SHORTER NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 17th Annual General Meeting of members of **WAISL LIMITED** will be held on Thursday, 10th September, 2026 at 11:00 AM (IST), through Video Conferencing ('VC')/ Other Audio-Visual Means ('OAVM') at Shorter Notice to transact the following business

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March 2026 together with notes for the year ended on that date and the reports of the Directors and Auditors thereon. **(Ordinary Resolution)**

2. To re-appoint Ms. Gunjan Beria (DIN: 08959439) who retires by rotation in terms of Section 152(6) of the Companies Act 2013, at this Annual General Meeting and being eligible, offers herself for re-appointment. **(Ordinary Resolution)**

3. To re-appoint Mr. Gopala Krishna Kishore Surey (DIN: 02916539) who retires by rotation in terms of Section 152(6) of the Companies Act 2013, at this Annual General Meeting and being eligible, offers himself for re-appointment. **(Ordinary Resolution)**

4. Re-appointment of M/s SMMP & Co., Chartered Accountants as the Statutory Auditors of the Company.

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

"RESOLVED THAT pursuant to the provisions of Section 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013 and rules framed thereunder, applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and any other applicable law for the time being in force (including any statutory modification(s) or re-enactment thereof for the time being in force) and upon recommendation of the Audit Committee and Board of Directors of the Company, M/s SMMP & Co., Chartered Accountants (Firm Registration No. 120438W), be and are hereby re-appointed as the Statutory Auditors of the Company for a second and final term of 5 (five) consecutive years i.e. from the conclusion of this (17th) Annual General Meeting till the conclusion of 22nd Annual General Meeting of the Company, at a remuneration of INR 30 Lakhs per annum plus applicable taxes and reimbursement of out-of-pocket expenses, or such remuneration as may be mutually agreed between the Board of Directors and the Statutory Auditors from time to time.

RESOLVED FURTHER THAT the Audit Committee/ Board of Directors of the Company, be and are hereby authorized to revise/ alter/ modify/ amend the terms and conditions and/ or remuneration, from time to time, as may be mutually agreed with the Auditors, during the tenure of their appointment."

By Order of the Board
For WAISL Limited

Sd/-
Karishma Aggarwal
Company Secretary and Compliance Officer
Mem. No: A70927

Place: New Delhi
Date: 05 September, 2026

NOTES:

1. The Ministry of Corporate Affairs ("MCA") has vide its general circular No. 20/2020 dated 5th May, 2020, general circular No. 02/2021 dated 13th January, 2021, general circular No. 19/2021 dated 8th December, 2021, general circular No. 21/2021 dated 14th December, 2021, general circular No. 02/2022 dated 5th May, 2022, general circular No. 10/2022 dated December 28, 2022, general circular no. 09/2023 dated September 25, 2023, general circular no. 09/2024 dated 19th September, 2024, latest general circular no. 03/2025 dated 22nd September, 2025 (hereinafter collectively referred to as "MCA Circulars") permitted to conduct the Annual General Meeting (''AGM'') through Video Conferencing (VC) or Other Audio Visual Means (OAVM) without the physical presence of Members at a common venue. Accordingly, in compliance with the said MCA circulars and applicable provisions of the Companies Act, 2013 ('Act'), the 17th AGM of the Company is being held through VC/OAVM on Thursday, the 10th day of September, 2026 at 11:00 AM (IST) at Shorter Notice. The deemed venue of the AGM shall be the Registered Office of the Company.

2. Since this AGM will be conducted through VC/OAVM, physical attendance of Members has been dispensed with and the members are requested to virtually attend and vote at the AGM. Accordingly, the facility for appointment of Proxies by the Members will not be available for this AGM and hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.

3. Pursuant to Sections 112 and 113 of the Act, representatives of the Corporate Members may be appointed for the purpose of participation in the 17th AGM through VC/OAVM Facility. Corporate Members intending to attend the AGM through their authorised representatives 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 by e-mail at Compliance@waisldigital.com.

4. Quorum will be counted as one vote for every Client Id/Folio Number irrespective of the number of joint holders.

5. Attendance of the Members attending the AGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

6. All the documents referred in the Notice shall be available for inspection through electronic mode. All shareholders will be able to inspect all documents referred to in the Notice electronically without any fee from the date of circulation of this Notice up to the date of AGM. Members seeking inspection of such documents can send an e-mail to Compliance@waisldigital.com.

7. The Register of Directors' and key managerial personnel shareholding and the Register of Contracts or arrangements in which Directors are interested under Section 189 of the Companies Act, 2013 will be available electronically for inspection by the members at the AGM.

8. Pursuant to the MCA Circulars, the Notice of the 17th AGM and the Annual Report including the Audited Financial Statements for the financial year 2025-26, Auditor's Reports, Director's Report, and other documents are being sent through electronic

mode to those Members whose e-mail addresses are registered with the Company and hard copy will be given through permitted mode to shareholders who holds share in physical form.

