WOG GREENCOAL PRIVATE LIMITED

(Formerly known as WOG Infra Private Limited)
CIN: U20119DL2012PTC244048
Regd Offc: Unit No.204, Second Floor, Kirti Deep Building, Plot No. 3, DDA Retail Business Centre, Nangal Raya, New Delhi-110046
Tel: 0124-4807700 Email: info@woggroup.com

NOTICE OF EXTRA-ORDINARY GENERAL MEETING

SHORTER NOTICE IS HEREBY GIVEN THAT THE EXTRA-ORDINARY GENERAL MEETING ("EGM") OF THE MEMBERS OF WOG GREENCOAL PRIVATE LIMITED WILL BE HELD ON MONDAY, 26TH OCTOBER, 2026, AT 03:00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT UNIT NO.204, SECOND FLOOR, KIRTI DEEP BUILDING, PLOT NO. 3, DDA RETAIL BUSINESS CENTRE, NANGAL RAYA, NEW DELHI-110046, TO TRANSACT THE FOLLOWING BUSINESS:

SPECIAL BUSINESS

ITEM NO. 01:
To consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**: -

TO APPROVE THE APPOINTMENT OF STATUTORY AUDITOR TO FILL THE CASUAL VACANCY ARISING DUE TO THE RESIGNATION OF THE EXISTING STATUTORY AUDITOR

"RESOLVED THAT pursuant to the provisions of Section 139(8) and other applicable provisions, if any, of the Companies Act, 2013, read with the rules made thereunder, and pursuant to the recommendation of the Board of Directors, consent of the Members of the Company be and is hereby accorded to the appointment of **M/s. Vishal Goyal & Co., Chartered Accountants, Gurugram, Haryana (Firm Registration No. 041957N)**, as the Statutory Auditors of the Company, to fill the casual vacancy arising due to the resignation of **M/s. D K Munjal & Associates, Chartered Accountants, Delhi (Firm Registration No. 023194N)**, to conduct the statutory audit of the Company for the financial year 2026–27 and to hold office until the conclusion of the next Annual General Meeting of the Company, on such remuneration, together with applicable taxes and reimbursement of out-of-pocket expenses, as may be determined by the Board of Directors in consultation with the Statutory Auditors.

"RESOLVED FURTHER THAT any Director of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary to give effect to this resolution."

ITEM NO. 02:
To consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**: -

TO INCREASE THE AUTHORISED SHARE CAPITAL OF THE COMPANY AND CONSEQUENTLY ALTER THE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION

"RESOLVED THAT pursuant to the provisions of Sections 13, 61(1)(a), 64 and other applicable provisions, if any, of the Companies Act, 2013, read with the applicable rules made thereunder, and subject to the provisions of the Articles of Association of the Company, the consent of the members be and is hereby accorded to increase the authorised share capital of the Company from

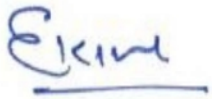
the existing Rs. 5,00,000/- (Rupees Five Lakh only) divided into 50,000 (Fifty Thousand) equity shares of Rs.10/- (Rupees Ten Only) each to Rs. 30,00,000/- (Rupees Thirty Lakhs only) divided into 3,00,000 (Three Lakh) equity shares of Rs.10/- (Rupees Ten Only) each.

"RESOLVED FURTHER THAT the existing Clause V (Capital Clause) of the Memorandum of Association of the Company be and is hereby altered and substituted with the following clause:

"The Authorised Share Capital of the Company is Rs. 30,00,000/- (Rupees Thirty Lakhs only) divided into 3,00,000 (Three Lakh) equity shares of Rs.10/- (Rupees Ten Only) each.".

"RESOLVED FURTHER THAT any Director of the Company be and is hereby authorised to file the requisite forms and documents with the Registrar of Companies, including Form SH-7 within the prescribed period, and to do all such acts, deeds, matters and things as may be necessary to give effect to this resolution."

