WESTERN CAP

NOTICE TO THE 8TH ANNUAL GENERAL MEETING

To,
The Members of
Western Capital Advisors Private Limited

NOTICE is hereby given that the 8th Annual General Meeting (AGM) of Western Capital Advisors Private Limited (CIN: U65999MH2018PTC401032) schedule to be held on **Saturday, June 27, 2026** at 11.30 a.m. at the registered office of the Company at C-402, Business Square, Chakala, A. K. Road, Andheri (East), Mumbai - 400093 to transact the following business: -

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2026 including the audited Balance Sheet as at March 31, 2026, the statement of audited Profit and Loss (including other comprehensive income), Statement of change in Equity and statement of Cash Flow for the financial year ended March 31, 2026 together with the Notes to Financial Statement and the reports of the Board of Directors ('the Board') and Auditors thereon.

2. To ratify the appointment of Statutory Auditor of the Company

To consider and, if thought fit, with or without modification(s), to pass the following resolution(s) as an **Ordinary Resolution(s):**

"RESOLVED THAT pursuant to Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Companies (Audit and Auditors) Rules, 2014 ("Rules") (including any statutory modification or re-enactment thereof, for the time being in force) and Para 3.3 of the RBI Guidelines for Appointment of Statutory Central Auditors (SCAs)/Statutory Auditors (SAs) of Commercial Banks (excluding RRBs), UCBs and NBFCs (including HFCs), the Company hereby ratifies the appointment of M/s. S C Mehra and Associates LLP, Chartered Accountants, (Firm Registration No. 106156W/W100305), as Statutory Auditors of the Company for the financial year 2026-27, to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the next AGM of the Company to be held in the year 2027 at such remuneration as may be mutually agreed between the Board of Directors and the Auditors."

3. To declare dividend on 7,95,00,000 compulsory convertible preference shares

To consider and, if thought fit, with or without modification(s), to pass the following resolution(s) as an **Ordinary Resolution(s):**

"RESOLVED THAT a final dividend of INR 0.0001/- (0.001%) per share on 7,95,00,000 Compulsorily Convertible Preference Shares of INR 10/- each fully paid up of the Company be and is hereby declared for the financial year ended March 31, 2026 and the same be paid to the eligible members of the Company as recommended by the Board of Directors, out of the profits of the Company for the financial year ended March 31, 2026."

SPECIAL BUSINESS:

4. Re-appointment of Mr. Vinod kumar Kathuria (DIN : 06662559) as an independent director of the company

To consider and, if thought fit, with or without modification(s), to pass the following resolution(s) as a **Special Resolution(s):**

"**RESOLVED THAT** pursuant to Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Schedule IV to the Act, the Companies (Appointment and Qualifications of Directors) Rules, 2014 and any other applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and on recommendation of Nomination and Remuneration Committee of Directors and approval of the Board of Directors of the Company, Mr. Vinod Kumar Kathuria (DIN : 06662559), who holds office of Independent Director upto May 23, 2026 and who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and the rules made thereunder and who is eligible for re-appointment, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five (5) consecutive years commencing from May 24, 2026 upto May 23, 2031 (both days inclusive);

RESOLVED FURTHER THAT the Board of Directors of the Company (including its committee thereof) and / or Company Secretary of the Company, be and are hereby severally authorized to take such steps, as may be required, for obtaining necessary approvals, if any, and further to do all such acts, deeds, and things as may be necessary to give effect to this resolution."

5. **To borrow funds pursuant to the provisions of section 180(1)(c) of the Companies Act, 2013, not exceeding INR 1,500 crore**

To consider and if thought fit to pass the following resolution with or without modification as a **Special Resolution**:

