

WELSPUN CORP LIMITED

CIN: L27100GJ1995PLC025609

Registered Office: Welspun City, Village Versamedi, Taluka Anjar, Dist. Kutch, Gujarat, Pin – 370110, India.

Tel No.: +91 2836 662079, Email: CompanySecretary_WCL@welspun.com

Website: www.welspuncorp.com

Corporate Office: Welspun House, 5th Floor, Kamala City, Senapati Bapat Marg, Lower Parel (West),
Mumbai – 400013. Tel. No.: +91 22 66136000

NOTICE

NOTICE is hereby given that the 31st Annual General Meeting ("AGM") of the Members of **Welspun Corp Limited ("the Company")** will be held on **Friday, July 17, 2026 at 4:00 p.m. (IST)** via Video Conference ("VC") or Other Audio-Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS

1) ADOPTION OF THE AUDITED STANDALONE FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026 AND THE REPORTS OF THE BOARD OF DIRECTORS' AND THE AUDITORS' THEREON

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

"RESOLVED THAT the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026, and the report of the Board of Directors' and Auditors' thereon as circulated to the Members be and are hereby received, considered and adopted."

2) ADOPTION OF THE AUDITED CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026, AND THE REPORT OF THE AUDITORS' THEREON

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

"RESOLVED THAT the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, and the report of the Auditors' thereon, as circulated to the Members, be and are hereby received, considered and adopted."

3) DECLARATION OF DIVIDEND ON EQUITY SHARES

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

"RESOLVED THAT dividend at the rate of ₹ 5/- (i.e. 100%) per equity share of the face value of ₹ 5 /-

each on fully paid-up equity shares of the Company, as recommended by the Board of Directors, be and is hereby declared for the financial year ended March 31, 2026."

4) RETIREMENT BY ROTATION OF MR. ANEESH MISRA (DIN: 10221598)

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

"RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder, Mr. Aneesh Misra (DIN: 10221598), who retires by rotation at this Annual General Meeting and being eligible offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESSES

5) RATIFICATION OF THE REMUNERATION OF COST AUDITOR FOR THE FY 2026-27

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

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modifications, amendment or re-enactments thereof for the time being in force), the remuneration of ₹ 8.50 Lakh (Rupees Eight Lakh Fifty Thousand Only) plus applicable taxes and reimbursement of out-of-pocket expenses, as recommended by the Audit Committee and approved by the Board of Directors of the Company, (hereinafter referred to as 'Board', which term shall be deemed to include the Audit Committee of the Board and any duly constituted committee empowered to exercise its powers, including powers conferred under this resolution), be paid to M/s. Kiran J. Mehta & Co., Cost Accountants, Ahmedabad (Registration No.000025) for conducting audit of

the cost accounting records of the Company for the financial year ended March 31, 2027 be and is hereby ratified.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised to take from time to time all decisions and to do all such acts, deeds, matters and things, as it may in its absolute discretion, deem fit, necessary or appropriate and settle any question, difficulty or doubt that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company."

6) PAYMENT OF REMUNERATION BY WAY OF COMMISSION TO MR. BALKRISHAN GOENKA, (DIN: 00270175), NON-EXECUTIVE CHAIRMAN OF THE COMPANY.

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

"RESOLVED THAT pursuant to the provisions of Section 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), and the Rules made thereunder, and Regulation 17(6) (ca) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, [including any statutory modification(s) or re-enactment(s) thereof, for time being in force), and subject to all permissions, sanctions and approval as may be required, and based on the recommendation of the Nomination and Remuneration Committee, the Audit Committee

and the Board of Directors of the Company, (hereinafter referred to as 'Board', which term shall be deemed to include the Nomination and Remuneration Committee and any duly constituted committee empowered to exercise its powers, including powers conferred under this resolution), the approval of the Members of the Company be and is hereby accorded for payment of remuneration to Mr Balkrishan Goenka (DIN- 00270175), Non-Executive Chairman of the Company @1% of the consolidated net profits of the Company for the FY 2025-26 as computed under Section 198 of the Act i.e. ₹ 21.34 Crore being an amount exceeding fifty percent of the total annual remuneration paid/ payable to all other Non-Executive Directors for the FY 2025-26.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised to take from time to time all decisions and to do all such acts, deeds, matters and things, as it may in its absolute discretion, deem fit, necessary or appropriate and settle any question, difficulty or doubt that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company."

