



ADITYA BIRLA

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NOTICE

Notice at shorter period is hereby given that an Extra Ordinary General Meeting of the Members of Birla White WallCare Private Limited (Formerly "Wonder WallCare Private Limited") will be held on Wednesday, October 29th, 2025, at 11:30 A.M. at 9th Floor, Birla Centurion, Pandurang Budhkar Marg, Worli, Mumbai (400030) to transact the following business:

SPECIAL BUSINESS:

Item No. 1: Increase in Authorised Share Capital of the Company and Consequent Alteration in the Memorandum of Association.

To consider &, if thought fit, to pass with or without modification the following resolution as Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 4, 13, 61, and 64 of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014 and Companies (Incorporation) Rules, 2014 and all other applicable provisions, if any of the Companies Act, 2013 and rules made thereunder, if any, including any statutory modifications or re-enactments thereof for the time being in force, and in accordance with the provisions of the Articles of Association of the Company consent of the members of the company be and is hereby accorded to increase the Authorized Share Capital of the Company from Rs. 89,24,00,000/- (Rupees Eighty Nine Crores Twenty Four Lakhs) divided into 8,92,40,000 (Eight Crores Ninety Two Lakhs Forty Thousand) Equity Shares of Rs. 10/- (Rupees Ten) each to Rs. 2,60,00,00,000/- (Rupees Two Hundred and Sixty Crores) divided into 26,00,00,000 (Twenty Six Crore) Equity Shares of Rs. 10/- (Rupees Ten) each.

RESOLVED FURTHER THAT the existing Clause V of the Memorandum of Association of the Company be deleted and the same be substituted with the following new Share Capital Clause V:

V. "The Authorized Share Capital of the company is Rs. 2,60,00,00,000/- (Rupees Two Hundred and Sixty Crores) divided into 26,00,00,000 (Twenty Six Crore) Equity Shares of Rs. 10/- (Rupees Ten) each."

RESOLVED FURTHER THAT the new equity shares shall rank pari-passu with the existing equity shares of the company in all respect.

RESOLVED FURTHER THAT pursuant to Section 15 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder, if any, including any statutory modifications or re-



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(Subsidiary of UltraTech Cement Ltd.)

(Formerly "Wonder Wallcare Pvt. Ltd.")

Registered Office and Works-Village-Morwad, Tehsil-Rajsamand, District-Rajsamand, Rajasthan, India (313324)

Phone No. - +919773398333 **E-Mail-** Info.Birlawhite.wallcare@adityabirla.com

Website - www.birlawhite.com **CIN-** U24200RJ2019PTC067368



enactment thereof, for the time being in force, the above alteration of memorandum shall be noted in each copy of the Memorandum of Association of the Company.

RESOLVED FURTHER THAT any one of the Directors of the Company or Company Secretary of the Company be and is hereby authorized to do all such other acts, deeds, matters and things which are necessary, essential, incidental and/ or consequential to give effect to the above resolution."

Date: 15.10.2025

Place: Mumbai

**By the order of the Board of Directors
For Birla White WallCare Private Limited
(Formerly "Wonder WallCare Private Limited")**

(Ahad Hasnain Saifee)

Company Secretary

Membership No. A50552

Address:

10 F Fatehpura,

Near Seva Mandir,

Udaipur, Rajasthan (313001)

E-mail – ahad.saifee@adityabirla.com

Mobile No. - +91 7726007268

Note(s):

- 1.1.** A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY, OR ONE OR MORE PROXIES (WHERE ALLOWED) TO ATTEND AND VOTE ON A POLL ON HIS BEHALF AND SUCH PROXY NEED NOT BE A MEMBER OF COMPANY. A PROXY MAY BE SENT IN FORM NO. MGT-11 ENCLOSED AND IN ORDER TO BE EFFECTIVE MUST REACH THE REGISTERED OFFICE OF COMPANY AT LEAST 48 HOURS BEFORE THE COMMENCEMENT OF MEETING.
- 1.2.** A MEMBER HOLDING MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.



