



# Western Carriers (India) Limited

CIN: L63090WB2011PLC161111

Registered Office: 2/6 Sarat Bose Road, 2nd Floor, Kolkata- 700 020

Email- investors@westcong.com, Tel.: +91 33 2485 8519, Website: www.western-carriers.com

## NOTICE OF POSTAL BALLOT

Pursuant to Section 108 and 110 of the Companies Act, 2013, Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended and applicable Circulars issued by the Ministry of Corporate Affairs, Government of India.

### E-VOTING COMMENCES FROM

**09:00 A.M. (IST) on Saturday March 14, 2026**

Dear Member(s),

**NOTICE** is hereby given pursuant to Section 108 and Section 110 of the Companies Act, 2013, as amended (hereinafter referred to as the “**Act**”) read together with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (“**the Rules**”), (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Secretarial Standard on General Meetings (“**SS- 2**”) issued by the Institute of Company Secretaries of India (“**ICSI**”), and the General Circulars Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 03/2022 dated May 05, 2022, 11/2022 dated December 30, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024, 03/2025 dated September 22, 2025 and / or any other circulars issued from time to time by Ministry of Corporate Affairs Government of India (“**MCA**”) (hereinafter collectively referred to as “**MCA Circulars**”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the “**Listing Regulations**”) and other applicable laws, rules and regulations, for seeking approval of Members of Western Carriers (India) Limited (“**the Company**”) to the resolution as set out hereunder, only through remote E-Voting i.e., voting by electronic means (“**E-Voting**”):

### Special Business:

Sr. No.	Description of Resolution	Type of Resolution
1	Appointment of Mr. Sunil Duggal (DIN: 07291685) as a Non-Executive, Independent Director for a term of 5 years	Special

### E-VOTING CONCLUDES ON

**05:00 P.M. (IST) on Sunday April 12, 2026**

In compliance with MCA Circulars, this Notice is being sent only through electronic mode to those Members whose e-mail address is registered with the Company / Registrar and Transfer Agent (‘RTA’) / Depository Participant(s) as on Friday, March 06, 2026 (“**Cut-off date**”). Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope is not being sent to the Members for this Postal Ballot. Members who have not registered their e-mail address are requested to register the same with their respective depository participant(s).

In compliance with the provisions of Sections 108, 110 and other applicable provisions of the Act, read with (i) Rule 20 and Rule 22 of the Rules, as amended; (ii) Regulation 44 of the Listing Regulations (iii) SS-2 and (iv) MCA Circulars, the Company has provided remote E-Voting facility to its Members to enable them to cast their votes electronically instead of submitting the Postal Ballot Form physically. For this purpose, the Company has engaged the services of National Securities Depository Limited (“**NSDL**”) as the agency to provide remote E-Voting facility. The instructions for remote E- Voting forms part of this Notice of Postal Ballot. Members are requested to read the instructions given in the ‘Notes’ under the section “Instructions and other information relating to remote E-Voting”.

An Explanatory Statement pursuant to Section 102, 110 and other applicable provisions of the Act read with the Rules, pertaining to the resolution setting out the material facts and the reasons / rationale thereof, is appended and forms part of the Notice.



Pursuant to Rule 22(5) of the Rules, the Board of Directors have appointed Mr. Vishwanath (ACS:14521) (CP:25099) Designated Partner, Sharma and Trivedi LLP (LLPIN: AAW-6850), failing him Mr. Sachin Sharma (FCS:12788), (CP:20423) Designated Partner, Sharma and Trivedi LLP (LLPIN: AAW-6850), Practising Company Secretaries, Mumbai, as the Scrutinizer to scrutinize the postal ballot process in a fair and transparent manner.

A copy of this Notice is also available on the website of the Company at [www.western-carriers.com](http://www.western-carriers.com) the websites of BSE Limited ("BSE") at [www.bseindia.com](http://www.bseindia.com) and National Stock Exchange of India Limited ("NSE") at [www.nseindia.com](http://www.nseindia.com), on which the equity shares of the Company are listed and on the website of National Securities Depository Limited ('NSDL') at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

Members are requested to carefully read the instructions in this Notice of Postal Ballot and record their assent (FOR) or dissent (AGAINST) only through the remote E-Voting process not later than 5:00 p.m. (IST) on **Sunday, April 12, 2026**. Remote E-Voting will be disabled by NSDL immediately after the end time and will not be allowed beyond the said date and time.