By order of the Board

Place: Mumbai
Date: May 21, 2026

Kamal Rathi
Company Secretary
ACS:18182

NOTES

1. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act"), in respect of item nos. 5 and 6 set out in the Notice of the 31st Annual General Meeting ("AGM" or "Meeting"), is annexed hereto. The Board of Directors ("the Board") have considered and decided to include item nos. 5 and 6 as Special Business as the same are unavoidable in nature.
2. Additional information, pursuant to Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meeting ("SS-2") in respect of the Directors seeking re-appointment at the AGM, forms an integral part of this Notice.
3. The Ministry of Corporate Affairs, Government of India ("MCA") vide its General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020 including the latest being General Circular No. 03/2025 dated September 22, 2025 ("MCA Circulars") has permitted the Company to conduct the AGM through Video Conferencing/Other Audio-Visual Means ("VC/OAVM"). In compliance with the aforesaid MCA Circulars, the provisions of the Companies Act, 2013 ('the Act') and the SEBI Listing Regulations, the 31st AGM of the Company is being conducted through VC/OAVM facility, which does not require physical presence of Members at a common venue.
4. The Members who are shareholders as on July 10, 2026 ("Cut off date") can join the AGM 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in this Notice. Members will be able to participate in the AGM through VC/OAVM on first-come-first-serve basis.

Large Members (Members holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, the Nomination and Remuneration Committee and the Stakeholders Relationship Committee, the Auditors etc. will not be subject to the aforesaid restriction of first-come-first-serve basis.

Members attended the Meeting through VC/OAVM will be reckoned for the purpose of quorum as per section 103 of the Act.

5. The proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company at Welspun City, Village Versamedi, Taluka Anjar,

Dist. Kutch, Gujarat – 370110 which shall be the deemed venue of the AGM. The route map for the venue of the AGM is therefore not annexed to this Notice.

6. Since this AGM is being held through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility to appoint proxy to attend and cast vote for the Members is not available for this AGM. Hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, in pursuance of Sections 112 and 113 of the Act, representatives of the Members may be appointed for the purpose of voting through remote e-Voting through Board/Governing body resolution/Authorisation etc. They are requested to email certified copy of the Board/Governing body resolution/Authorisation etc authorizing their representatives to attend and vote on their behalf. The documents shall be emailed to rnt.helpdesk@in.mpms.mufg.com with the subject line '**Welspun Corp 31st AGM**'.
 7. National Securities Depository Limited ('NSDL') will provide the facility for voting through remote e-voting, for participating in the AGM through VC/OAVM and e-voting during the AGM.

Dispatch of Annual Report

8. In terms of the provisions of the Act, MCA Circulars and the SEBI Listing Regulations, the Notice of the AGM along with the Annual Report for the FY 2025-26 is being sent by electronic mode to Members whose E-mail IDs are registered with the Company/Registrar & Share Transfer Agent ("RTA") or the Depository Participants ("DPs").

Additionally, in accordance with Regulation 36(1)(b) of the SEBI Listing Regulations, the Company is also sending a letter to Members whose E-mail IDs are not registered with the Company or its RTA or with DP providing the weblink of Company's website from where the Annual Report for the FY 2025-26 can be accessed.

9. The Notice of the AGM and the Annual Report for the FY 2025-26 have been uploaded on the website of the Company at www.welspuncorp.com. The same can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited, at www.bseindia.com and www.nseindia.com respectively, and on the website of NSDL (agency for providing the Remote e-Voting facility), i.e. www.evoting.nsdl.com.

10. Those Members who are holding shares in physical form and have not updated their E-mail IDs with the Company, are requested to update the same by submitting a duly filled and signed Form ISR-1 along with the attachments mentioned therein and other relevant forms to the Company's RTA at the below mentioned address or by e-mail to rnt.helpdesk@in.mpms.mufg.com

MUFG Intime India Private Limited

Unit: Welspun Corp Limited,
C 101, 247 Park,
L B S Marg, Vikhroli (West), Mumbai-400 083.

