

NOTICE OF SECOND ANNUAL GENERAL MEETING

To,
The Members of Western Capital Advisors Private Limited

NOTICE is hereby given that the Second Annual General Meeting of M/s. Western Capital Advisors Private Limited will be held on Friday, November 06, 2020 at the registered office of the Company at A-7001, World Trade Centre, Ring Road, Surat, Gujarat- 395002 at 12:00 P.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following business: -

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020 together with the Reports of the Directors and Auditors thereon including requisite annexures.

SPECIAL BUSINESS:

2. **APPOINTMENT OF MR. MAYANK MEHTA AS NON- EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY**

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

"RESOLVED THAT Mr. Mayank Mehta (holding DIN 03554733), who was appointed as an Additional Director with effect from January 15, 2020 on the Board of Directors of the Company in terms of Section 161 of the Companies Act, 2013 and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as an Non-Executive Independent Director of the Company.

RESOLVED FURTHER THAT the Board of Directors of the company be and is hereby authorized to take all such steps and actions and give such directions as may be in its absolute discretion deem necessary and to settle any question that may rise in this regard."

3. **APPOINTMENT OF MR. P K ANAND AS NON- EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY**

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

"RESOLVED THAT Mr. P K Anand (holding DIN 00104913), who was appointed as an Additional Director with effect from January 15, 2020 on the Board of Directors of the Company in terms of Section 161 of the Companies Act, 2013 and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as an Non-Executive Independent Director of the Company.

RESOLVED FURTHER THAT the Board of Directors of the company be and is hereby authorized to take all such steps and actions and give such directions as may be in its absolute discretion deem necessary and to settle any question that may rise in this regard."

**By Order of the Board
For Western Capital Advisors Private Limited**

Date: October 29, 2020

Place: Surat

sd/-
Jaya Kejriwal
Director
DIN: 07249607

NOTES

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as “MCA Circulars”) permitted the holding of the Annual General Meeting (“AGM” or “Meeting”) through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (“Act”) and MCA Circulars, the AGM of the Company is being held through VC / OAVM.
2. The AGM shall be held only after the consent for Shorter Notice has been received from Members on accordance with the Section 101(1) of the Companies Act, 2013.
3. The explanatory statement pursuant to Section 102 of the Companies Act, 2013 relating to the Special Business to be transacted at the AGM is annexed hereto.
4. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars on AGM through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
5. Corporate Members 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. Members are requested to bring the attendance slips along with their copies of the Notice to the meeting.
7. The Meeting shall be deemed to be held at the Registered office of the Company at A-7001, World Trade Centre, Ring Road, Surat, Gujarat- 395002.
8. Since the AGM will be held through VC / OAVM, the route map to the venue is not annexed to this Notice

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM

1. Facility of joining the AGM through VC / OAVM shall open 15 minutes before the time scheduled for the AGM.
2. Shareholders are encouraged to join the Meeting through Laptops / iPads for better experience.
3. Further shareholders will be required to switch on the video facility and use Internet connection with a good speed to avoid any disturbance during the Meeting.
4. Members who need assistance before or during the AGM, you may write an email to jayk.western@gmail.com.

Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 to the accompanying Notice dated October 28, 2020**Item No. 2 & 3**

Mr. Mayank Mehta and P K Anand was appointed as an Additional Director of the Company with effect from January 15, 2020, in accordance with the provisions of Section 161 of the Companies Act, 2013, read with the Articles of Association of the Company. Pursuant to Section 161 of the Companies Act, 2013, the above director holds office only up to the date of the ensuing Annual General Meeting of the Company.

Mr. Mayank Mehta and P K Anand is not disqualified from being appointed as Director in terms of Section 164 of Companies Act, 2013 and has given his consent to act as Director.

The Board is of the view that the appointment of Mr. Mayank Mehta and P K Anand as Non-Executive Independent Director is desirable and would be beneficial to the Company and hence it recommends the said Resolution No. 2 & 3 for approval by the members of the Company.

None of the Directors/Key Managerial Personnel of the Company/their relatives, except Non-Executive Independent himself, is in any way concerned or interested, in the said resolution. The Board recommends the said resolution to be passed as an ordinary resolution.

Particulars	Mr. Mayank Mehta	Mr. P K Anand
Date of Birth	12-09-1958	18-05-1953
Qualification	1. B. Sc., South Gujarat University 2. CAIIB from Indian Institute of Bankers	1. Bachelor's Degree in commerce from the University of Lucknow (1974) 2. Master of Business Administration Degree from Allahabad University (1976), 3. CAIIB Part I from Indian Institute of Bankers
Experience	Has more than 4 decades of extensive experience of providing leadership , strategic planning and guidance on financial & business issues; analysing revenue performance & trends and ensuring that product initiatives, risk factors, prospective new deals/expansions & other business impacts are incorporated into the operating plan and impressive success in analysing financial viability of new projects & project finance requirements and in successfully coordinating with legal firms of repute for tax & legal structuring of transactions.	Over 36 years of rich experience in the entire gamut of banking and finance sector. Mr. P K Anand joined Allahabad Bank in 1977 as a Probationary Officer and rose to the highest post of General Manger in the same bank, where he handled diverse portfolios like credit policy, risk management, marketing and human resources. Also, Mr. P K Anand held charge of Punjab and Sind Bank as ED and Officiating CMD before retiring as ED of the same bank.
Remuneration to be paid	NA	NA
Last remuneration drawn (if applicable)	NA	NA
Shareholding in the Company	NA	NA
Relationships with other directors and KMP	NA	NA
Number of Board Meeting attended in the year 2019-20	Nil	Nil
Directorships in other Companies	Nil	GREATDEAL MANAGEMENT SERVICES PRIVATE LIMITED

**By Order of the Board
For Western Capital Advisors Private Limited**

Date: October 29, 2020

Place: Surat

sd/-
**Jaya Kejriwal
Director**

ATTENDANCE SLIP

WESTERN CAPITAL ADVISORS PRIVATE LIMITED
REGISTERED OFFICE: A-7001, World Trade Centre, Ring Road, Surat, Gujarat- 395002
CIN: U65999GJ2018PTC102323

Folio No. / DP ID / Client ID:

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Number of shares held

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

I hereby record my presence at the Second Annual General Meeting of the members of Western Capital Advisors Private Limited held on Friday, November 06, 2020 at A-7001, World Trade Centre, Ring Road, Surat, Gujarat- 395002 at 12.00 P.M.

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.

CONSENT OF SHAREHOLDERS FOR SHORTER NOTICE

[Pursuant to Section 101(1) of Companies Act, 2013]

To
The Board of Directors
Western Capital Advisers Private Limited
R.O.: A-7001, World Trade Centre,
Ring Road, Surat - 395002

Sub: Consent from the members to convene AGM at shorter notice

Dear Sir/s,

I/we, _____ the member/s holding an _____ (in words) equity shares of the Company as on date representing _____ % of the total paid-up equity share capital and also have an entitlement to vote at such meeting, do hereby give consent for calling the Annual General Meeting on 06th of November, 2020 at 12.00 P.M at the registered office of the Company at shorter notice.

Kindly do take the same on your record.

Thanking you

Yours truly

(Name of the Member)

Date:

Place: