

WINRO COMMERCIAL (INDIA) LTD.

Regd.Off.:209-210, Arcadia Building, 2nd Floor, 195, Nariman Point, Mumbai-400021.

Tel:40198600 Fax:40198650 E-mail:winro.investor@gcvl.in,
Web:www.winrocommercial.com CIN:L51226MH1983PLC165499

Date: 19th March, 2025

To,
Corporate Relationship Department,
BSE Limited
P.J. Towers, 25th Floor,
Dalal Street, Mumbai - 400 001

Dear Sir / Madam,

Ref: Scrip code: 512022

Sub: Intimation under Regulation 30 read with Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 30 read with Schedule III Part A Para A (1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform you that the Company has agreed to acquire 66,000 (Sixty Six Thousand) Equity Shares of Saraswati Commercial (India) Limited at a price of Rs. 11,913/- per share (including premium of Rs. 11,903/- per share) through preferential issue.

Further, pursuant to the said preferential issue, the Investee Company M/s. Saraswati Commercial (India) Limited has become an Associate of the Company.

The brief detail of shareholding of the Company in Saraswati Commercial (India) Limited is as follows:

A. Equity Shares:

Pre - Allotment holding (Number of Shares)	Percentage	Number of Shares allotted	Post-Allotment Shareholding	Post-Allotment Percentage
1,83,529	17.82%	66,000	2,49,529	22.77%

The Company has received the intimation of aforesaid allotment of equity shares today i.e. 19th March, 2025 @ 12.36 p.m.

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The details required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023 are enclosed as **Annexure - A**.

Kindly take the same on your records and oblige.

Thanking You,

For Winro Commercial (India) Limited

Jitendra Parihar
Company Secretary & Compliance Officer
Membership No.: A40734

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Annexure A

Name of the target entity, details in brief such as size, turnover etc.;	<p>Saraswati Commercial (India) Limited ("Investee Company")</p> <p>Net Worth (as per Companies Act, 2013) (as of March 31, 2024): Rs. 3,38,74,59,059/-</p> <p>Turnover (as per Companies Act, 2013) (as of March 31, 2024): Rs. 82,35,10,251/-</p>
Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group Companies have any interest in the entity being acquired. If yes, nature of interest and details thereof and whether the same is done at "arm's length";	<p>Yes, the Investee Company is the Related Party of the Company and the Investment fall under the ambit of Related Party Transactions.</p> <p>However, the transaction is done at Arm's Length basis</p>
Industry to which the entity being acquired belongs;	<p>Non-Banking Finance Company ("NBFC").</p> <p>The Company is an Investment and Credit Company (ICC) and engaged in the business of investment and trading in shares and securities & lending activities.</p>
Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	<p>The Investment is being done so that the Investee Company can support its growth ambitions and capitalize on future opportunities, and be strengthen its capital adequacy. As the economy improves, it is crucial for the NBFC to remain well-capitalized, with a strong Tier I and Tier II capital base, to meet regulatory requirements and support its growth aspirations.</p>
Brief details of any governmental or regulatory approvals required for the acquisition;	<p>Investee Company has taken Prior Approval from BSE Limited for preferential issue.</p>
Indicative time period for completion of the acquisition;	<p>Acquisition has been completed and the shares have been allotted.</p>
Consideration - whether cash consideration or share swap or any other form and details of the same;	<p>Cash consideration was paid via A/c Payee Cheque.</p>

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Cost of acquisition and/or the price at which the shares are acquired;	Rs. 78,62,58,000/- (Rupees Seventy Eight Crores Sixty Two Lacs and Fifty Eight Thousand Only)
Percentage of shareholding / control acquired and / or number of shares acquired;	No of Shares Acquired – 66,000 Equity Shares Percentage Acquired – 4.95 %
Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);	<p>The Company is engaged in Non-Banking Finance Company (“NBFC”) - The primary activities of the Company, inter alia, includes investments in various securities/instruments such as shares of listed and unlisted companies, including its group companies, bonds, debentures, mutual funds, and other financial products, along with other NBFC activities, including lending activities.</p> <p><u>Date of Incorporation:</u> 24th January, 1983</p> <p><u>Turnover of last 3 years:</u> Financial Year 2021-22 :- Rs. 1,17,95,70,379/- Financial Year 2022-23 :- Rs. 63,14,49,293/- Financial Year 2023-24 :- Rs. 82,35,10,251/-</p> <p><u>Country in which the acquired entity has presence:</u> <i>India</i></p>