Members who are holding shares in electronic mode and have not updated their E-mail IDs, are requested to contact their respective DPs.

11. The Audited Accounts of the Company's subsidiaries are available on the Company's website at <https://www.welspuncorp.com/subsidiary-accounts.php>

Procedure for Inspection of Documents

12. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, certificate from the Company's Secretarial Auditors certifying that the Company's ESOS Scheme are being implemented in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 will be available for inspection by the Members through electronic mode during the AGM.
13. The aforesaid documents along with documents referred to in this Notice will also be available electronically for inspection by the Members, without payment of any fee, from the date of circulation of this Notice up to the date of AGM. Members seeking inspection of the aforesaid documents can send an email to the Company at cs_wcl@welspun.com with the subject line "**Welspun Corp 31st AGM**".

Record Date

14. The Record Date for the purpose of payment of Dividend will be Tuesday, June 30, 2026.

Dividend related Information

15. Subject to the provisions of the Act, dividend as recommended by the Board, if approved at the AGM, will be paid subject to deduction of tax at source, wherever applicable, to those Members or their mandates, whose names are registered in the Company's Register of Members:

- a. as Beneficial Owners as at the end of the business hours on Tuesday, June 30, 2026 as per the lists to be furnished by NSDL and Central Depository Services (India) Limited ("CDSL") in respect of the equity shares held in electronic form;
- b. whose names appear as Members in the Register of Members of the Company in physical form which are maintained with RTA on Tuesday, June 30, 2026.

The Company shall make the payment of dividend to those Members directly in their bank accounts whose bank account details are available with the Company or RTA or Depositories and those who have given their mandate for receiving dividends directly in their bank accounts through the National Automated Clearing House ('NACH').

16. In terms of the provisions of the Income Tax Act, 2025 ('the IT Act') dividend income shall be taxable in the hands of Members and the Company is required to deduct tax at source ('TDS') from dividend paid to the Members at rates prescribed in the IT Act.

The applicable rate depends on the shareholder's residential status, availability of valid PAN, tax treaty benefits (in case of non-resident shareholders) & special exemptions, if any, and submission of all requisite details & documents to the Company or its RTA.

17. SEBI vide its Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 07, 2024 and latest Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 06, 2026 as amended from time to time, has mandated that with effect from April 01, 2024, dividend to security holders who are holding securities in physical form, shall be paid only through electronic mode. Such payment shall be made only after the shareholders furnish their PAN, contact details (postal address with PIN and mobile number), bank account details & specimen signature ("KYC") and choice of Nomination. Further, relevant FAQs published by SEBI on its website can be viewed at the following link: https://www.sebi.gov.in/sebi_data/faqfiles/may-2024/1715694256793.pdf

IEPF related Information

18. Members are requested to note that in terms of the provisions of Section 124 of the Act, dividends that are not claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will be transferred to the Investor Education and

Protection Fund ("IEPF"). Accordingly, during the financial year ended March 31, 2026, the Company had transferred unpaid or unclaimed dividend amounts of ₹3,10,948/- (Rupees Three Lakh Ten Thousand Nine Hundred Forty Eight only) pertaining to Dividend for the FY 2017-18 to the IEPF Authority.

In terms of the provisions of Section 124(6) of the Act, read with, Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), equity shares in respect of which dividend has not been paid or claimed for 7 (seven) consecutive years or more from the date of declaration will also be transferred to IEPF, operated by the IEPF Authority.

Accordingly, 12,334 equity shares pertaining to dividend for the FY 2017-18 on which the dividend remained unpaid or unclaimed for seven consecutive years, were also transferred to the IEPF Account during the financial year ended March 31, 2026, after following the prescribed procedure under the IEPF Rules. Further, members who have not claimed or encashed their dividend(s) in the last seven consecutive years are advised to claim the same. In case a valid claim is not received, the Company will proceed to transfer the corresponding shares to the IEPF Authority in accordance with the prescribed procedure under the IEPF Rules.