The communication of assent or dissent of Members shall only take place through the remote E-Voting system.

After completion of scrutiny of the votes, the Scrutiniser will submit their Report to the Chairperson of the Company, or any person authorised by the Chairperson. The results of the remote E-Voting conducted through Postal Ballot along with the Scrutiniser's Report will be announced by the Chairperson or such person as authorised, within two working days i.e., on or before **Wednesday, April 15, 2026**.

The same will be uploaded on the website of the Company i.e., [www.western-carriers.com](http://www.western-carriers.com), the website of NSDL and also shall be communicated to BSE and NSE where the Company's equity shares are listed and be made available on their respective websites. The Company will also display the results of the Postal Ballot at its Registered Office. The resolution if approved, shall be deemed to have been passed on the last day of remote E-Voting i.e., on Sunday, April 12, 2026.

## **SPECIAL BUSINESS:**

### **1) APPOINTMENT OF MR. SUNIL DUGGAL (DIN:07291685) AS A NON-EXECUTIVE, INDEPENDENT DIRECTOR FOR A TERM OF 5 YEARS:**

**To consider and, if thought fit, to pass the following resolution as a Special Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, Regulation 16(1) (b) 17 and other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time and the Articles of Association of the Company and on the recommendation of Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Sunil Duggal (DIN: 07291685), who was appointed as an Additional Director (Non-Executive, Independent) of the Company with effect from February 13, 2026 and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, proposing his candidature for the office of a director, be and is hereby appointed as a Non-Executive Independent Director of the Company for a period of 5 years (Five) consecutive years with effect from February 13, 2026 to February 12, to 2031 (both days inclusive).

**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 197, and other applicable provisions of the Act and the Rules made thereunder and Listing Regulations, Mr. Sunil Duggal shall be entitled to receive the sitting fees as permitted to be received in the capacity of Non-Executive, Independent Director, under the Act and Listing Regulations, as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors of the Company, from time to time.



**RESOLVED FURTHER THAT** for the purpose of giving effect to the foregoing resolution, the Board of Directors of the Company (which term shall be deemed to include any Committee of the Board authorised in the said behalf) and / or the Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things, as it may in its absolute discretion deem

necessary, proper or desirable, and to settle any question, difficulty or doubt that may arise in respect of aforesaid, without being required to seek any further consent or approval of Members of the Company, or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

**Registered Office:**

2/6 Sarat Bose Road, 2nd Floor,  
Kolkata- 700 020  
CIN: L63090WB2011PLC161111  
Email- [investors@westcong.com](mailto:investors@westcong.com)  
Tel.: +91 33 2485 8519

**Place: Kolkata**

**Date: February 25, 2026**

**By Order of the Board of Directors  
For Western Carriers (India) Limited**

**Sapna Kochar**  
**Company Secretary and Compliance Officer**  
**ICSI Membership Number: A56298**  
Website: [www.western-carriers.com](http://www.western-carriers.com)