"RESOLVED THAT in supersession of all earlier resolutions passed on the matter and pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Meeting of Board and its Powers) Rules, 2014, (including any statutory modifications or re-enactment thereof, for the time being in force), the articles of association ("AOA") of the Company and subject to such other approvals as may be necessary, consent of the shareholders of the Company be and is hereby accorded to the Board (hereinafter referred to as "the Board" which term shall be deemed to include any committee(s) thereof which the Board may hereinafter constitute to exercise its powers including the powers conferred pursuant to this Resolution') to borrow from time to time, any sum or sums of monies on such terms and conditions and with or without security, as the Board may think fit, from bank(s), financial or other institution(s), mutual funds, investor(s), foreign lender(s), any body corporate entity(ies), authority(ies) or any other persons by way of cash credit, loans, overdraft facilities, issuance of bonds or notes or commercial papers or debentures or other securities whether convertible into equity/ preference shares or not, either in Indian rupees or in such other foreign currencies as may be permitted under law from time to time including external commercial borrowings (loans/bonds), INR denominated offshore bonds or by way of availing credit limits through Non-Fund based limits i.e. Bank Guarantee, Letter of Credit, etc. or by any other means as deemed fit by it, notwithstanding that the monies to be borrowed, together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business), may exceed, at any time, aggregate of paid up capital of the Company, its free reserves that is to say, reserves not set apart for any specific purpose and Securities Premium, provided that the total amount so borrowed by the Board shall not at any time exceed INR 1500 crores (Indian rupees one thousand five hundred crore only) or equivalent amount in any other foreign currency;

RESOLVED FURTHER THAT the Board and/or any person(s) further authorised by the Board be and is hereby authorized to finalise, settle, and execute all such documents / deeds / writings / papers / agreements / and instruments as may be required and to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, expedient, proper or desirable for giving effect to the above resolution."

6. **To approve the power to create mortgage or charge on the assets properties or undertaking(s) of the company under section 180(1)(a) of the Companies Act, 2013**

To consider and if thought fit to pass the following resolution with or without modification as a **Special Resolution**:

"RESOLVED THAT in supersession of all earlier resolutions passed on the matter and pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 read with relevant rules made thereunder, (including any statutory modifications or re-enactment thereof, for the time being in force), the articles of association ("AOA") of the Company and subject to such other approvals as may be necessary, consent of the shareholders of the Company be and is hereby accorded to the Board (hereinafter referred to as "the Board" which term shall be deemed to include any committee(s) thereof which the Board may hereinafter constitute to exercise its powers including the powers conferred pursuant to this Resolution') to pledge, mortgage, lien, hypothecate and/or create charge, whether fixed or floating, in addition to existing hypothecation, pledge, lien, mortgage, charges created by the Company, in such form and manner and with such ranking and at such time and on such terms as the Board may determine, on all or any of the immovable properties and/or movable assets (both tangible and intangible) of the Company, both present and future and to transfer, sell or dispose of all or any part of the moveable or immovable properties of the Company, in such manner as the Board may deem fit, in favour of bank(s), financial institution(s), investor(s), debenture holder(s) or any other lender(s) and their agents or trustees for the holders of debentures/bonds and/or other instruments (together, the "Lenders") to secure any borrowings, debentures, financial assistance or financial indebtedness availed by the Company or any third party (in foreign currency and/or rupee currency) from time to time (including without limitation, the due payment of the principal and/or together with interest, at the respective agreed rates, additional interest, compound interest, accumulated interest, liquidated damages, commitment charges, remuneration of the agent(s), trustee(s), prepayment premium, all other costs, charges and expenses and all other monies payable by the Company) (together, the "Financial Indebtedness") in terms of the financing documents, or any other documents, entered into or to be entered into between the Company and any Lender(s) in respect of the Financial Indebtedness, on such terms and conditions as may be agreed between the Company and any Lender(s), provided that the maximum extent of the Financial Indebtedness secured by the assets of the Company does not exceed INR 1500 crores (Indian rupees one thousand five hundred crore only) or equivalent amount in any other foreign currency, at any time;

RESOLVED FURTHER THAT the Board and/or any person(s) further authorised by the Board be and is hereby authorized to finalise, settle, and execute all such documents / deeds / writings / papers / agreements / and instruments as may be required and to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, expedient, proper or desirable for giving effect to the above resolution and to settle any question, difficulty or doubt that may arise in regard to creating mortgages / charges as aforesaid."

By Order of the Board
For Western Capital Advisors Private Limited

Sd/-

Sankari Patel
Company Secretary
Membership no. A25427

Date: May 07, 2026
Place: Mumbai

NOTES

1. A Statement pursuant to Section 102 of the Companies Act, 2013 as amended ('the Act'), read with Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015, as amended ('SEBI Listing Regulations'), setting out material facts relating to the Special Business to be transacted at the AGM is annexed hereto.