19. The Company has also uploaded full details of such unclaimed/unpaid dividend and the related shares due for transfer on the website of the Company i.e www.welspuncorp.com Members are requested to verify the details and lodge their claims with the Company to avoid transfer of dividend and related shares to IEPF.
20. The shareholders, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an online application to the IEPF Authority in web Form IEPF-5. The said form is available on MCA's website www.mca.gov.in.

Instructions for remote e-Voting at the AGM

21. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI Listing Regulations (as amended), and the MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with NSDL to facilitate voting through electronic means, as the authorised agency. The facility of casting votes by a member using remote e-voting system as well as venue

voting on the date of the AGM will be provided by NSDL. Members who have cast their votes by remote e-voting prior to the AGM may participate in the AGM but shall not be entitled to cast their votes again. The manner of voting remotely by members holding shares in dematerialised mode, physical mode and for members who have not registered their email addresses is provided in the Instructions For E-Voting Section which forms part of this Notice.

22. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date i.e. Friday, July 10, 2026.
23. The remote e-Voting period commences on Monday, July 13, 2026 (9.00 a.m. IST) and ends on Thursday, July 16, 2026 (5.00 p.m. IST). During this period, a person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date, shall be entitled to avail the facility of remote e-Voting as well as voting at the AGM. A person who is not a member as on the cut-off date should treat this Notice of AGM for information purpose only. The remote e-Voting module will be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, he/she will not be allowed to change it subsequently.
24. Ms Mansi Damania of M/s. JMJA & Associates LLP, Company Secretaries (e-mail: mansi@jmja.in) and failing her Mr Jigar Shah of M/s JMJA & Associates LLP, Company Secretaries (email: jigar@jmja.in), has been appointed as the Scrutiniser to scrutinise the voting and remote e-voting process in a fair and transparent manner.

Speaker Registration

25. Members who wish to express their views or ask questions during the AGM may register themselves as speakers on the NSDL website at www.evoting.nsd.com during the period from Monday, July 13, 2026 (9:00 a.m. IST) to Thursday, July 16, 2026 (5:00 p.m. IST). Members are requested to follow the procedure mentioned below for login and thereafter click on the link 'Speaker Registration' available against the EVEN of 'Welspun Corp Limited'. Only those Members who have registered themselves as speakers will be permitted to express their views or ask questions during the AGM. The Company reserves the right to limit the number of speakers, depending on time availability, to ensure the smooth conduct of the AGM. In order to provide all speakers an opportunity to participate and to complete the proceedings within the stipulated time, Members are requested to keep their queries brief and limit their speaking time to two minutes.

Members who do not wish to speak during the AGM but have queries may send their queries 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at CS_WCL@welspun.com. These queries will be replied by the Company suitably.

Members seeking any information with regard to the accounts or any matter to be placed at the AGM are requested to write to the Company on or before, Wednesday, July 15, 2026 through e-mail on CS_WCL@welspun.com. The same will be replied by the Company suitably.

Results of remote e-Voting and e-Voting at the 31st AGM

26. The Scrutiniser after the conclusion of e-voting at the Meeting, will scrutinise the votes cast at the Meeting and votes cast through remote e-voting, make a consolidated Scrutiniser's Report and submit the same to the Chairman of the meeting and any person duly authorised by him. The Chairman of the meeting or any person duly authorised by him shall declare the results within the prescribed timeline.

The Scrutiniser's decision on the validity of the vote shall be final. The result of e-voting along with the consolidated Scrutiniser's Report, will be displayed at the Registered Office and Corporate Office of the Company and will be placed on the following websites as under:

Particulars	Website
Welspun Corp Limited	www.welspuncorp.com
NSDL	www.evoting.nsd.com
BSE Limited	www.bseindia.com
National Stock Exchange of India Limited	www.nseindia.com

27. The resolutions, if passed by requisite majority, shall be deemed to have been passed on the date of the AGM i.e. July 17, 2026.