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- 1.3. A PERSON CAN ACT AS PROXY FOR MAXIMUM 50 MEMBERS AND AGGREGATE HOLDING OF SUCH MEMBERS SHALL NOT BE MORE THAN 10% OF TOTAL SHARE CAPITAL OF THE COMPANY HAVING VOTING RIGHTS.
2. Members/ Proxies/Authorised Representatives should fill the Attendance slip/ sheet for attending the Meeting.
3. Corporate Members intending to send their authorized representatives to attend the meeting in terms of Section 113 of the Companies Act, 2013 are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
4. Members desiring any information relating to the resolution stated in notice are requested to write to the Company well in advance so as to enable the management to keep the information ready.
5. Statutory registers and other relevant documents referred to in the accompanying Notice and as prescribed under the Companies Act, 2013 will be made available for inspection by the members at the General Meeting.
6. Members are requested to update the company their E-mail ID, address and any other information, registered with the company, if any changes therein. Members who have not registered their e-mail addresses so far, are requested to register their e-mail addresses for receiving all communications.
7. Route Map showing directions to reach to the venue of the Extra Ordinary General Meeting is given at the end of this Notice as per the requirement of the Secretarial Standards-2 on "General Meeting".
8. Members may also note that the Notice of this Extra Ordinary General Meeting Company will also be available on the website of the Company: <https://www.birlawhite.com/en/bwwcpl-compliance>
9. Draft of Consent to hold the Extra Ordinary General Meeting on shorter notice is attached herewith. Members are requested to share copy of signed consent before the meeting time and the Meeting shall be held only if the consent is received from majority in number of members entitled to vote and who represent not less than ninety-five per cent. of such part of



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the paid-up share capital of the company as gives a right to vote at the meeting vote and who represent not less than ninety-five per cent. of such part of paid-up share capital of company as gives a right to vote at the meeting pursuant to the provision of Section 101(1) of the Companies Act, 2013.

10. Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 in respect of Item No. 1 is annexed herewith.

Date: 15.10.2025

Place: Mumbai

By the order of the Board of Directors
For Birla White WallCare Private Limited
(Formerly "Wonder WallCare Private Limited")

(Ahad Hasnain Saif)

Company Secretary

Membership No. A50552

Address:

10 F Fatehpura,

Near Seva Mandir,

Udaipur, Rajasthan (313001)

E-mail – ahad.saif@adityabirla.com

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Explanatory Statement
(Pursuant to Section 102(1) of the Companies Act, 2013)

Item No. 1

The Current Authorized Share Capital of the Company is Rs. 89,24,00,000/- (Rupees Eighty Nine Crores Twenty Four Lakhs) divided into 8,92,40,000 (Eight Crores Ninety Two Lakhs Forty Thousand) Equity Shares of Rs. 10/- (Rupees Ten) each.

It is proposed to increase the Authorized Share Capital to Rs. 2,60,00,00,000/- (Rupees Two Hundred and Sixty Crores) divided into 26,00,00,000 (Twenty Six Crore) Equity Shares of Rs. 10/- (Rupees Ten) each to facilitate any fund raising in future via further issue of equity shares of the company.

The increase in the Authorised Share Capital of the Company will also require consequential amendment in the Clause V of the Memorandum of Association of the Company.

The proposed set of Memorandum of Association along with the existing set of Memorandum of Association shall be open for inspection by the members at the registered office of the Company during the business hours on any working days except holidays upto the date of general meeting and also during the meeting.

None of the Directors or the manager or any other key managerial personnel or their relatives have got any concern or interest whether financial or otherwise, in respect of Ordinary Resolution proposed at Item No. 1 except to the extent of their respective shareholding in the Company, if any.

The Board has disclosed all the related information and to the best of its understanding no other information and facts are required to be disclosed that may enable members to understand the meaning, scope and implications of the items of business and to take decision thereon.

The Board of Directors accordingly, recommends the Ordinary Resolution set forth in Item No. 1 of the accompanying notice for approval of the Members.