2. A REGISTERED EQUITY SHAREHOLDER WHO IS ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A SHAREHOLDER OF THE COMPANY, THE INSTRUMENT APPOINTING A PROXY IN ORDER TO BE EFFECTIVE, SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY DULY COMPLETED AND SIGNED, NOT LESS THAN 48 (FORTY-EIGHT) HOURS BEFORE THE COMMENCEMENT OF THE MEETING OF THE EQUITY SHAREHOLDERS.

3. A person can act as a proxy on behalf of shareholders not exceeding 50 (fifty) and holding in aggregate not more than 10% of the total share capital of the Company carrying voting rights. A shareholder 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. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the meeting.

4. A shareholders or his/her Proxy are requested to bring the attendance slips along with their copies of the Notice to the meeting.

5. Corporate shareholders are requested to send a duly certified copy of the Board Resolution/Power of Attorney authorizing their representative(s) pursuant to Section 113 of the Companies Act, 2013 to attend and vote on their behalf at the AGM.

6. Notice of 8th AGM along with the Financial Statement is being sent only through electronic mode to those shareholders whose email addresses are registered with the Company. Shareholders may note that the Notice will also be available on the Company's website at www.westerncap.in

7. It is clarified that if a Shareholders fails to provide or update relevant e-mail address to the Company or to the DP, as the case may be, the Company will not be in default for not delivering the Notice via e-mail.

8. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a shareholder would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.

9. The Company has been maintaining, inter alia, the following statutory registers at its registered office:
   i) Register of contracts or arrangements in which directors are interested under section 189 of the Act.
   ii) Register of directors and key managerial personnel and their shareholding under section 170 of the Act.

   The said registers will be made accessible for inspection and shall remain open and be accessible to any shareholder during the continuance of the meeting.

10. Shareholders are requested to:
    a) Notify immediately any change in their address to the Company.
    b) Quote their Folio Numbers in all correspondence with the Company.

11. Final Dividend on Compulsorily Convertible Preference Shares as recommended by the Board of Directors for the Financial Year 2025-26, if approved at the meeting, will be payable to those eligible members whose names appeared in the Register of Members of the Company as on June 26, 2026 in respect of shares held in Physical Form, after giving effect to all valid share transfers in physical form lodged with the Company or its Registrar & Transfer Agents (R&TA) on or before June 26, 2026.

12. Route-map to the venue of the Meeting is provided at the end of the Notice.

13. For ease of conduct, shareholders who would like to ask questions/express their views on the items of the businesses to be transacted at the meeting can send in their questions/comments in advance via email at compliance@westerncap.in

By Order of the Board
For Western Capital Advisors Private Limited

Sd/-

Sankari Patel
Company Secretary
Membership no. A25427

Date : May 07, 2026
Place: Mumbai

EXPLANATORY STATEMENTS PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

Item 4

Mr. Vinod Kumar Kathuria (DIN : 06662559) currently holds the position of an Independent Director on the Board of the Company, Chairperson of Audit Committee, CSR committee and IT Strategy Committee. He is also member of Nomination & Remuneration Committee and the Risk Management Committee.

Mr. Vinod Kuamr Kathuria was appointed as an Additional Independent Director of the Company by the board through circular resolution on May 27, 2021 and by the members at the third annual general meeting of the Company held on July 14, 2021 to hold office for a term upto 5 (Five) consecutive years from May 24, 2021 till May 23, 2026 ("first term" as per the explanation to Section 149(10) and 149(11) of the Act) and eligible for re-appointment for a second term on the board of the Company.

Mr. Vinod Kumar Kathuria has unblemished service record of 38 years in the banking and finance sector. His last assignment was Executive Director at Union Bank of India. Previously he was with Punjab National Bank and Handled Corporate Credit at various branches. He has about four decades of experience in key banking areas of Corporate Credit, Recovery, Retail Lending, Treasury Operations, International Banking Business, Agriculture, Financial Inclusion etc. Regular Expert contribution as Resource Person on policy issues involving macro & micro factors of the economy in various committees and conferences. He is a Team Builder and motivational speaker.

Mr. Vinod Kumar Kathuria was member in the Committee of Tier I Perpetual Bonds under BASEL III norms formed by Department of Financial Services, Government of India and in the Core Management Team for formation of Bhartiya Mahila Bank. He was also a Member of the Committee formed by SEBI to oversee working of the Board of MCX-SX.