RTA Details

28. All the correspondence pertaining to shareholding, transmission, issuance of duplicate shares etc. should be lodged at the Company's RTA: MUFG Intime India Private Limited, Unit: Welspun Corp Limited, C 101, 247 Park, L B S Marg, Vikhroli (West) Mumbai - 400 083. Tel No: +91 22 49186000, Fax: +91 22 49186060, Email- rnt.helpdesk@in.mpms.mufg.com

29. THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING MEETING ARE AS UNDER:-

The remote e-voting period begins on Monday, July 13, 2026 at 09:00 a.m. (IST) and ends on Thursday, July 16, 2026 at 5:00 p.m. (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members/Beneficial Owners as on the cut-off date i.e. Friday, July 10, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

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 09, 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:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li data-bbox="571 286 1455 600">1. For OTP based login you can click on https://eservices.nSDL.com/SecureWeb/evoting/evotinglogin.jsp. 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 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 or joining virtual meeting & voting during the meeting. <li data-bbox="571 613 1455 994">2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nSDL.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will 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 "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
	<ol style="list-style-type: none"> <li data-bbox="571 1003 1455 1106">3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nSDL.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp <li data-bbox="571 1120 1455 1536">4. 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. 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 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 or joining virtual meeting & voting during the meeting.
	<ol style="list-style-type: none"> <li data-bbox="571 1545 1455 1648">5. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. <p data-bbox="762 1662 1248 1697">NSDL Mobile App is available on</p> <div data-bbox="762 1720 1248 1778">  App Store  Google Play </div> <div data-bbox="805 1800 954 1948">  </div> <div data-bbox="1061 1800 1209 1948">  </div>

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 1) 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 www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 2) 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 or joining virtual meeting & voting during the meeting. 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. 3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & 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.
Individual Shareholders (holding securities in demat mode) login through their depository participants	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 or joining virtual meeting & voting during the meeting.

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 evoting@nsdl.co.in 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 helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and those 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.nsd.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:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
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:
- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - 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.
 - How to retrieve your 'initial password'?
 - 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 PDF attachment. The password to open the 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 attachment contains your user ID and initial password.
 - 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:
- Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsd.com.
 - Physical User Reset Password?"
(If you are holding shares in physical mode) option available on www.evoting.nsd.com.
 - If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - 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 and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting 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 and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
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 authorised signatory(ies) who are authorised to vote, to the Scrutiniser by e-mail to mansi@jmja.in with a copy marked to evoting@nsdl.co.in. 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 to reset the password.

3. Any person, who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and holds shares as of the cut-off date may follow the procedure for remote e-voting as enumerated in detail hereinabove.
4. 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 or call on.: 022 - 4886 7000 or send a request to evoting@nsdl.co.in.

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

1. In case the shares are held in physical mode, please submit a signed request letter mentioning Folio No., Name of shareholder, along with duly filled and signed Form ISR-1 including the attachments mentioned therein and other relevant forms to the Company's RTA at their office or by email at rnt.helpdesk@in.mpms.mufg.com, for registering email address.
2. In case shares are held in demat mode, Please contact your DP and register your email address in your demat account, as per the process advised by your DP. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method as explained above at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops/ipads for a better experience.
3. Facility of joining the AGM through VC/OAVM shall be available on first come first serve basis
4. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the AGM.
5. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

General Information

30. SEBI vide its circular no. HO/38/13/(3)2026-MIRSD-POD/I/3763/2026 dated January 30, 2026 has simplified the framework for credit of securities

arising from investor service requests such as duplicate certificates, transmission, transposition, claims from unclaimed suspense accounts, and corporate actions by eliminating the requirement for issuance of a Letter of Confirmation (LOC) and enabling direct credit of securities to investors' demat accounts after due diligence by RTAs/listed companies. Investor requests must be supported by a latest Client Master List (CML), not older than two months and duly attested by the Depository Participant.

31. Regulation 40 of SEBI Listing Regulations, as amended, mandates that transfer, transmission and transposition of securities of listed companies held in physical form shall be effected only in demat mode. Further, SEBI vide its Circular dated January 25, 2022, has clarified that listed companies, with immediate effect, shall issue securities only in demat mode while processing any investor service requests including transmission, issuance of duplicate shares, deletion of name, exchange of shares, etc. In view of this and also to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to demat mode.
32. The members who wish to nominate, any person to whom his securities shall vest in the event of his death may do so by submitting the nomination Form to the Company or its RTA. A nomination may be cancelled, or varied by nominating any other person in place of the present nominee, by the holder of securities who has made the nomination, by giving a notice of such cancellation or variation. The nomination form is available on the Company's website at www.welspuncorp.com.
33. SEBI, vide Circular No. HO/38/13/11(2)2026-MIRS D-POD/I/3750/2026 dated January 30, 2026, has opened a special window to facilitate re-lodgement of transfer and dematerialisation of physical securities. The window will remain open for a period of one year, i.e., from February 05, 2026 to February 04, 2027.

