

<b>General information about company</b>	
Scrip code	512022
NSE Symbol	
MSEI Symbol	
ISIN	INE837E01019
Name of the entity	WINRO COMMERCIAL (INDIA) LIMITED
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Half Yearly
Date of Report	30-09-2022
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

re of notes on composition of board of directors explanatory																						
Whether the listed entity has a Regular Chairperson		Yes																				
Whether Chairperson related to Promoter		No																				
		Disqualification of Directors under section 164 of the Companies Act, 2013																				
the or	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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 (Refer Regulation 17A(1) of Listing Regulations)	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)	N pr
DA	ANJPK4588K	00055823	Non-Executive - Non Independent Director	Chairperson		13-10-1979	No				Active	NA		12-11-2018	11-12-2018			2	0	4	0	
I	AGUPD2000R	03607657	Non-Executive - Non Independent Director	Not Applicable		10-12-1970	No				Active	NA		07-08-2014	13-09-2014			1	0	1	0	
P VAL	AAFPK1431N	00053755	Non-Executive - Non Independent Director	Not Applicable		09-01-1964	No				Active	NA		12-08-2020	16-12-2020			2	0	0	0	
	AFIPD9545C	07092422	Non-Executive - Independent Director	Not Applicable		28-12-1966	No				Active	NA		13-02-2015	12-02-2020		32	2	2	3	2	



## I. Composition of Board of Directors

### Disclosure of notes on composition of board of directors explanatory

#### Whether the listed entity has a Regular Chairperson

PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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 (Refer Regulation 17A(1) of Listing Regulations)	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)	Notes not provided
H ACAPB6819N	00043358	Non-Executive - Independent Director	Not Applicable		31-03-1949	No				Active	NA		12-08-2020	16-12-2020		26	3	3	4	0	
ADJPV9076D	07096253	Non-Executive - Independent Director	Not Applicable		24-06-1963	No				Active	NA		14-02-2022	08-05-2022		8	5	5	7	5	

<b>Audit Committee Details</b>							
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 DESAI	Non-Executive - Independent Director	Member	20-03-2015		
3	00055823	HETAL KHALPADA	Non-Executive - Non Independent Director	Member	12-08-2021		

<b>Nomination and remuneration committee</b>							
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 DESAI	Non-Executive - Independent Director	Member	13-02-2015		
3	00055823	HETAL KHALPADA	Non-Executive - Non Independent Director	Member	12-11-2018		

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 DESAI	Non-Executive - Independent Director	Chairperson	13-02-2015		
2	03607657	VAISHALI DHURI	Non-Executive - Non Independent Director	Member	07-08-2014		
3	00055823	HETAL KHALPADA	Non-Executive - Non Independent Director	Member	12-11-2018		

<b>Risk Management Committee</b>							
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



<b>Corporate Social Responsibility Committee</b>							
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 KHALPADA	Non-Executive - Non Independent Director	Chairperson	12-11-2018		
2	03607657	VAISHALI DHURI	Non-Executive - Non Independent Director	Member	15-12-2014		
3	00043358	VALLABH PRASAD BIYANI	Non-Executive - Independent Director	Member	14-02-2022		

<b>Other Committee</b>						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	00055823	HETAL KHALPADA	Asset Liability Management Committee	Non-Executive - Non Independent Director	Chairperson	
2	07092422	KETAN DESAI	Asset Liability Management Committee	Non-Executive - Independent Director	Member	
3	03607657	VAISHALI DHURI	Asset Liability Management Committee	Non-Executive - Non Independent Director	Member	
4	99999999	MITHUN SONI	Asset Liability Management Committee	Member	Member	Textual Information(1)
5	07092422	KETAN DESAI	IT Strategy Committee	Non-Executive - Independent Director	Chairperson	
6	99999999	KAPIL BHAGWAT	IT Strategy Committee	Member	Member	Textual Information(2)
7	99999999	SHAMIM AHMED	IT Strategy Committee	Member	Member	Textual Information(3)
8	00055823	HETAL KHALPADA	Risk Management Committee	Non-Executive - Non Independent Director	Chairperson	
9	07092422	KETAN DESAI	Risk Management Committee	Non-Executive - Independent Director	Member	
10	03607657	VAISHALI DHURI	Risk Management Committee	Non-Executive - Non Independent Director	Member	

<b>Other Committee Text Block</b>	
Textual Information(1)	Mr. Mithun Soni is a CEO of the Company and therefore DIN is not applicable.
Textual Information(2)	Mr. Kapil Bhagwat is not a Director of the Company and therefore DIN is not applicable.
Textual Information(3)	Mr. Shamim Ahmed is not a Director of the Company and therefore DIN is not applicable.

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	27-05-2022				Yes	6	5	2
2		12-08-2022	76		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 as on date of the meeting	Number of Directors (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	23-04-2022				Yes	3	3	2	0
2	Audit Committee	27-05-2022	33			Yes	3	3	2	0
3	Audit Committee	12-08-2022	76			Yes	3	3	2	0
4	Nomination and remuneration committee	25-05-2022				Yes	3	2	1	0
5	Stakeholders Relationship Committee	25-05-2022				Yes	3	3	1	0
6	Stakeholders Relationship Committee	11-08-2022	77			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 as on date of the meeting	Number of Directors (All directors including Independent director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Corporate Social Responsibility Committee	25-05-2022				Yes	3	2	1	0
8	Other Committee	25-05-2022		Asset Liability Management Committee		Yes	3	3	1	1
9	Other Committee	11-08-2022	77	Asset Liability Management Committee		Yes	3	3	1	1
10	Other Committee	25-05-2022		Risk Management Committee		Yes	3	3	1	0
11	Other Committee	11-08-2022	77	Risk Management Committee		Yes	3	3	1	0
12	Other Committee	22-08-2022	10	IT Strategy Committee		Yes	1	1	1	2

<b>Annexure 1</b>			
<b>V. Related Party Transactions</b>			
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	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

<b>Annexure 1</b>		
<b>VI. Affirmations</b>		
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



<b>Annexure 1</b>		
Sr	Subject	Compliance status
1	Name of signatory	Urja Thakkar
2	Designation	Company Secretary and Compliance Officer

<b>Annexure III</b>				
<b>III. Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

<b>Annexure III</b>		
1	Name of signatory	Urja Thakkar
2	Designation	Company Secretary and Compliance Officer

<b>Additional Half yearly Disclosure</b>			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
<b>I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below</b>			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0	0	
Promoter Group or any other entity controlled by them	1236942000	147850000	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
<b>(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By</b>			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
<b>(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by</b>			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided	Balance outstanding at the end of six months

		during six months	
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	Shares	359336198	473248
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(D) Additional Information			Textual Information(2)
<b>II. Affirmations</b>			
Affirmations		Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.		Yes	Textual Information(3)
Name	Ritesh Zaveri		
Designation	CFO		
Place	Mumbai		
Date	19-10-2022		

<b>Signatory Details</b>	
Name of signatory	Urja Thakkar
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	19-10-2022