Based on the recommendation of the Nomination & Remuneration Committee ('NRC'), the board of directors at its meeting held on May 07, 2026, proposed the re-appointment of Mr. Vinod Kumar Kathuria as an Independent Director of the Company for a second term of 5 (Five) consecutive years from May 24, 2026 upto May 23, 2031 (both days inclusive), not liable to retire by rotation, for the approval of the members by way of a special resolution.

The NRC taking into consideration the skills, expertise and competencies required for the board in the context of the business and sectors of the Company and based on the performance evaluation, concluded and recommended to the board that Mr. Vinod Kumar Kathuria qualifications and the rich experience in the finance industry meets the skills and capabilities required for the role of Independent Director of the Company. The board is of the opinion that Mr. Vinod Kumar Kathuria continues to possess the identified core skills, expertise and competencies fundamental for effective functioning in his role as an Independent Director of the Company and his continued association would be of immense benefit to the Company.

The Company has received a declaration from Mr. Vinod Kumar Kathuria confirming that he continues to meet the criteria of independence as prescribed under Section 149(6) of the Act, read with the rules framed thereunder. In the opinion of the Board, Mr. Vinod Kumar Kathuria fulfils the conditions as specified in the Act and the Rules framed thereunder for re-appointment as Independent Directors and he is independent of the Management.

Further, Mr. Vinod Kumar Kathuria has confirmed that he is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director in terms of Section 152 of the Act. He has also given the declaration and undertaking as required under the RBI regulations. Mr. Vinod Kumar Kathuria has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ('IICA'). He is also passed the online proficiency self-assessment test conducted by IICA.

A copy of draft letter for appointment of Mr. Vinod Kumar Kathuria as an Independent Director setting out terms and conditions would be available for inspection without any fee by members at the Registered Office of the Company during normal business hours on any working day and the terms of appointment of an Independent Director has also been put up on the Company website https://westerncap.in/policies/.

The other details as required under the Secretarial Standards -2 issued by the Institute of the Company Secretaries of India including the shareholding of Mr. Vinod Kumar Kathuria, whose appointment is proposed at item nos. 4 of the accompanying Notice, has been given in the annexure.

Except, Mr. Vinod Kumar Kathuria, the appointee and his relatives, none of other Directors, Key Managerial Persons and/or their relatives, in any way, concerned or interested, financially or otherwise, in the said resolution.

Item 5

Pursuant to provisions of section 180(1)(c) of the Companies Act, 2013 ("the Act"), the Board of Directors of a Company cannot borrow money together with the money already borrowed, if any (apart from temporary loans obtained from the Company's bankers in the ordinary course of business), in excess of the aggregate paid up capital and its free reserves, without approval of members in a general meeting by way of a special resolutions.

The members of the Company at their meeting held on June 28, 2022 has approved by way of a Special Resolution under Section 180(1)(c) of the Companies Act, 2013, empowering the Board of Directors to borrow money upto INR 1,000 crores (Indian rupees one thousand crore only) in excess of aggregate paid up share capital, free reserves and securities premium of the Company.

As the approval was taken in the year 2022 and that the existing approved limit may likely to be exhausted in near future, it is proposed to enhance the borrowing limits of the Company from INR 1,000 crore (Indian rupees one thousand crore only) to INR 1,500 crores (Indian rupees one thousand five hundred crore only).

In view of the funding requirements of the Company for both short term as well as long term and for general corporate purposes, the Company shall require additional funds and for this purpose, the Company is desirous of raising finance from bank(s), financial or other institution(s), mutual funds, investor(s), foreign lender(s), any body corporate entity(ies), authority(ies) or any other persons by way of cash credit, loans, overdraft facilities, issuance of bonds or notes or commercial papers or debentures or other securities whether convertible into equity/ preference shares or not, either in Indian rupees or in such other foreign currencies as may be permitted under law from time to time including external commercial borrowings (loans/bonds), INR denominated offshore bonds or by way of availing credit limits through Non-Fund based limits i.e. Bank Guarantee, Letter of Credit, etc. or by any other means as deemed fit by the Board, which, together with the moneys already borrowed by the Company and the monies to be borrowed (apart from temporary loans obtained from the Company's bankers in ordinary course of business) may exceed the aggregate of the paid-up capital, free reserves and securities premium of the Company. Accordingly, the Board of Directors at their Meeting held on May 07, 2026, approved to enhance the borrowing limits of the Company from INR 1,000 crore (Indian rupees one thousand crore only) to INR 1,500 crores (Indian rupees one thousand five hundred crore only), on such terms and conditions as it may deem fit under Section 180(1)(c) of the Act.