This special facility will be available for transfer and dematerialisation of physical shares that were sold or purchased prior to April 01, 2019. Additionally, the facility extends to transfer requests that were submitted earlier but were rejected, returned, or not attended to due to deficiencies in documents, process issues, or for any other reason.

Eligible shareholders who wish to avail the opportunity are requested to submit the requisite documents to the Company or its RTA.

Dispute Resolution Mechanism (SMART ODR)

34. In order to strengthen the dispute resolution mechanism for all disputes between a listed company and/or registrars & transfer agents and its shareholder(s)/investor(s), SEBI had issued a Standard Operating Procedure ('SOP') vide Circular dated May 30, 2022. As per this Circular, shareholder(s)/investor(s) can opt for Stock Exchange Arbitration Mechanism for resolution of their disputes against the Company or its RTA. Further, SEBI vide Circular dated July 31, 2023 (updated as on December 20, 2023), introduced the Online Dispute Resolution (ODR) Portal. Through this ODR portal, the aggrieved party can initiate the mechanism, after exercising

the primary options to resolve its issue, directly with the Company and through the SEBI Complaint Redress System (SCORES) platform. The Company has complied with the above circulars and the same are available at the website of the Company www.welspuncorp.com.

By order of the Board

Kamal Rathi
Company Secretary
ACS:18182

Place: Mumbai

Date: May 21, 2026

EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013 AND THE INFORMATION AS REQUIRED PURSUANT TO THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

ITEM NO. 5 – RATIFICATION OF THE REMUNERATION OF COST AUDITOR FOR THE FY 2026-27

The cost records of the manufacturing units of the Company are required to be audited by the Cost Auditor. Based on the location of the units, market trend and current industry practices, the Audit Committee reviews the proposal for appointment and remuneration payable to Cost Auditor and recommends the same to the Board of Directors of the Company ('the Board') for its approval.

The remuneration of the Cost Auditor is being determined in consensus with the Cost Auditor taking into consideration the agreed scope of work for all units, the performance of the Cost Auditor and turnover of the Company.

M/s. Kiran J. Mehta & Co. is a partnership firm of Cost Accountants working since last four decades. The firm has several small, medium and large scale and multinational clients. The firm has a highly qualified team of Cost Accountants and other staff members.

The Board based on the recommendation of the Audit Committee, had approved the appointment of M/s. Kiran J. Mehta & Co., Cost Accountants as the Cost Auditors of the Company for the financial year ending March 31, 2027 at a remuneration of ₹ 8.50 Lakh (Rupees Eight Lakh Fifty Thousand Only) plus applicable taxes and reimbursement of out-of-pocket expenses.

In terms of the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor as recommended by the Audit Committee and approved by the Board, has to be ratified by the Members of the Company.

Accordingly, consent of the Members is sought for passing the resolution as set out in Item No. 5 of this Notice for ratification of the remuneration payable to the Cost Auditor for the financial year ending March 31, 2027.

The Board recommends the Ordinary Resolution set out at Item No. 5 of this Notice for the approval by the Members.

None of the Directors, Key Managerial Personnel or their respective relatives are, in any way, concerned or interested in the said resolution.