By Order of the Board of Directors
FOR WOG Greencoal Private Limited





Sunil Kumar
Director
DIN – 03268659
Address: D-1/114, Block 1, Janakpuri, West Delhi, Delhi-110058

Date: 24.10.2026
Place: Delhi

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Notes:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER.**

   A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent 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 a proxy for any other person or shareholder.

   The appointment of proxy shall be in Form MGT-11 (attached herewith) as "**Annexure A"**.

2. A proxy in order to be valid, must be signed, dated, properly stamped and deposited either in person or through the post so as to reach the Company at its Registered Office at least 48 hours before the commencement of the meeting.

3. The relevant Explanatory Statement pursuant to the provisions of Section 102 (1) of the Companies Act, 2013 in respect of the special business items (No.1&2) is annexed hereto.

4. Corporate members are requested to send a duly certified copy of the Board resolution authorizing their representative to attend and vote at the meeting.

5. 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.

6. For the convenience of the Members and for proper conduct of the Meeting, entry to the place of the Meeting will be regulated by the attendance slip, which is annexed to the Notice as "**Annexure B"**. Members are requested to sign at the place provided on the attendance slip and hand it over at the entrance of the venue.

7. Members are requested to write their Client ID and Depository Participant ID on the attendance slip and bring their attendance slip to the venue of the Meeting.

8. The Meeting is being called at a shorter notice subject to receipt of approval of the Members. The format for providing the consent for holding the EGM at shorter notice is annexed herewith and marked as **"Annexure-C".** The consent is required to be provided before the EGM and be delivered at either the registered office of the Company or through mail at info@woggroup.com.

9. In terms of the requirements of the Secretarial Standard on General Meetings (SS-2), a route map and prominent landmark for easy location to the venue of the Meeting is annexed to this Notice as **"Annexure-D".**

10. All documents referred to in the accompanying Notice and the Explanatory Statement, if any, shall be open for inspection at the Registered Office of the Company during normal business hours (9.00 a.m. to 5.00 p.m.) on all working days except Sundays, up to and including the date of the Extra Ordinary General Meeting of the Company.

By Order of the Board of Directors
FOR WOG Greencoal Private Limited

WOG GREENCOAL PRIVATE LIMITED DELHI

Sunil Kumar
Director
DIN – 03268659
Address: D-1/114, Block 1, Janakpuri, West Delhi, Delhi-110058

Date: 24.10.2026
Place: Delhi

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Explanatory Statement

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

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

ITEM NO. 01

M/s. D K Munjal & Associates, Chartered Accountants, Delhi (Firm Registration No. 023194N), the existing Statutory Auditors of the Company, have resigned from the office of Statutory Auditors of the Company, resulting in a casual vacancy in the office of the Statutory Auditors.

Pursuant to the provisions of Section 139(8)(i) of the Companies Act, 2013, where a casual vacancy in the office of the Statutory Auditors arises due to resignation, such vacancy is required to be filled by the Board of Directors within thirty days, and the appointment made by the Board is required to be approved by the Members of the Company at a General Meeting convened within three months of the recommendation of the Board.

In view of the above, the Board of Directors of the Company, at its meeting held on 24th October, 2026, considered and recommended the appointment of M/s. Vishal Goyal & Co., Chartered Accountants, Gurugram, Haryana (Firm Registration No. 041957N), to fill the casual vacancy arising due to the resignation of the existing Statutory Auditors.

The proposed Statutory Auditors have furnished their written consent to act as Statutory Auditors of the Company, along with the requisite certificate confirming their eligibility and that their appointment, if made, shall be in accordance with the applicable provisions of the Companies Act, 2013, including Section 141 thereof.

The appointment of M/s. Vishal Goyal & Co., Chartered Accountants, is proposed to be made for conducting the statutory audit of the Company for the financial year 2026–27, and they shall hold office until the conclusion of the next Annual General Meeting of the Company, in accordance with the applicable provisions of the Companies Act, 2013.

The remuneration payable to the Statutory Auditors, together with applicable taxes and reimbursement of out-of-pocket expenses, shall be determined by the Board of Directors in consultation with the Statutory Auditors.

