

General information about company

Scrip code	512022
NSE Symbol	
MSEI Symbol	
ISIN	INE837E01019
Name of the entity	WINRO COMMERCIAL (INDIA) LIMITED
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Quarterly
Date of Report	31-12-2024
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

Annexure I**Annexure I to be submitted by listed entity on quarterly basis****I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson Yes

Whether Chairperson is related to MD or CEO No

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	HETAL RAJNIKANT KHALPADA	ANJPK4588K	00055823	Non-Executive - Non Independent Director	Chairperson		13-10-1979
2	Mr	SANDEEP KUMAR KEJARIWAL	AAFPK1431N	00053755	Non-Executive - Non Independent Director	Not Applicable		09-01-1964
3	Mr	KETAN NATVARLAL DESAI	AFIPD9545C	07092422	Non-Executive - Independent Director	Not Applicable		28-12-1966
4	Mr	VALLABH PRASAD BIYANI	ACAPB6819N	00043358	Non-Executive - Independent Director	Not Applicable		31-03-1949
5	Mrs	RUPAL VORA	ADJPV9076D	07096253	Non-Executive - Independent Director	Not Applicable		24-06-1963
6	Mr	RITESH VIJAY ZAVERI	AAEPZ1315R	00054741	Executive Director	Not Applicable		27-07-1974
7	Mrs	VAISHALI RAJESH DHURI	AGUPD2000R	03607657	Non-Executive - Non Independent Director	Not Applicable		10-12-1970

I. Composition of Board of Directors

Disqualification of Directors under section 164 of the Companies Act, 2013

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active

I. Composition of Board of Directors

Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		12-11-2018	11-12-2018			2	0	2	0			
2	NA		12-08-2020	16-12-2020			2	0	2	0			
3	NA		13-02-2015	12-02-2020		118.18	2	2	3	2			
4	Yes	17-03-2023	12-08-2020	16-12-2020		52.19	3	3	5	0			
5	NA		14-02-2022	08-05-2022		34.17	6	6	10	5			
6	NA		09-10-2024	09-10-2024			1	0	1	0			
7	NA		07-08-2014	13-09-2014	09-10-2024		1	0	1	0	Others		

Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

Annexure 1 Text Block

COMPOSITION OF IT STEERING COMMITTEE:

Sr. No.	DIN Number	Name of the Committee Members	Name of the Other Committee	Category 1 of Directors	Category 2 of Directors	Remarks
1.	00054741	Ritesh Vijay Zaveri	IT Steering Committee	Member	Chairperson	
2.	99999999	Kapil Bhagwat	IT Steering Committee	Member	Member	Mr. Kapil Bhagwat is not a Director of the Company and therefore DIN is not applicable
3.	99999999	Tushar Desai	IT Steering Committee	Member	Member	Mr. Tushar Desai is not a Director of the Company and therefore DIN is not applicable

Textual Information(1)

COMPOSITION OF INFORMATION SECURITY COMMITTEE:

Sr. No.	DIN Number	Name of the Committee Members	Name of the Other Committee	Category 1 of Directors	Category 2 of Directors	Remarks
1.	99999999	Tushar Desai	Information Security Committee	Member	Chairperson	Mr. Tushar Desai is not a Director of the Company and therefore DIN is not applicable
2.	99999999	Shamim Ahmad	Information Security Committee	Member	Member	Mr. Shamim Ahmad is not a Director of the Company and therefore DIN is not applicable
3.	00054741	Ritesh Vijay Zaveri	Information Security Committee	Member	Member	

SPECIAL COMMITTEE FOR MONITORING AND FOLLOW-UP OF CASES OF FRAUDS
(SCBMF):

(In lines with the Reserve Bank of India vide Master Directions on Fraud Risk Management in Non-Banking Financial Companies (NBFCs) (including Housing Finance Companies) the Board constituted the Special Committee of the Board for Monitoring and Follow-up of cases of Frauds (SCBMF) w.e.f. 13.11.2024)

Sr. No.	DIN Number	Name of the Committee Members	Name of the Other Committee	Category 1 of Directors	Category 2 of Directors	Remarks
1.	00054741	Ritesh Vijay Zaveri	SCBMF	Member	Chairperson	
2.	99999999	Mithun Soni	SCBMF	Member	Member	Mr. Mithun Soni is a CEO of the Company and therefore DIN is not applicable.
3.	99999999	Tushar Desai	SCBMF	Member	Member	Mr. Tushar Desai is not a Director of the Company and therefore DIN is not applicable

The Annexure 1 (II)- Comp. of Committees does not allow us to mention more than 10 entries in Other Committee Details.