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Place: Mumbai

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(Ahad Hasnain Saifee)
Company Secretary
Membership No. A50552

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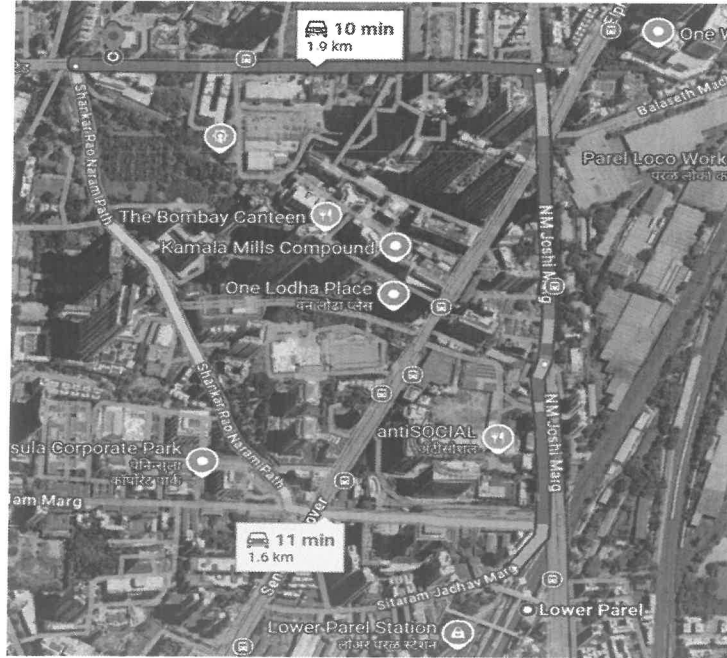
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ROUTE MAP TO THE VENUE OF EXTRA ORDINARY GENERAL MEETING OF THE COMPANY



Landmark: Birla Centurion.

Distance from Lower Parel Railway Station: Approximately 1.9 Kilometers.

Date: 15.10.2025

Place: Mumbai

**By the order of the Board of Directors
For Birla White WallCare Private Limited
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(Ahad Hasnain Saiffee)

Company Secretary

Membership No. A50552

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Form No. MGT-11

Proxy Form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: U24200RJ2019PTC067368

Name of the Company: Birla White WallCare Private Limited (Formerly "Wonder WallCare Private Limited")

Registered Office: Village-Morwad, Tehsil-Rajsamand, District-Rajsamand, Rajasthan, India (313324)

Name of the Member(s)	:
Registered Address	:
E-mail ID	:
Folio No/ Client ID	:
DP ID	:

I/We, being the member (s) of shares of the above named company, hereby appoint

1. Name :
Address :
E-mail ID :
Signature :, or failing him

2. Name :
Address :
E-mail ID :
Signature :, or failing him

3. Name :
Address :
E-mail ID :
Signature :,

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra Ordinary General Meeting of Birla White WallCare Private Limited (Formerly "Wonder WallCare Private Limited"), to be held on Wednesday, October 29th, 2025, at 11:30 A.M. at 9th Floor, Birla



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Centurion, Pandurang Budhkar Marg, Worli, Mumbai (400030) and at any adjournment thereof in respect of such resolutions as are indicated below:

Special Business:

S. No.	Resolutions
	Ordinary Resolution:
1.	Increase in Authorised Share Capital of the Company and Consequent Alteration in the Memorandum of Association.

Signed this..... day of..... 20....

Signature of shareholder

Signature of Proxy holder(s)



Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.



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ATTENDANCE SLIP

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Date:

Folio No/ DP ID & Client Id No.:

Name of First named member/ Proxy/ Authorized Representative, if any:

Name of Joint Member(s), if any:

No. of Shares held:

I/we certify that I/we am/are member(s)/proxy for the member(s) of the company. I/we hereby record my/our presence at the Extra Ordinary General Meeting of Birla White WallCare Private Limited (Formerly "Wonder WallCare Private Limited"), to be held on Wednesday, October 29th, 2025, at 11:30 A.M. at 9th Floor, Birla Centurion, Pandurang Budhkar Marg, Worli, Mumbai (400030).

Signature of First holder/Proxy/Authorised Representative

Signature of 1st Joint holder

Signature of 2nd Joint holder

Note(s):



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1. Please sign this attendance slip and hand it over at the Attendance Verification Counter at the Meeting Venue.
2. Only shareholders of the company and/or their Proxy will be allowed to attend the Meeting.



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