## GENERAL NOTES:

- (1) The Statement pursuant to Section 102 read with Section 110 of the Companies Act, 2013 read along with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 and Listing Regulations, as amended from time to time, setting out the material facts relating to the aforesaid resolution and the reasons thereof, is annexed hereto and forms part of this Notice.
- (2) The term of “Members” and “shareholders” is used interchangeably in postal ballot notice.
- (3) The Notice of Postal Ballot is being sent only by e-mail to those Members who have registered their e-mail address with their Depository Participant(s) (‘DPs’) or with MUFG Intime India Private Limited (formally known as Link Intime India Private Limited), Registrar and Share Transfer Agent of the Company and whose names appear in the Register of Members/ List of Beneficial Owners as received from Depositories i.e., National Securities Depository Limited (‘NSDL’) / Central Depository Services (India) Limited (‘CDSL’) as on the **Cut-off Date** in accordance with the provisions of the Companies Act, 2013, read with Rules made thereunder and, the Circulars issued MCA and SEBI in this regard from time to time. It is however clarified that members of the Company as on cut-off date (including Members who may have not received this communication due to non-registration of their e-mail address with the Company/ RTA/ Depositories) shall be entitled to e-vote in respect of the proposed resolution.
- (4) In accordance with the extant MCA circulars, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope is not being sent to the Members.
- (5) Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended) from time to time the Company is providing facility of remote e-Voting to its Members. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency.
- (6) The communication of the assent or dissent of the Members would take place through the process of remote E-Voting only. A person who is not a Member as on the cut-off date should treat this Notice of Postal Ballot for information purpose only.
- (7) Voting rights of a Member/Beneficial Owner (in case of electronic shareholding) shall be in proportion to its shareholding in the paid-up equity share capital of the Company as on the **Cut-Off Date i.e. March 06, 2026**.
- (8) The right to vote in this Postal Ballot cannot be exercised through proxy. However, corporate and institutional members shall be entitled to vote through their authorised representatives and are requested to provide a proof of authorization (board resolution / authority letter / power attorney, etc.) in favour of their authorised representatives to the Scrutiniser by an email [csslp108@gmail.com](mailto:csslp108@gmail.com) through its registered e-mail address.
- (9) All documents referred to in this Notice of Postal Ballot will be open / available for inspection at the Registered Office of the Company by the Members of the Company between 10:00 A.M. and 01:00 P.M. on all working days of the Company (except Saturdays, Sunday’s and Public Holiday’s if any) from the date of dispatch of this Postal Ballot Notice till the last date of remote e-voting i.e. on Sunday, April 12, 2026. Any Member seeking to inspect the documents can send an e-mail to [investors@estcong.com](mailto:investors@estcong.com) with subject line “Inspection of Documents”, mentioning their DP ID and Client ID/Folio Number.
- (10) The Notice of Postal Ballot is also placed on the website of the Company i.e. [www.western-carriers.com](http://www.western-carriers.com) and the website of NSDL: [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and at the relevant sections of the websites of the Stock Exchanges on which the equity shares of the Company are listed i.e. BSE Limited ([www.bseindia.com](http://www.bseindia.com)) and National Stock Exchange of India Limited ([www.nseindia.com](http://www.nseindia.com)).



(11) **E-VOTING INSTRUCTIONS:**

<b>Cut-off Date</b>	<b>Friday, March 06, 2026</b>
<b>E-Voting Start Date and Time</b>	<b>09:00 A.M. (IST) on Saturday March 14, 2026</b>
<b>E-Voting End Date and Time</b>	<b>05:00 P.M. (IST) on Sunday April 12, 2026</b>

During this period, Members of the Company, holding shares either in physical form or in dematerialised form, as on the Cut-off date may cast their vote by E-Voting. The remote E-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

**Resolution passed by the Members through Postal Ballot are deemed to have been passed as if the same have been passed at a general meeting of the Members convened in this behalf. The resolution, if approved by the requisite majority of Members by means of Postal Ballot, shall be deemed to have been passed on the last day of remote E-Voting i.e., 05:00 P.M. (IST) on Sunday, April 12, 2026.**

**How do I vote electronically using NSDL e-Voting system?**

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:




**Step 1: Access to NSDL e-Voting system:**

**A. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

**Login method for Individual shareholders holding securities in demat mode is given below:**

<b>Type of shareholders</b>	<b>Login Method</b>
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li>For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ section, this will</li> </ol>

	<p>prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <ol style="list-style-type: none"> <li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol> <div style="text-align: center;"> <p><b>NSDL Mobile App is available on</b></p>    </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</li> <li>After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period.</li> </ol>



	<p>Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</p> <p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p>

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911

**B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.



2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nSDL.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*

4. Your User ID details are given below :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
  - c) How to retrieve your ‘initial password’?
    - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.
    - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**



6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
  - a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

## **Step 2: Cast your vote electronically on NSDL e-Voting system.**

### **How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [cslp108@gmail.com](mailto:cslp108@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on “**Upload Board Resolution / Authority Letter**” displayed under “**e-Voting**” tab in their login.



2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on : 022 - 4886 7000 or send a request to Mr. Pritam Dutta, Deputy Manager at [pritamd@nsdl.com](mailto:pritamd@nsdl.com) / [evoting@nsdl.com](mailto:evoting@nsdl.com)

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [investors@westcong.com](mailto:investors@westcong.com)
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [investors@westcong.com](mailto:investors@westcong.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.