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07096253	RUPAL VORA	Non-Executive - Independent Director	Chairperson	14-02-2022		
2	07092422	KETAN NATVARLAL DESAI	Non-Executive - Independent Director	Member	20-03-2015		
3	00055823	HETAL RAJNIKANT KHALPADA	Non-Executive - Non Independent Director	Member	12-08-2021		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00043358	VALLABH PRASAD BIYANI	Non-Executive - Independent Director	Chairperson	14-02-2022		
2	07092422	KETAN NATVARLAL DESAI	Non-Executive - Independent Director	Member	13-02-2015		
3	00053755	SANDEEP KUMAR KEJARIWAL	Non-Executive - Non Independent Director	Member	20-07-2023		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07092422	KETAN NATVARLAL DESAI	Non-Executive - Independent Director	Chairperson	13-02-2015		
2	00053755	SANDEEP KUMAR KEJARIWAL	Non-Executive - Non Independent Director	Member	20-07-2023		
3	00054741	RITESH VIJAY ZAVERI	Executive Director	Member	10-10-2024		
4	03607657	VAISHALI RAJESH DHURI	Non-Executive - Non Independent Director	Member	07-08-2014	09-10-2024	

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00055823	HETAL RAJNIKANT KHALPADA	Non-Executive - Non Independent Director	Chairperson	12-11-2018		
2	00043358	VALLABH PRASAD BIYANI	Non-Executive - Independent Director	Member	14-02-2022		
3	00054741	RITESH VIJAY ZAVERI	Executive Director	Member	10-10-2024		
4	03607657	VAISHALI RAJESH DHURI	Non-Executive - Non Independent Director	Member	15-12-2014	09-10-2024	

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	99999999	MITHUN SONI	Asset Liability Management Committee	Member	Chairperson	Textual Information(1)
2	07092422	KETAN NATVARLAL DESAI	Asset Liability Management Committee	Non-Executive - Independent Director	Member	
3	00055823	HETAL RAJNIKANT KHALPADA	Asset Liability Management Committee	Non-Executive - Non Independent Director	Member	
4	00053755	SANDEEP KUMAR KEJARIWAL	Asset Liability Management Committee	Non-Executive - Non Independent Director	Member	Textual Information(2)
5	00055823	HETAL RAJNIKANT KHALPADA	Risk Management Committee	Non-Executive - Non Independent Director	Chairperson	
6	07096253	RUPAL VORA	Risk Management Committee	Non-Executive - Independent Director	Member	
7	00053755	SANDEEP KUMAR KEJARIWAL	Risk Management Committee	Non-Executive - Non Independent Director	Member	
8	99999999	MITHUN SONI	Risk Management Committee	Member	Member	Textual Information(3)
9	07092422	KETAN NATVARLAL DESAI	IT Strategy Committee	Non-Executive - Independent Director	Chairperson	Textual Information(4)
10	00053755	SANDEEP KUMAR KEJARIWAL	IT Strategy Committee	Non-Executive - Non Independent Director	Member	

Other Committee Text Block

Textual Information(1) Mr. Mithun Soni is a CEO of the Company and therefore DIN is not applicable.

Textual Information(2) Mr. Sandeep Kumar Kejariwal was appointed as a member of the Committee in place of Mrs. Vaishali Dhuri w.e.f. 10.10.2024.

Textual Information(3) Mr. Mithun Soni is a CEO of the Company and therefore DIN is not applicable.

Textual Information(4)

COMPOSITION OF IT STRATEGY COMMITTEE:

Sr. No.	DIN Number	Name of the Committee Members	Name of the Other Committee	Category 1 of Directors	Category 2 of Directors	Remarks
1.	07092422	Ketan Natvarlal Desai	IT Strategy Committee	Non-Executive-Independent Director	Chairperson	
2.	00053755	Sandeep Kumar Kejariwal	IT Strategy Committee	Non-Executive-Non Independent Director	Member	
3.	00055823	Hetal Rajnikant Khalpada	IT Strategy Committee	Non-Executive-Non Independent Director	Member	Mr. Hetal Rajnikant Khalpada was appointed as a member of the Committee in place of Mrs. Vaishali Rajesh Dhuri w.e.f. 10.10.2024

The Annexure 1 (II)- Comp. of Committees does not allow us to mention more than 10 entries in Other Committee Details.

Annexure 1**Annexure 1****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	29-07-2024				Yes	6	6	3
2	13-08-2024		14		Yes	6	6	3
3		13-11-2024	91		Yes	6	5	3

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	13-08-2024				Yes	3	3	2	0
2	Audit Committee	13-11-2024	91			Yes	3	3	2	0
3	Nomination and remuneration committee	29-07-2024				Yes	3	3	2	0
4	Nomination and remuneration committee	13-11-2024	106			Yes	3	2	2	0
5	Stakeholders Relationship Committee	13-08-2024				Yes	3	3	1	0
6	Stakeholders Relationship Committee	12-11-2024	90			Yes	3	3	1	0

Annexure 1

IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Other Committee	13-08-2024		Asset Liability Management Committee		Yes	3	3	1	1
8	Other Committee	13-11-2024	91	Asset Liability Management Committee		Yes	3	2	1	1
9	Other Committee	13-08-2024		Risk Management Committee		Yes	3	3	1	1
10	Other Committee	13-11-2024		Risk Management Committee		Yes	3	2	1	1
11	Other Committee	13-08-2024		IT Strategy Committee		Yes	3	3	1	0
12	Other Committee	13-11-2024		IT Strategy Committee		Yes	3	2	1	0
13	Other Committee	13-08-2024		IT Steering Committee		Yes	0	0	0	3
14	Other Committee	13-11-2024		IT Steering Committee		Yes	1	1	0	2
15	Other Committee	13-08-2024		Information Security Committee		Yes	0	0	0	3
16	Other Committee	13-11-2024		Information Security Committee		Yes	1	1	0	1

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1

VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Jitendra Parihar
2	Designation	Company Secretary and Compliance Officer

Details of Cyber security incidence		
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

Signatory Details

Name of signatory	Jitendra Parihar
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	15-01-2025

