



## WESTERN CARRIERS (INDIA) LTD.

206, CENTRAL PLAZA, 2/6, SARAT BOSE ROAD, KOLKATA-700 020  
PHONES : 033-2485 8519/8520/8524/8526, FAX : 033-24858525  
Email : info@westcong.com | CIN : U63090WB2011PLC161111

**CERTIFIED TRUE COPY OF THE RESOLUTIONS ADOPTED BY THE AUDIT COMMITTEE OF WESTERN CARRIERS (INDIA) LIMITED (THE "COMPANY") AT THE MEETING HELD ON SATURDAY 07<sup>TH</sup> DAY OF SEPTEMBER, 2024 AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 2/6, SARAT BOSE ROAD, 2<sup>ND</sup> FLOOR, KOLKATA-700020 AT 01:00 A.M.**

### **Approval of Key Performance Indicators (KPIs) of the Company**

In terms of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the "**SEBI ICDR Regulations**"), the Audit Committee is required to confirm the disclosures proposed to be included in the red herring prospectus, the prospectus and other documents or material issued in relation to the Offer, including any amendments, addenda or corrigenda issued thereto (collectively, the "**Offer Documents**") on the key performance indicators ("**KPIs**") of the Company.

Accordingly, the KPIs proposed to be disclosed in the Offer Documents to comply with the SEBI ICDR Regulations, as set out in **Annexure A**, were placed before the Audit Committee.

The members of the Audit Committee were informed that the identified KPIs have been reviewed by Abhijit Dutt & Associates, Chartered Accountants and a draft of the certificate to be issued in this regard was placed before the Audit Committee.

Further, a draft of the section titled "*Basis of the Offer Price*" proposed to be included in the Offer Documents was placed before the members of the Audit Committee.

After detailed discussions, the members of the Audit Committee passed the following resolution:

**"RESOLVED THAT**, the approval of the Audit Committee is hereby accorded to disclose the key performance indicators (the "**KPIs**") as set out in **Annexure A**, in the red herring prospectus, the prospectus and other documents or material issued in relation to the Offer, including any amendments, addenda or corrigenda issued thereto (collectively, the "**Offer Documents**"), in respect of the proposed initial public offering of equity shares of ₹5 each of the Company."

**"RESOLVED FURTHER THAT** the Audit Committee further confirms that the KPIs as set out in **Annexure A** are the only key performance indicators that have been disclosed to the earlier investors at any point of time during the three years period prior to the date of filing of the red herring prospectus and that such key performance indicators are duly verified and audited by us and will be disclosed in the "*Basis for Offer Price*" section of the Offer Documents, a draft of which is annexed hereto, as set out in **Annexure B**. The members of the Audit Committee confirmed that no other KPIs pertaining to the Company have been disclosed to earlier investors of the Company at any point of time during the three years period preceding the date of filing the Offer Documents.

**"RESOLVED FURTHER THAT**, the Audit Committee notes that the KPIs as set in the section titled "*Basis for Offer Price*" in the Offer Documents shall continue to be disclosed on the website of the Company, post listing, in accordance with the applicable provisions of the SEBI ICDR Regulations."

**"RESOLVED FURTHER THAT**, draft of the certificate to be issued by Abhijit Dutt & Associates, Chartered Accountants as set out in **Annexure C**, in relation to the KPIs for disclosure in the Offer

For Western Carriers (India) Ltd.

*Sapna Kachar*  
Company Secretary



**WESTERN CARRIERS (INDIA) LTD.**

206, CENTRAL PLAZA, 2/6, SARAT BOSE ROAD, KOLKATA-700 020  
PHONES : 033-2485 8519/8520/8524/8526, FAX : 033-24858525  
Email : info@westcong.com | CIN : U63090WB2011PLC161111

Documents, as applicable, be noted. It is also noted that details of the executed copy of such certificate will be mentioned in the "*Basis for Offer Price*" section of the Offer Documents and will be included as part of "*Material Contracts and Documents for Inspection*" section of the Offer Documents."

**"RESOLVED FURTHER THAT** Kanishka Sethia director of the Board, and/or Sapna Kochar, Company Secretary be and are hereby authorized, severally, to do all such necessary acts, deeds and things to give effect to the above resolutions, including making the necessary applications, filing forms with the relevant authorities and doing all such acts, deeds, and things as may be required or deemed necessary to implement such resolutions."

**"RESOLVED FURTHER THAT** duly certified copies of the above resolutions be furnished to any government, statutory or regulatory authority as may be required from time to time."

**CERTIFIED TRUE COPY  
WESTERN CARRIERS (INDIA) LIMITED  
For Western Carriers (India) Ltd.**

**Company Secretary**

**SAPNA KOCHAR  
COMPANY SECRETARY  
ICSI Membership No.: A56298**