It is, therefore, proposed to seek the approval of the shareholders to enhance the borrowing limits of the Company from INR 1,000 crore (Indian rupees one thousand crore only) to INR 1,500 crores (Indian rupees one thousand five hundred crore Only), by way of a special resolution.

The above proposal is in the interest of the Company, and the Board recommends the Special Resolution as set forth in Item No. 5 of the AGM Notice for approval by the shareholders of the Company.

None of the Directors or Key Managerial Personnel or their respective relatives are in any way concerned with or interested, financially or otherwise in the said resolution except to the extent of their shareholding in the Company, if any.

Item No. 6:

In order to secure the borrowings, debentures, financial assistance or financial indebtedness, the Company may be required to pledge, mortgage, lien, hypothecate and/or create charge, whether fixed or floating, in addition to existing hypothecation, pledge, lien, mortgage, charges created by the Company, in such form and manner and with such ranking and at such time and on such terms as the Board may determine, on all or any of the immovable properties and/or movable assets (both tangible and intangible) of the Company, both present and future and to transfer, sell or dispose of all or any part of the moveable or immovable properties of the Company, in such manner as the Board may deem fit, in favour of bank(s), financial institution(s), investor(s), debenture holder(s) or any other lender(s) and their agents or trustees for the holders of debentures/bonds and/or other instruments (together, the "Lenders"). The terms of such security may include a right in certain events of default, to take over management or control of the whole or substantially the whole of the undertaking(s) of the Company.

Pursuant to Section 180(1)(a) of the Companies Act 2013, consent of the Company by Special Resolution is required to be obtained by the Board of Directors to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking(s) of the Company. Since mortgage or creating charge over the movable and/or immovable properties and assets of the Company with the right of taking over management or control in certain events of default may be considered to be disposal of the Company's undertaking within the meaning of Section 180(1)(a) of the Act, it is proposed to seek approval of the shareholders for creating such mortgages and/or charges on the assets and properties of the Company, both present and future.

The above proposal is in the interest of the Company, and the Board recommends the Special Resolution as set forth in Item No. 6 of the AGM Notice for approval by the shareholders of the Company.

None of the Directors or Key Managerial Personnel or their respective relatives are in any way concerned with or interested, financially or otherwise in the said resolution except to the extent of their shareholding in the Company, if any.

By Order of the Board
For Western Capital Advisors Private Limited

Sd/-

Sankari Patel
Company Secretary
Membership no. A25427

Date : May 07, 2026
Place: Mumbai

ANNEXURE TO ITEMS. 4 OF THE NOTICE

Details of Mr. Vinod Kumar Kathuria Seeking re-appointment as an Independent Director