**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 (THE ACT’) FORMING PART OF THE NOTICE:**

**Item No. 1**

The Nomination and Remuneration Committee (“NRC”), taking into consideration the qualifications, rich experience, skills, expertise and competencies required for the Board in the context of the business and sectors of the Company, had recommended the appointment of Mr. Sunil Duggal (DIN: 07291685) as an Additional Non-Executive, Independent Director to the Board with effect from February 13, 2026.

The Board of Directors of the Company (“Board”), in their meeting held on February 13, 2026, unanimously consented to appoint Mr. Sunil Duggal as an Additional Non- Executive, Independent Director of the Company with effect from February 13, 2026 for a first term of 5 (five) years commencing from February 13, 2026, up to February 12, 2031, on the terms and conditions as recommended by the NRC, not liable to retire by rotation.

In order to continue to augment the Board with different skills, experience and competencies, the Board has appointed Mr. Sunil Duggal as an Independent Director of the Company. It is expected that the appointment of Mr. Sunil Duggal as an Independent Director on the Board of the Company would further strengthen corporate governance standards, and the Company would benefit enormously inter-alia from his vast corporate experience, knowledge and expertise in the areas of strategic growth, operational transformation, stakeholder management navigating through complex business environment, corporate governance and risk management.

In terms of Section 160 of the Act, the Company has received a Notice from a Member in writing proposing his candidature for the office of Director. The Company has also received from Mr. Sunil Duggal (i) consent in writing to act as Director in Form DIR-2 pursuant to Section 152 and Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014; (ii) intimation in Form DIR-8 in terms of the Companies (Appointment and Qualification of Directors) Rules, 2014, to the effect that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act; (iii) a declaration to the effect that he meets the criteria of independence as provided under Section 149(6) of the Act and Rules framed thereunder and Regulation 16 (1) (b) of the Listing Regulations; and (iv) a confirmation that he would be able to devote time required to discharge his roles, duties and responsibilities as a Non-Executive, Independent

Director of the Company.

Brief profile and other details of Mr. Sunil Duggal as required under the Listing Regulations and Secretarial Standard on General Meetings are enclosed as **Annexure - 1**.

Further, in terms of Regulation 25(8) of the Listing Regulations, Mr. Sunil Duggal has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as Non-Executive, Independent Director of the Company with an objective independent judgment and without any external influence. Mr. Sunil Duggal has also confirmed that he is not debarred from holding the office of a director by virtue of any Order passed by SEBI or any such authority. Mr. Sunil Duggal has confirmed that he is in compliance with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

Mr. Sunil Duggal is a person of integrity and fulfils the conditions specified under the Act read with Rules thereunder and the Listing Regulations for his appointment as a Non-Executive, Independent Director of the Company and is independent of the Management.

The appointment of Mr. Sunil Duggal is mapped over and corresponds with the desired Board skills, expertise, competence detailed below and as adopted by the Company based on requirements of Schedule V Part C (2h) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015:

Strategy and Planning	Finance, Banking and Insurance	Corporate Governance	Risk Management	Knowledge skill relevant to the operations of the Company including understanding of technical aspects & operations aspects of businesses.
√	√	√	√	-



Mr. Sunil Duggal would be entitled for sitting fee and reimbursement of expenses at actuals, if any.

A copy of draft letter of appointment constituting terms and conditions of appointment would be available for inspection by the members at the Registered Office of the Company between 10:00 A.M. and 01:00 P.M. on all working days of the Company (except Saturdays, Sunday's and Public Holiday's if any) from the date of dispatch of this Postal Ballot Notice till the last date of remote e-voting i.e. on Sunday, April 12, 2026. Further, the terms and conditions for appointment as an Independent Director is also disclosed on the Company's website.

Members seeking to inspect such documents can send an e-mail to [investors@westcong.com](mailto:investors@westcong.com) .

The Board recommends the Special Resolution set out in Item No. 1 of the accompanying Notice for approval of the Members.

Except Mr. Sunil Duggal, being the appointee, none of the Directors or Key Managerial Personnel (KMP') of the Company or their respective relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 1 of the accompanying Notice.



