

# WINRO COMMERCIAL (INDIA) LTD.

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CIN:L51226MH1983PLC165499

Date: 30.12.2023

To,  
Corporate Relationship Department,  
**BSE Limited**  
P.J. Towers, 1<sup>st</sup> Floor,  
Dalal Street, Mumbai - 400 001

Ref: **BSE- Scrip code: 512022**

Dear Sir/Madam,

**Sub: Intimation of Merger of TSR Consultants Private Limited (RTA) with Link Intime India Private Limited and consequent name change of RTA to "Link Intime India Private Limited".**

Pursuant to Regulation 30 and other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, this is to inform you that, M/s. TSR Consultants Private Limited, Registrar and Share Transfer Agents (RTA) of the Company, via their email dated 29.12.2023 informed that as approved by Hon'ble National Company Law Tribunal (NCLT), TSR Consultants Private Limited has been merged with Link Intime India Private Limited w.e.f. 22.12.2023.

Pursuant to the NCLT Order, M/s. TSR Consultants Private Limited has now ceased to exist as a separate entity and hereafter, the Registrar and Share Transfer Agents (RTA) of the Company shall be Link Intime India Private Limited.

**Disclosures pursuant to SEBI Circular SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023:**

Reason for appointment or discontinuation	M/s. TSR Consultants Private Limited, RTA of the Company have merged with M/s. Link Intime India Private Limited vide the order of Hon'ble National Company Law Tribunal.
Date on which above would become effective	December 22, 2023 (communicated to Company vide email dated 29.12.2023.)

Please find attached the communication received from M/s. TSR Consultants Private Limited on the matter. Kindly take the same on your records and oblige.

Yours faithfully

For **Winro Commercial (India) Limited**

**Jitendra Parihar**  
**Company Secretary & Compliance Officer**  
Encl: a.a

## Jitendra Parihar

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**From:** Vidya Brahme <vbrahme@tcplindia.co.in>  
**Sent:** 30 December 2023 14:56  
**To:** Vidya Brahme  
**Subject:** FW: TCPL Merger with Link Intime  
**Attachments:** 1-TCPL\_INC 28\_Final\_AA6445715-signed\_CERTIFIED.pdf

**This email originated from outside the organization. Do not click links or open attachments unless you recognize the sender and know the content is safe.**

Dear Sir/Madam,

We write in continuation to the trail mail on the above subject.

On the procedural aspects and queries received, we would like to state as follows :

- **ROC filing** -  
As required by the order, INC28 has already been filed with ROC. Attached herewith is a copy of the same.
- **Intimation to the Authorities** -  
Intimations have been sent to SEBI, Stock Exchanges and the Depositories from our end.
- **Contact Details** -  
The contact details continue to be the same.
- **Domain and website changes** -  
We are in the process of making necessary changes in the Domain & other allied activities. This is expected to take some time, we will keep you posted as and when implemented.
- **Contracts, Agreements, MOUs** -  
As per the Scheme of Merger (clause 9), all contracts, deeds, bonds, agreements, MOU, arrangements to which TCPL was a party before the effective date continue to be in full force in favour of Link Intime India Pvt. Ltd.
- **SE intimation by Issuers** -  
Please refer to the following points as interpreted by our Compliance Team :
  - As per SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 July 13, 2023, a listed entity needs to disclose the events that are deemed to be material as specified in Para A of Part A of Schedule III of the LODR Regulations.
  - Sr. No. 8 of Annexure I & II refers to Appointment or discontinuation of share transfer agent and timelines for informing the SEs.
  - As per above, since merger is neither an appointment nor discontinuation of share transfer agent, it would not fall within the definition of "material event / information" which needs to be informed to the Stock Exchanges by the listed entities within 12 hours.
  - However, as a matter of good corporate governance, listed entities can inform stock exchanges about the merger of TSR Consultants Private Ltd with Link Intime India Private Limited.

As stated above, we will keep you posted about the progress of merger related activities at our end.

Please feel free to revert should you need any other details or clarification in the matter.

With thanks and regards,  
Vidya Brahme

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**From:** Vidya Brahme <vbrahme@tcplindia.co.in>

**Sent:** Friday, December 29, 2023 18:20

**Subject:** TCPL Merger with Link Intime

Dear Sir/Madam,

This has reference to the above subject.

We are pleased to inform you that as required by SEBI and approved by NCLT, TSR Consultants Private Limited (TCPL) has merged with Link Intime India Private Limited (LIPL) effective 22-12-2023.

A copy of the NCLT order is enclosed for your ready reference.

We would like to take this opportunity to thank you for your continued trust & partnership and would also like to confirm that the team servicing you will continue to remain the same.

We will be in touch in coming days for your assistance on any procedural requirements/changes necessary in view of the merger.

In the spirit of the season, we would also like to wish you A Very Prosperous and Happy New Year!

With thanks and warm regards,  
Vidya Brahme

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