9. The Company has in its record the email address of all its members, in accordance with the MCA General Circular No. 20/2020 dated 05th May, 2020. Members are also requested to notify any change in their email ID in all correspondence with the Company and share request of updation of email at Compliance@waisldigital.com.

10. The members are requested to follow the following instructions in order to attend and participate in the AGM through VC:

    i. The login-id and password for joining the meeting will be sent separately;

    ii. The facility for joining the AGM shall be kept open for 15 minutes before the scheduled time to start the AGM i.e. 10:45 am (IST) and for 15 minutes after the expiry of the said scheduled time;

    iii. Members who hold shares in dematerialized form are requested to furnish their Client ID and DP ID Nos. and members who hold shares in physical form are requested to furnish their folio number for easy identification of attendance at the AGM;

    iv. Queries on the financial statements of the Company covered under the Notice may be sent through email at Compliance@waisldigital.com in advance of the meeting so that the answers may be made readily available at the AGM;

11. Members who hold share certificates in physical form are advised to dematerialise their shareholding to avail the benefits of dematerialisation, which include easy liquidity, electronic transfer, savings in stamp duty and elimination of any possibility of loss of documents and bad deliveries.

ANNEXURE TO NOTICE

Details of director seeking appointment/re-appointment at the AGM:

(Pursuant to Clause 1.2.5 of Secretarial Standards-2 on General Meetings)

Name of Director	**Ms. Gunjan Beria**	**Mr. Gopala Krishna Kishore Surey**
DIN	08959439	02916539
Date of Birth	31st January, 1987	03rd December, 1963
Date of first appointment on the Board	27th July, 2023	27th July, 2023
Age	39 years	62 years
Qualification	Ms. Gunjan Beria is a graduate in Commerce and a Chartered Accountant by profession.	Mr. Gopala Krishna Kishore Surey holds a master's degree in computer science from the Indian Institute of Technology (IIT), Bombay
Expertise in specific functional area	Ms. Gunjan Beria has over 12 years of experience, having worked in diverse functions and industries, including Deloitte, Ernst & Young and Tata Steel. She has experience in audits, due diligence, transaction management and financial modelling.	Mr. S.G.K. Kishore has over 30 years of experience across the Government and private sectors, with extensive experience in airport and aviation infrastructure, urban infrastructure and city development, infrastructure project development and operations, technology and innovation, strategic business leadership and public administration.
List of directorships in other Companies	1. Synergy Capcorp India Private Limited 2. GMR Vemagiri Power Generation Private Limited 3. Synergy Saurashtra Private Limited 4. Bajoli Holi Hydropower Private Limited 5. GMR Rajahmundry Energy Limited 6. Synergy Capital Investment Management India Private Limited	1. Raxa Security Services Limited 2. Gramax Cybertech Limited 3. GMR Visakhapatnam International Airport Limited 4. Ratan Tata Innovation Hub Visakhapatnam Foundation 5. Ratan Tata Innovation Hub Amaravati Foundation 6. AMG Healthcare Destination Private Limited 7. GMR Hospitality and Retail Limited

		8. Laqshya Hyderabad Airport Media Private Limited 9. DIGI Yatra Foundation 10. GMR Hyderabad Aerotropolis Limited 11. GMR Air Cargo and Aerospcae Engineering Limited 12. GMR Aero Technic Limited
Membership/ Chairmanship of Committees of other Boards	Nil	1. AMG Healthcare Destination Private Limited- Audit Committee 2. GMR Visakhapatnam International Airport Limited- Audit Committee- Member 3. GMR Hyderabad International Airport Limited- Risk Management and ESG Committee- Member 4. Laqshya Hyderabad Airport Media Private Limited- CSR Committee- Member 5. GMR Visakhapatnam International Airport Limited- CSR Committee- Member 6. GMR Visakhapatnam International Airport Limited- Share Allotment & Transfer Committee- Member
Relationship with other directors, manager & KMP of the Company	Not related to any director & KMPs	Not related to any director & KMPs
Number of Board meeting attended during Year (2025-26)	Out of Seven Board meetings held, Ms. Gunjan attended Five Board meetings	Out of Seven Board meetings held, Mr. SGK Kishore attended Six Board meetings
terms and conditions of appointment or re-appointment	Ms. Gunjan Beria is liable to retire by rotation. The detailed terms and conditions of her appointment have been mentioned in the notice dated 14th September, 2023. There is no change to the existing terms and conditions of her appointment.	Mr. SGK Kishore is liable to retire by rotation. The detailed terms and conditions of his appointment have been mentioned in the notice dated 14th September, 2023. There is no change to the existing terms and conditions of his appointment.

Details of remuneration sought to be paid	Nil	Nil
Remuneration last drawn (including sitting fees)	Nil	Nil
Shareholding in the Company as on the date of Notice	Nil	Nil

By Order of the Board
For WAISL Limited

Sd/-
Karishma Aggarwal
Company Secretary and Compliance Officer
Mem. No: A70927

Place: New Delhi
Date: 05 September, 2026