The Board of Directors considers the proposed appointment to be in the interest of the Company and recommends the Ordinary Resolution set out at Item No. 01 of the accompanying Notice for approval by the Members.

None of the Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution as set out at Item No. 01 of the Notice, except their shareholding, if any.

ITEM NO. 02

The existing authorised share capital of the Company is Rs. 5,00,000/- (Rupees Five Lakh only), divided into 50,000 (Fifty Thousand) equity shares of Rs. 10/- (Rupees Ten only) each.

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With a view to providing greater flexibility to the Company in meeting its future capital requirements and facilitating the raising of additional capital, if required, for its business operations, growth, expansion and other corporate requirements, it is considered desirable to increase the authorised share capital of the Company.

Accordingly, the Board of Directors of the Company has proposed to increase the authorised share capital from the existing Rs. 5,00,000/- (Rupees Five Lakh only), divided into 50,000 (Fifty Thousand) equity shares of Rs. 10/- (Rupees Ten only) each, to Rs. 30,00,000/- (Rupees Thirty Lakh only), divided into 3,00,000 (Three Lakh) equity shares of Rs. 10/- (Rupees Ten only) each.

Consequent upon the aforesaid increase, Clause V (Capital Clause) of the Memorandum of Association of the Company is required to be altered and substituted to reflect the revised authorised share capital of the Company.

The proposed increase in authorised share capital is intended to provide the Company with the necessary flexibility to issue further shares, subject to applicable law, the Articles of Association of the Company and the requisite corporate approvals. The proposed increase, by itself, does not result in any immediate allotment of shares or increase in the issued, subscribed or paid-up share capital of the Company.

The proposed alteration is within the powers conferred upon the Company under Section 61(1)(a) of the Companies Act, 2013, subject to the Articles of Association of the Company and compliance with the applicable statutory requirements. Upon approval by the Members, the Company shall undertake the requisite filings with the Registrar of Companies, including filing Form SH-7 within the prescribed period.

The Board of Directors considers the proposed increase in authorised share capital and the consequential alteration of the Memorandum of Association to be in the interest of the Company and recommends the Ordinary Resolution set out at Item No. 02 of the accompanying Notice for approval by the Members.

None of the Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution as set out at Item No. 02 of the Notice, except their shareholding, if any.

By Order of the Board of Directors
For WOG Greencoal Private Limited

WOG GREENCOAL PRIVATE LIMITED DELHI

Sunil Kumar
Director
DIN – 03268659
Address: D-1/114, Block 1, Janakpuri, West Delhi, Delhi-110058

Date: 24.10.2026
Place: Delhi

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ANNEXURE TO NOTICE **Annexure A**

Form No. MGT-11

Proxy Form

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

CIN	U20119DL2012PTC244048
Name of Company	WOG Greencoal Private Limited
Registered Office	Unit No.204, Second Floor, Kirti Deep Building, Plot No. 3, DDA Retail Business Centre, Nangal Raya, New Delhi-110046

Name of the Member (s)	
Registered address	
Email Id	
Folio No/Client ID	
DP ID	

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

Name	
Address:	
Email Id	
Signature, or failing him	
Name	
Address:	
Email Id	
Signature, or failing him	

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 the Company, to be held on Monday, 26th October, 2026, at 03:00 P.M. at the Registered Office of the Company at Unit No.204, Second Floor, Kirti Deep Building, Plot No. 3, DDA Retail Business Centre, Nangal Raya, New Delhi-110046 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

1. _____
2._____

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3._____

4._____

Affix Revenue Stamps

Singed this day of _____2026

Signature of Shareholder

Signature of Proxy holder(s)

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Annexure B

ATTENDANCE SLIP

(Please complete this Attendance Slip and hand it over at the entrance of the place of the Meeting)

I/We hereby record my/our presence at the Extra-Ordinary General Meeting of the Company, to be held on Monday, 26th October, 2026, at 03:00 P.M. at the Registered Office of the Company at Unit No.204, Second Floor, Kirti Deep Building, Plot No. 3, DDA Retail Business Centre, Nangal Raya, New Delhi-110046.