<table>
<tr><th>Particulars</th><th>Mr. Vinod Kumar Kathuria</th></tr>
<tr><td>DIN</td><td>06662559</td></tr>
<tr><td>Age</td><td>67</td></tr>
<tr><td>Date of Birth</td><td>July 23, 1958</td></tr>
<tr><td>Date of first appointment</td><td>July 14, 2021</td></tr>
<tr><td>Qualification</td><td>Master's degree in commerce from University of Delhi and CAIIB from Indian Institute of Banking & Finance</td></tr>
<tr><td>Experience</td><td>Mr. Vinod Kumar Katahuria has unblemished service record of 38 years in the banking and finance sector. His last assignment was Executive Director at Union Bank of India. He has about four decades of experience in key banking areas of Corporate Credit, Recovery, Retail Lending, Treasury Operations, International Banking Business, Agriculture, Financial Inclusion etc. Regular Expert contribution as Resource Person on policy issues involving macro & micro factors of the economy in various committees and conferences. He is a Team Builder and motivational speaker.</td></tr>
<tr><td>Terms and conditions of re-appointment</td><td>As per Appointment Letter and in accordance with the provisions of the Companies Act, 2013.</td></tr>
<tr><td>Remuneration sought to be paid</td><td>Sitting fees as approved by the Board</td></tr>
<tr><td>Last remuneration drawn (if applicable)</td><td>Sitting fees of INR 5,60,000 for every committee and Board meeting attended during the financial year 2025-26.</td></tr>
<tr><td>Shareholding in the Company</td><td>NIL</td></tr>
<tr><td>Number of Board Meeting attended.</td><td>6 Board Meetings attended during the financial year 2025-26 and 1 Board Meeting attended during the financial year 2026-27 till the date of this Notice.</td></tr>
<tr><td>Relationships with other directors and KMP</td><td>Mr. Vinod Kumar Kathuria is not related to any other Director and Key Managerial Personnel of the Company.</td></tr>
<tr><td>Directorships in other Companies</td><td>He holds directorship in following companies:
1. Anand Rathi Global Finance Limited
2. Samavesh Finserve Private Limited
3. Satia Industries Limited
4. Jayaswal Neco Industries Limited
5. A K Capital Services Ltd
6. A K Capital Finance Ltd
7. Deepak Builders & Engineers India Ltd
8. Sharda Cropchem Limited
9. Super Smelters Ltd
10. XL Energy Limited</td></tr>
<tr><td>Membership/Chairmanship of Committee of other Boards</td><td><u>Chairperson:</u>
<table>
<tr><td>A K Capital Services Ltd</td><td>Audit Committee</td></tr>
<tr><td>A K Capital Finance Ltd</td><td>Stakeholders Relationship Committee</td></tr>
</table>
<u>Memberships:</u>
<table>
<tr><td>Anand Rathi Global Finance Ltd</td><td>Audit Committee</td></tr>
<tr><td>Jayaswal Neco Industries Ltd</td><td>Nomination & Remuneration Committee</td></tr>
<tr><td>A K Capital Services Ltd</td><td>Nomination & Remuneration Committee</td></tr>
<tr><td>A K Capital Finance Ltd</td><td>1. Nomination & Remuneration Committee
2. Corporate Social Responsibility Committee</td></tr>
<tr><td>Deepak Builders & Engineers India Ltd</td><td>1. Audit Committee
2. Nomination & Remuneration Committee</td></tr>
<tr><td>Sharda Cropchem Ltd</td><td>Nomination & Remuneration Committee</td></tr>
<tr><td>Super Smelters Ltd</td><td>1. Audit Committee
2. Nomination & Remuneration Committee</td></tr>
</table>
</td></tr>
</table>

WESTERN CAP

ATTENDANCE SLIP

WESTERN CAPITAL ADVISORS PRIVATE LIMITED
REGISTERED OFFICE: C-402, Business Square, Chakala, A.K. Road, Andheri East, Mumbai - 400093
CIN: U65999MH2018PTC401032

Folio No. / DP ID / Client ID:

Number of shares held

I certify that I am a member / proxy for the member of the Company.

I hereby record my presence at the 8th Annual General Meeting of the members of Western Capital Advisors Private Limited held on Saturday, June 27, 2026 at 11.30 a.m. at the registered office of the Company at C-402, Business Square, Chakala, A. K. Road, Andheri (East), Mumbai - 400093.

Name of the Member / Proxy (in Block Letters) Signature of the Member / Proxy

Note:

1. Please complete the Folio/DPID-Client ID No. and name, sign the Attendance Slip and hand it over at the Attendance Verification counter at the entrance of the Meeting Hall.
2. Member/Proxyholder desirous of attending the meeting should bring his copy of the Notice for reference at the meeting.

WESTERN CAP

PROXY FORM
Form No. MGT-11

[Pursuant to Section 105 (6) of the Companies Act, 2013 and rule 19 (3) of the Companies (Management and Administration) Rules, 2014]

CIN	:	*U65999MH2018PTC401032*
Name of the company	:	*WESTERN CAPITAL ADVISORS PRIVATE LIMITED*
Registered office:	:	*C-402, BUSINESS SQUARE, CHAKALA, A.K. ROAD, ANDHERI (EAST), MUMBAI - 400093.*
Name of the member(s)	:	
Registered Address:	:	
E-mail ID	:	
Folio/ DP ID - Client ID No.	:	

I/We, being the member (s) of _______________________ shares of the above named company, hereby appoint:

