"), AND TOGETHER WITH BSE, THE "STOCK EXCHANGES") FOR THE PURPOSE OF UPLOADING ON THEIR RESPECTIVE WEBSITES.

## ADDENDUM CUM CORRIGENDUM: NOTICE TO THE INVESTORS (THE "NOTICE")

This is with reference to the DRHP filed with the Securities and Exchange Board of India on December 24, 2018 in relation to the Issue. Attention of the investors is drawn to the following:

**Our Promoter and Promoter Group:** In the section entitled "Our Promoter and Promoter Group" para II - Promoter Group on pages 155 and 156 of the Draft Red Herring Prospectus, the names of entities forming part of the Promoter Group ("Promoter Group Entities") have been disclosed. The Company has decided to include certain individuals and entities who are part of Antony group under the ambit of the Promoter Group in accordance with Regulation 2 (1) (pp) (v) of the SEBI ICDR Regulations. The list of entities to be included in the Promoter Group along with their current shareholding in the Company is given below:

| Sr. No. | Related Entities           | Shareholding as on the date of the DRHP* | % of Shareholding as on the date of the DRHP* |
|---------|----------------------------|------------------------------------------|-----------------------------------------------|
| 1.      | Antony Motors Pvt. Ltd.    | 20,00,000                                | 13.98%                                        |
| 2.      | Tito Varghese Kallarakkal  | 14,45,300                                | 10.11%                                        |
| 3.      | Thomas Ouseph Kallarakkal  | 91,510                                   | 0.64%                                         |
| 4.      | John Ouseph Kallarakkal    | 78,910                                   | 0.55%                                         |
| 5.      | Poulose Ouseph Kallarakkal | 76,660                                   | 0.54%                                         |
| 6.      | Edison Thomas Kallarakkal  | 39,020                                   | 0.27%                                         |
| 7.      | Jimmy John Kallarakkal     | 22,210                                   | 0.16%                                         |
| 8.      | Justin John Kallarakkal    | 22,210                                   | 0.16%                                         |
|         | <b>Total</b>               | <b>37,75,820</b>                         | <b>26.40%</b>                                 |

\* On an undiluted basis

The total Promoter and Promoter Group shareholding disclosed on page no. 58 of the DHRP stands at 92,99,960 Equity Shares representing 65.02% of the paid-up share capital of the Company on an undiluted basis. Consequent to this addition to the Promoter Group, the total Promoter and Promoter Group shareholding will stand at 1,30,75,780 Equity Shares representing 91.42% of the paid-up share capital of the Company on an undiluted basis and all the relevant disclosures made with regards to Promoter Group will be updated in the RHP to be filed with RoC.

Further, Antony Auto Coach Builders Private Limited ("Antony Auto"), a member of our Promoter Group, was inadvertently omitted from the list of entities forming part of the Promoter Group on page 155-156 of the DRHP. References in the DRHP to members of the Promoter Group should be deemed to include Antony Auto.

This Notice is required to be read in conjunction with the DRHP and the DRHP shall stand amended to the extent stated hereinabove. All capitalized terms used in this Notice shall, unless the context otherwise requires, have the meanings ascribed to such terms in the DRHP.

For ANTONY WASTE HANDLING CELL LIMITED

On behalf of the Board of Directors

Place : Mumbai

Date : January 18, 2020

Sd/-  
Managing Director

**Antony Waste Handling Cell Limited** is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make an initial public offering of its Equity Shares and has filed the DRHP with SEBI on December 24, 2018. The DRHP shall be available on the websites of SEBI, BSE and NSE at www.sebi.gov.in, www.bseindia.com and www.nseindia.com, respectively, and is available on the website of the BRLM, i.e., www.equirus.com. Potential investors should note that investment in equity shares involves a high degree of risk and for details relating to the same, please see the section entitled "Risk Factors" beginning on page 21 of the DRHP. Potential investors should not rely on the DRHP for making any investment decision.

The Equity Shares offered in the Issue have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act"), or the securities laws of any state of the United States and may not be offered or sold in the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable state securities laws. The Equity Shares are being offered and sold only outside the United States in reliance on Regulation S under the U.S. Securities Act and the applicable laws of the jurisdictions where those offers and sales are made.