ANNEXURE-1

**Details of Directors seeking appointment pursuant to Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India**

<b>Name of the Director</b>	Sunil Duggal
<b>DIN</b>	07291685
<b>Designation</b>	Non-Executive Independent Director
<b>Date of Birth (Age in years)</b>	July 14, 1962, (63 years)
<b>Qualifications</b>	BE (Electrical-Honours) from Thapar Institute of Engineering & Technology, Patiala. He is an Alumnus of IMD, Lausanne Switzerland and IIM Calcutta.
<b>Experience (including expertise in specific functional area)/Brief Resume/ Brief Profile.</b>	<p>Mr. Sunil Duggal currently serves as Chief Executive Officer of Bhumi Ventures, overseeing global mining operations across the DRC and the UAE. He is also engaged as Global Advisor – Metals &amp; Mining and serves as an Independent Director at DSS+ and several other companies.</p> <p>He has served as Former Chairman, National Committee on Mining &amp; Current Member National council- CII, FICCI- Former Co-Chair, Non-Ferrous Metals Committee, FIMI- Former President.</p> <p>With over three decades of experience in driving large-scale organizations across industries towards growth, profitability and market leadership. Expertise in strategic growth, operational transformation, stakeholder management navigating through complex business environment, led organizations to industry leadership positions through technology, operational excellence, ESG and spearheading innovations in sectors like Mining &amp; Metal, Cement &amp; Technology.</p> <p>He has received various awards like Best CEO WE Global Employees Choice Award 2022, CEO of the Year at “Business leader of the Year” ET Now 2019, CEO of the Year ABP News 2018.</p>
<b>Terms and Conditions of Appointment</b>	As per the resolution at item no. 1 of the Notice of Postal Ballot read with explanatory statement thereto, Mr. Sunil Duggal is proposed to be appointed as Independent Director, not liable to retire by rotation.
<b>Remuneration last drawn (FY 2024-25)</b>	Not Applicable (Mr. Sunil Duggal would be entitled for the sitting fee and reimbursement of expenses at actuals, if any.)
<b>Remuneration proposed to be paid</b>	Not Applicable
<b>Date of first appointment on the Board</b>	February 13, 2026
<b>Shareholding in the Company including shareholding as a beneficial owner as on December 31, 2025</b>	Nil
<b>Relationship with other Directors/Key Managerial Personnel</b>	None



<b>Number of meetings of the Board attended during the financial year 2025-26 (year upto date)</b>	Not applicable
<b>Directorships of other Boards</b>	1) Singer India Ltd. 2) Godawari Power and Ispat Limited 3) Jammu Pigments Limited
<b>Membership/ Chairmanship of Committees of other Boards</b>	<p><b>Singer India Ltd.</b></p> <ul style="list-style-type: none"> <li>• Chairman of the Board and</li> <li>• Chairman of the Audit Committee</li> <li>• Chairman of CSR Committee</li> <li>• Member of Stakeholder Relationship Committee</li> </ul> <p><b>Godawari Power and Ispat Limited</b></p> <ul style="list-style-type: none"> <li>• Chairman of the ESG Committee,</li> <li>• Member of the CSR Committee, and</li> <li>• Chairman of the Risk Management Committee</li> </ul> <p><b>Jammu Pigments Limited</b></p> <ul style="list-style-type: none"> <li>• Chairman of the Board and</li> <li>• Chairman of the Audit Committee</li> </ul>
<b>Entities from which the Director has resigned in the past three years</b>	1) Vedanta Limited (ceased w.e.f. August 01, 2023) 2) CEF Clean Energy Focus Private Limited (ceased w.e.f. January 11, 2026) 3) Avro India Ltd. (ceased w.e.f. September 26, 2025)
<b>Number of Equity Shares held in the Company for any other person on a beneficial basis</b>	NIL
<b>The skills and capabilities required for the role and the manner in which the proposed person meets such requirement.</b>	The appointment of Mr. Sunil Duggal as an Independent Director on the Board of the Company would further strengthen corporate governance standards, and the Company would benefit enormously inter-alia from his vast corporate experience, knowledge and expertise in the areas of in the areas of strategic growth, operational transformation, stakeholder management navigating through complex business environment, corporate governance and risk management as further detailed in the aforesaid brief profile.