DP ID No. _____ Client ID No._____

Name of the Shareholder _____

Address_____

No. of shares held_____

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Annexure C

Consent by Shareholder for shorter notice

[Pursuant to Section 101 of the Companies Act, 2013]

The Board of Directors
WOG Greencoal Private Limited
Unit No.204, Second Floor, Kirti Deep Building, Plot No. 3,
DDA Retail Business Centre, Nangal Raya, New Delhi-110046

I/We, _____, Member of the Company holding _____equity shares of the Company do and hereby give consent, pursuant to Section 101 of the Companies Act, 2013, to hold the Extra-Ordinary General Meeting of the Company on Monday, 26th October, 2026, at 03:00 P.M. at the Registered Office of the Company at Unit No.204, Second Floor, Kirti Deep Building, Plot No. 3, DDA Retail Business Centre, Nangal Raya, New Delhi-110046, at a shorter notice.

For and on behalf of

_____

(Name of Shareholder)

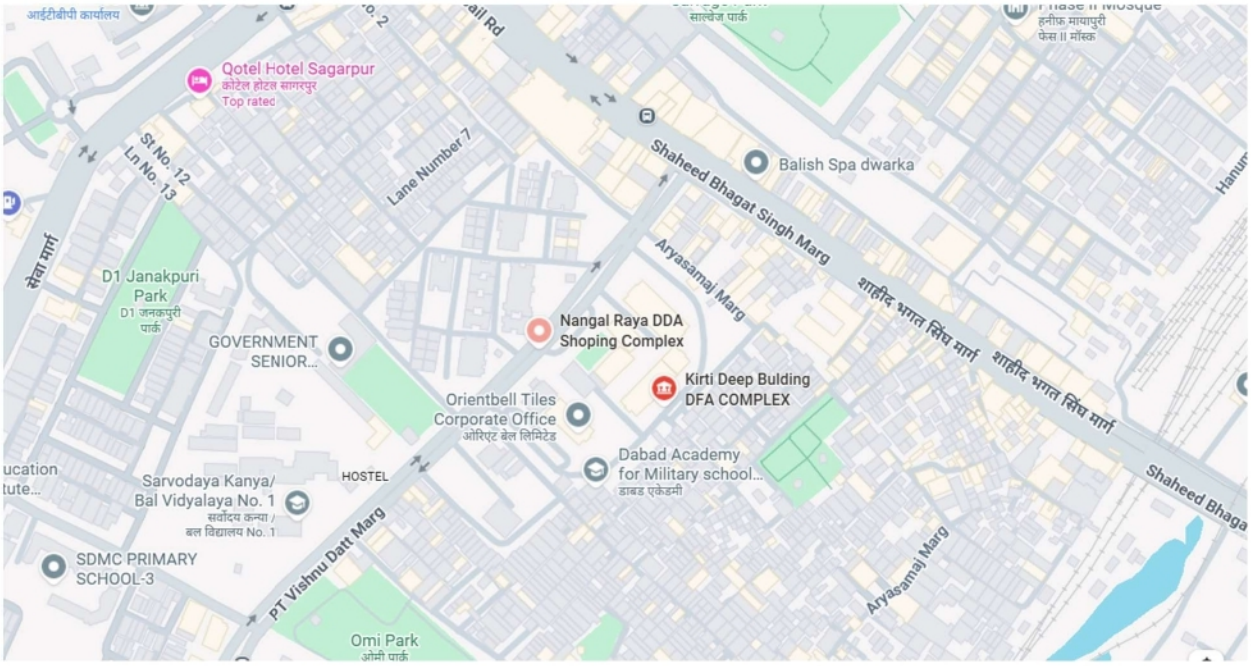
DP ID No. _____ Client ID No._____

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Annexure D

ROUTE MAP OF THE VENUE OF EXTRA-ORDINARY GENERAL MEETING OF WOG GREENCOAL PRIVATE LIMITED



WOG Greencoal Private Limited
Venue: Unit No.204, Second Floor, Kirti Deep Building, Plot No. 3, DDA Retail Business Centre, Nangal Raya, New Delhi-110046