ITEM NO. 6 - PAYMENT OF REMUNERATION BY WAY OF COMMISSION TO MR. BALKRISHAN GOENKA (DIN: 00270175), NON-EXECUTIVE CHAIRMAN OF THE COMPANY:

Mr. Goenka, aged 59 years, has been associated with the Company since April 26, 1995. Mr. Goenka, being one

of the promoters of the Company is also the Chairman of Welspun World. Mr. Goenka serves as a Non – Executive Director of the Company and is also one of its principal promoters. He holds the distinguished position of the Chairman of the Welspun World and is widely recognized as the driving force behind its inception and sustained growth. Over the past 40 years, Mr. Goenka has demonstrated exceptional leadership, combining visionary thinking with deep entrepreneurial insight to guide the Group's expansion across multiple high-growth sectors. His strategic foresight and ability to navigate complex business environments have been instrumental in positioning Welspun as a globally respected conglomerate. Mr. Goenka's commitment to excellence, innovation, and long-term value creation has enabled the Group to consistently set industry benchmarks and deliver strong stakeholder outcomes. As Chairman, Mr. Goenka plays a vital role in shaping the Company's strategic direction. His involvement is particularly critical in steering growth initiatives across geographies, identifying new opportunities, and ensuring alignment with global best practices. His contributions go beyond oversight, encompassing high-level planning, mentoring leadership teams, and fostering a culture of integrity and performance. Mr. Goenka's continued engagement at the board level brings invaluable experience, global perspective, and a steadfast commitment to governance excellence. His presence ensures that the Company remains focused on sustainable growth, shareholder value creation, and adherence to the highest standards of corporate responsibility.

In his role as Chairman of the Company, Mr. Goenka is required to devote more time and attention in the planning for the growth of the Company & its subsidiaries across various geographies. Mr. Goenka, as Non-Executive Chairman, brings exceptional strategic value to the Company. His deep sectoral knowledge, global relationships, and visionary leadership have played a pivotal role in steering Company's transformation into a globally competitive and diversified manufacturing enterprise. The Nomination and Remuneration Committee ("NRC"), comprising entirely of Independent Directors, and the Board of Directors ("the Board") have reviewed Mr. Goenka's role, responsibilities, contribution and continued engagement with the Company. After due evaluation, the NRC and the Board have recommended payment of commission to Mr. Goenka equivalent to 1% of the consolidated net profits of the Company for the financial year ended March 31, 2026, computed in accordance with the provisions of Section 198 of the Companies Act, 2013. In determining the proposed commission, the NRC considered, among other factors, the scale and complexity of the Company's operations, the Company's financial and operational performance, the nature of responsibilities discharged by Mr. Goenka, his strategic contribution to the Company's long-

term growth and value creation and prevailing market practices. Mr. Goenka's commission from the Company is in line with his strategic value addition to the Company in his capacity as a Chairman.

The nature of his expertise in specific functional areas, disclosure of relationships between directors inter-se, names of listed entities and other companies in which he holds directorships and memberships/chairmanships of Board Committees, shareholding in the Company, the number of meetings of the Board attended during the year, alongwith disclosure pertaining to his resignation from listed entities in the past three years, as stipulated under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2025 ("SEBI Listing Regulations") and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India are stated herein. Some of these are also provided in the Report on Corporate Governance forming part of the Annual Report.

Details of Directorship:

Welspun Living Limited (Listed); Welspun Specialty Solutions Limited (Listed); Welspun Enterprises Limited (Listed); Welspun Logistics Limited; Adani Welspun Exploration Limited; Welspun New Energy Private Limited; Welspun One Private Limited; and Welspun One Investment Management Private Limited.

LLPs:

First Rank LLP; Welspun Real Estate Ventures LLP; Welspun Multiventures LLP; DBG Multiventures LLP; Vivarta Realcon LLP; Sritika Real Estate Projects LLP; Propgenie Infra Developers LLP; Prospreal Infra Developers LLP; B.K.Goenka Venture LLP; DBG Estates Holdings LLP.

Committee position:

Mr. Goenka is not a Member of the Audit Committee and Stakeholders' Relationship Committee of any Companies in which he is a Director.

Resignation as a Director from Listed entities in the past three years:

Mr. Goenka has not resigned as a Director from any listed entity in the past three years.

Number of shares held in the Company:

Mr. Goenka directly and in the capacity of trustee of Welspun Group Master Trust and B. K. Goenka Family Trust, holds 11,75,13,952 (44.55%) equity shares in the Company.

Relationship with other Directors:

He is not related to any other Director of the Company except Mr. Aneesh Misra who is Son-in Law of Mr. Goenka.

Attendance at Board meetings:

He had attended 5 meetings out of 8 meetings held during the FY 2025-26.

