

RAJENDRA SETHIA

7A, Queens Park, Ballygunge,
Kolkata-700019

CONSENT LETTER

Date: 26/05/2023

To:

The Board of Directors
Western Carriers (India) Limited
2/6 Sarat Bose Road
2nd Floor, Kolkata 700 020
West Bengal, India

JM Financial Limited
7th Floor, Cnergy
Appasaheb Marathe Marg
Prabhadevi, Mumbai 400 025
Maharashtra, India

Kotak Mahindra Capital Company Limited
1st Floor, 27 BKC
Plot No. 27, 'G' Block
Bandra Kurla Complex
Bandra (East)
Mumbai 400 051
Maharashtra, India

(JM Financial Limited, Kotak Mahindra Capital Company Limited, and any other book running lead managers appointed in connection with the Offer (as defined below) are collectively referred to as the "Book Running Lead Managers" or the "BRLMs")

Re: Proposed initial public offering of equity shares of face value of ₹ 5 each (the "Equity Shares") of Western Carriers (India) Limited (the "Company" and such offering, the "Fresh Issue") and an offer for sale of Equity Shares by existing shareholder of the Company (the "Offer for Sale", and together with the Fresh Issue, the "Offer")

I, Rajendra Sethia, (the "Promoter Selling Shareholder") aged 74, a resident of India, having my permanent residence at 7A Queens Park, PS- Ballygunge, Kolkata 700 019, West Bengal and holding a permanent account number (PAN) AIXPS9803N, hold 78,689,200 Equity Shares, representing 99.99% of the pre-Offer paid-up Equity Share capital of the Company, hereby consent to the inclusion of up to 9,328,995 Equity Shares held by me in the Company, (the "Offered Shares"), as part of the Offer for Sale, subject to the terms and conditions of the Offer, as mentioned in the draft red herring prospectus (the "DRHP"), the red herring prospectus (the "RHP"), the prospectus (the "Prospectus" and along with the DRHP and the RHP, the "Offer Documents") and transaction agreements executed in relation to the Offer and the approval of any regulatory authority, if required to be offered for cash at such price per Equity Share as may be determined pursuant to the book building process in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "SEBI ICDR Regulations"), to such categories of persons as determined in accordance with the SEBI ICDR Regulations or other applicable law, and inclusion of my name as a selling shareholder in the Offer Documents.

I hereby authorize the delivery of a copy of this letter to the Registrar of Companies, West Bengal at Kolkata (the "RoC"), if required, pursuant to Section 26 of the Companies Act, 2013, or any other regulatory authority, as may be required. I also consent to the inclusion of this letter as a part of "Material Contracts and Documents for Inspection" in connection with the Offer, which will be available to the public for inspection from the date of the filing of the RHP until the Bid/ Offer Closing Date.



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I hereby consent that my entire pre-Offer shareholding, excluding the Offered Shares which are successfully sold and transferred as part of the Offer, shall be locked-in, in terms of the SEBI ICDR Regulations from the date of allotment of Equity Shares in the Offer for such period as may be required under the SEBI ICDR Regulations.

I undertake that the above information/certification/declaration is true and correct and also undertake to promptly inform the BRLMs and the Company of any change to the contents of this letter until the date when the Equity Shares commence trading on the Stock Exchanges. In the absence of such intimation from me, the above information shall be considered updated.

This letter may also be relied upon by the Company, BRLMs and the legal advisors to each of the Company and the BRLMs in respect of the Offer. I hereby consent to the submission of this letter as may be necessary to SEBI, the RoC, the relevant Stock Exchanges and any other regulatory or statutory authority and/or for the records to be maintained by the BRLMs and in accordance with applicable law.

I hereby consent to this letter being disclosed by the BRLMs, if required (i) by reason of any law, regulation or order of a court or by any governmental or competent regulatory authority, or (ii) in seeking to establish a defence in connection with, or to avoid, any actual, potential or threatened legal, arbitral or regulatory proceeding or investigation.

The terms capitalized but not defined herein, shall have the meaning ascribed to them in the Offer Documents, as the case may be.

Sincerely,

Signature: _____

Name: Rajendra Sethia

Date:

CC:

S&R Associates

64, Okhla Industrial Estate Phase III
New Delhi 110 020
Delhi, India

J. Sagar Associates

Vakils House
18 Sprott Road
Ballard Estate
Mumbai 400 001
Maharashtra, India

