



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 PASSED BY THE BOARD OF DIRECTORS (THE "BOARD") OF WESTERN CARRIERS (INDIA) LIMITED (THE "COMPANY") IN THEIR MEETING HELD ON THURSDAY 08TH JUNE, 2023 AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 2/6, SARAT BOSE ROAD, KOLKATA-700020 AT 11.00 P.M.

4. Approval of the Draft Red Herring Prospectus

Pursuant to the resolution adopted by the Board of Directors of the Company at its meeting held on 24TH MAY 2023, the Company was authorized to undertake an initial public offer (the "Offer") of its equity shares of face value of Rs. 5 each (the "Equity Shares"), which comprises a fresh issue of Equity Shares by the Company and an offer for sale of Equity Shares by Rajendra Sethia, one of the promoters of the Company. A draft of the draft red herring prospectus of the Company in connection with the Offer proposed to be filed with the Securities and Exchange Board of India and BSE Limited and the National Stock Exchange of India Limited has been placed before the Board for its approval.

NOW, THEREFORE, IT IS

"RESOLVED THAT subject to the provisions of the Securities Contracts (Regulation) Act, 1956 (and the applicable rules thereunder), the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, the Companies Act, 2013 and the applicable rules thereunder (including, in each case, any statutory modification or re-enactment of such laws for the time being in force) and any other applicable, rules, regulations, guidelines, circulars and notifications issued by the Securities and Exchange Board of India ("SEBI") and the enabling provisions of the memorandum of association and the articles of association of the Company, the draft of the draft red herring prospectus (the "DRHP") in respect of the initial public offering (the "Offer") of equity shares of face value of Rs. 5 each of the Company (the "Equity Shares") consisting of a fresh issue of Equity Shares aggregating up to Rs 5,000 million by the Company and an offer for sale of up to 9,328,995 Equity Shares by Rajendra Sethia as placed before the Board, be and is hereby approved for filing with the SEBI, BSE Limited and the National Stock Exchange of India Limited (together with BSE Limited, the "Stock Exchanges") and such other authorities or persons as may be required.

"RESOLVED FURTHER THAT the IPO Committee is hereby authorized to undertake, approve and adopt any subsequent changes, correction, updates, alterations, revisions, modifications or amendments in the DRHP in accordance with the applicable law and regulations prior to filing with the SEBI and the Stock Exchanges and such other authorities or persons as may be required and do all acts, deeds, matters and undertake such other necessary steps to implement this resolution."





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"RESOLVED FURTHER THAT for the purpose of giving effect to the above resolutions, Mr. Rajendra Sethia, Mr. Kanishka Sethia and Mrs. Sushila Sethia, severally, on behalf of the Board, be and are hereby authorized to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, proper or desirable for such purpose, including to make any filings, furnish any returns or submit any other documents to any government, statutory or regulatory authorities as may be required, to settle any question, difficulty or doubt and to negotiate, finalize and execute all agreements, documents, papers, instruments and writings as they may deem necessary, proper, desirable or expedient and to give such directions and/or instructions as they may from time to time decide and give effect to such modifications, terminations, changes, variations, alterations, deletions and/or additions as regards the terms and conditions as may be required; and any documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Board in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the act and deed of the Board, as the case may be."

"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."

"RESOLVED FURTHER THAT the Company Secretary is authorised to certify the true copy of the aforesaid resolutions."

CERTIFIED TRUE COPY
For WESTERN CARRIERS (INDIA) LIMITED

Sapna Kochar

SAPNA KOCHAR
COMPANY SECRETARY
ICSI Membership No. A56298