(1)	*Name*	:	________________		*Address*	:	____________________	*or failing him / her*
	Email Id	:	________________		*Signature*	:	____________________	
(2)	*Name*	:	________________		*Address*	:	____________________	*or failing him / her*
	Email Id	:	________________		*Signature*	:	____________________	
(3)	*Name*	:	________________		*Address*	:	____________________	
	Email Id	:	________________		*Signature*	:	____________________	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 8th Annual General Meeting of the company, to be held on Saturday, June 27, 2026 at 11.30 a.m. at the registered office of the Company at C-402, Business Square, Chakala, A. K. Road, Andheri (East), Mumbai - 400093 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution number	*Resolution*	*Vote (Optional see Note) (Please mention no. of shares)*		
		For	*Against*	*Abstain*
Ordinary Business				
1.	*Adoption of Audited Financial Statements of the Company for the financial year ended March 31, 2026.*			
2.	*Ratification of Appointment of M/s. S C Mehra and Associates LLP., Chartered Accountants as Statutory Auditor of the Company.*			
3.	*Declaration of Dividend on 7,95,00,000 Compulsorily Convertible Preference Shares.*			
Special Business				
4.	*Re-appointment of Mr. Vinod kumar Kathuria (DIN : 06662559) as an Independent Director of the company*			
5.	*To borrow funds pursuant to the provisions of section 180(1)(c) of the companies act, 2013, not exceeding Rs. 1,500 crore*			
6.	*To approve the power to create charge on the assets of the company to secure borrowings upto Rs. 1500 crores pursuant to section 180(1)(a) of the companies act, 2013.*			

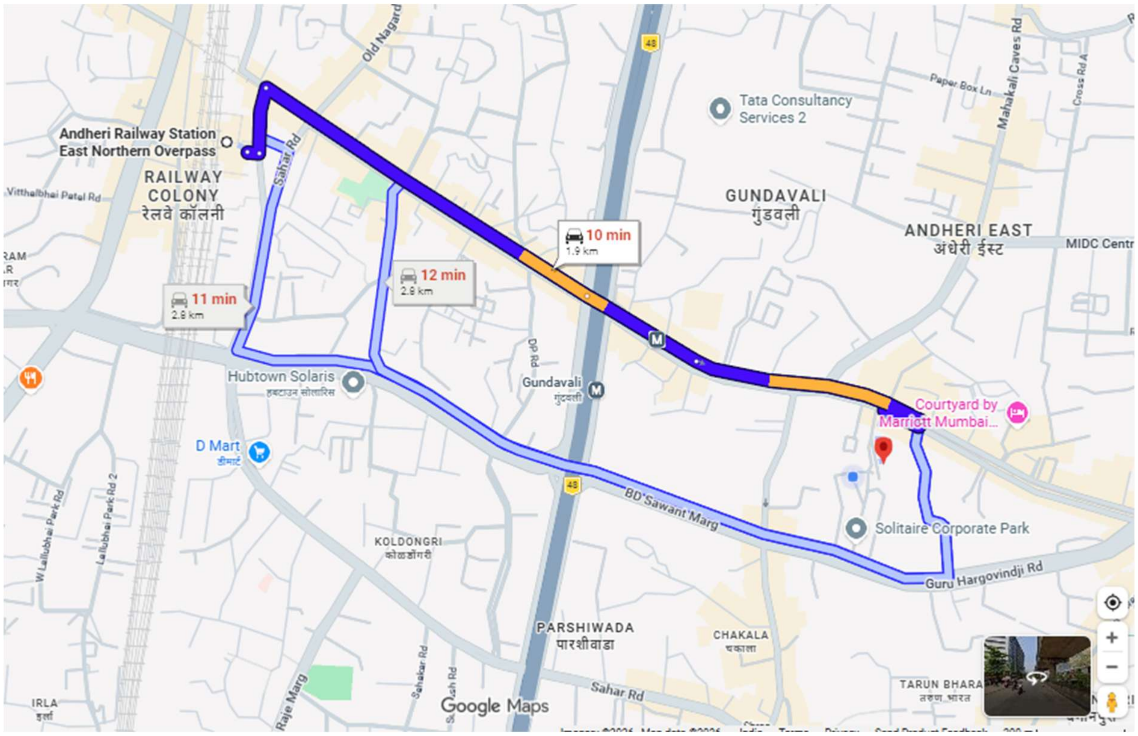
Signed this _______ day of __________ 20____

Signature of Shareholder/Proxy

Notes:

1. *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.*
2. *This form, in order to be effective, should be duly stamped, completed, signed and deposited at the registered office of the Company, not less than 48 hours before the General Meeting.*

Route Map



Address: C-402, Business Square, Andheri Kurla Road, Chakala, Andheri East, Mumbai – 400093.