Past remuneration:

During the financial year ended March 31, 2026, Mr. Goenka was paid remuneration by way of Commission for an amount of ₹ 14.19 Crore for the FY 2024-25.

In terms of the Regulation 17(6)(ca) of SEBI Listing Regulations, the approval of the Members by Special Resolution shall be obtained every year, in which the annual Remuneration payable to a single Non-Executive Director exceeds fifty percent of the total remuneration payable to all Non- Executives Directors. Since the agreed remuneration by way of commission @1% of the consolidated net profits of the Company for the FY 2025-26 i.e. ₹ 21.34 Crore, exceed fifty percent of the total remuneration paid/payable to all other Non-Executives Directors for the FY 2025-26, it is required to seek approval of the Members for the payment of the aforesaid commission.

Mr. Goenka is not disqualified from being appointed as a Director in terms of Section 164 of the Act or debarred from holding the office of director by virtue of the SEBI order or any other authority.

Except Mr. Goenka, being the beneficiary herein, spouse Mrs. Dipali Goenka, who is also member/beneficial owner in the Company and Mr. Aneesh Misra who is son-in-law of Mr. Goenka and a Director of the Company, none of the Directors or Key Managerial Personnel of the Company or their relatives may be deemed to be concerned or interested, financially or otherwise, in this resolution at Item No. 6.

Accordingly, consent of the Members is sought for passing the resolution as set out in Item No. 6 of this Notice for payment of remuneration by way of commission to Mr. Goenka (DIN: 00270175), Non-Executive Chairman of the Company.

The Board recommends the Special Resolution set out at Item No. 6 of this Notice for the approval by the Members.

By order of the Board

Kamal Rathi

Place: Mumbai

Company Secretary

Date: May 21, 2026

ACS:18182

DISCLOSURE RELATING TO DIRECTOR PURSUANT TO REGULATION 36(3) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD ON GENERAL MEETINGS (SS-2) ARE GIVEN HEREUNDER:

Name of Director	Mr. Aneesh Misra
Director Identification Number	10221598
Brief Resume	Mr Aneesh Misra, aged 32 years, a foreign national, holds a Bachelors of Engineering (First Class Hons) degree in Materials Engineering from Imperial College, London. He has worked with Trafigura PTE, one of the world's largest commodity trading houses, initially on the non-ferrous trading desk and then the Copper & Zinc Concentrates desk. He specializes in Engineering, Mining, Cost Optimization, Trading of Ferrous and Non- Ferrous Commodities. He has been awarded 'Business Leader' in September 2021 in Creamer's Mining Weekly. He has performance-driven, fair, empathetic, encouraging and energetic style of management and his philosophy of life is to always work hard smartly, and to keep knocking on the door of opportunity.
Date of Birth/Age	July 26, 1993 / 32 years
Date of First Appointment on the Board	August 04, 2023
Expertise in specific functional area, experience, skills and capabilities required for the role as Director	He has rich experience in the field of Engineering, Mining, Cost Optimization, Trading of Ferrous and Non- Ferrous Commodities.
Qualification(s)	Bachelors of Engineering (First Class Hons) degree in Materials Engineering from Imperial College, London.
Terms and condition of appointment	Liable to retire by rotation.
Remuneration last drawn (FY2025-26)	₹ 0.40 Crore by way of sitting fees and commission
Remuneration proposed to be paid	sitting fees for attending meetings and Commission
Shareholding in the Company	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	No other Directors, Manager and other Key Managerial Personnel of the Company is related, except Mr. Balkrishan Goenka, who is father-in-law.
No. of Board meetings attended	He attended 3 meetings out of total 8 meetings held during FY 2025-26.
List of other directorships held excluding Foreign companies, Companies under section 8 of the Companies Act, 2013 and Private Companies	Nil
Chairman/Member of the Committee(s) of the Board of Directors of the Company	Nil
Chairman/Member of the Committee of Directors of other public limited companies in which he/she is a Director	Nil
Listed entities in which the Director has resigned in past three years	Nil

Note: Pursuant to Regulation 26 of the SEBI Listing Regulations, only two Committee viz. Audit Committee and Stakeholders' Relationship Committee have been considered.