

General information about company

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|--|----------------------------------|
| 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 | 30-06-2024 |
| 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 | Mrs | VAISHALI RAJESH DHURI | AGUPD2000R | 03607657 | Non-Executive - Non Independent Director | Not Applicable | | 10-12-1970 |
| 3 | Mr | SANDEEP KUMAR KEJARIWAL | AAFPK1431N | 00053755 | Non-Executive - Non Independent Director | Not Applicable | | 09-01-1964 |
| 4 | Mr | KETAN NATVARLAL DESAI | AFIPD9545C | 07092422 | Non-Executive - Independent Director | Not Applicable | | 28-12-1966 |
| 5 | Mr | VALLABH PRASAD BIYANI | ACAPB6819N | 00043358 | Non-Executive - Independent Director | Not Applicable | | 31-03-1949 |
| 6 | Mrs | RUPAL VORA | ADJPV9076D | 07096253 | Non-Executive - Independent Director | Not Applicable | | 24-06-1963 |

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 |

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 | 3 | 0 | | | |
| 2 | NA | | 07-08-2014 | 13-09-2014 | | | 1 | 0 | 1 | 0 | | | |
| 3 | NA | | 12-08-2020 | 16-12-2020 | | | 2 | 0 | 1 | 0 | | | |
| 4 | NA | | 13-02-2015 | 12-02-2020 | | 112.17 | 2 | 2 | 3 | 2 | | | |
| 5 | Yes | 17-03-2023 | 12-08-2020 | 16-12-2020 | | 46.18 | 3 | 3 | 4 | 0 | | | |
| 6 | NA | | 14-02-2022 | 08-05-2022 | | 28.16 | 6 | 6 | 9 | 5 | | | |

| | |
|--|------------------------|
| 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. | 99999999 | Ritesh Zaveri | IT Steering Committee | Member | Chairperson | Mr. Ritesh Zaveri is not a Director of the Company and therefore DIN is not applicable |
| 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. | 99999999 | Ritesh Zaveri | Information Security Committee | Member | Member | Mr. Ritesh Zaveri 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 | 03607657 | VAISHALI RAJESH DHURI | Non-Executive - Non Independent Director | Member | 07-08-2014 | | |
| 3 | 00053755 | SANDEEP KUMAR KEJARIWAL | Non-Executive - Non Independent Director | Member | 20-07-2023 | | |

| 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 | 03607657 | VAISHALI RAJESH DHURI | Non-Executive - Non Independent Director | Member | 15-12-2014 | | |
| 3 | 00043358 | VALLABH PRASAD BIYANI | Non-Executive - Independent Director | Member | 14-02-2022 | | |

| 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 | 03607657 | VAISHALI RAJESH DHURI | Asset Liability Management Committee | Non-Executive - Non Independent Director | Member | |
| 4 | 00055823 | HETAL RAJNIKANT KHALPADA | Asset Liability Management Committee | Non-Executive - Non Independent Director | Member | |
| 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(2) |
| 9 | 07092422 | KETAN NATVARLAL DESAI | IT Strategy Committee | Non-Executive - Independent Director | Chairperson | Textual Information(3) |
| 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. Mithun Soni is a CEO of the Company and therefore DIN is not applicable.

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 |
|---------|------------|-------------------------------|-----------------------------|---|-------------------------|
| 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. | 03607657 | Vaishali Rajesh Dhuri | IT Strategy Committee | Non-Executive- Non Independent Director | Member |

Textual Information(3)

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 | 13-02-2024 | | | | Yes | 6 | 5 | 2 |
| 2 | | 29-05-2024 | 105 | | Yes | 6 | 5 | 2 |

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 | 13-02-2024 | | | | Yes | 3 | 3 | 2 | 0 |
| 2 | Audit Committee | 29-05-2024 | 105 | | | Yes | 3 | 3 | 2 | 0 |
| 3 | Nomination and remuneration committee | 08-02-2024 | | | | Yes | 3 | 3 | 2 | 0 |
| 4 | Nomination and remuneration committee | 28-05-2024 | 109 | | | Yes | 3 | 2 | 2 | 0 |
| 5 | Stakeholders Relationship Committee | 08-02-2024 | | | | Yes | 3 | 3 | 1 | 0 |
| 6 | Stakeholders Relationship Committee | 28-05-2024 | 109 | | | Yes | 3 | 2 | 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 | Corporate Social Responsibility Committee | 28-05-2024 | | | | Yes | 3 | 3 | 1 | 0 |
| 8 | Other Committee | 08-02-2024 | | Asset Liability Management Committee | | Yes | 3 | 2 | 1 | 1 |
| 9 | Other Committee | 28-05-2024 | 109 | Asset Liability Management Committee | | Yes | 3 | 3 | 1 | 0 |
| 10 | Other Committee | 13-02-2024 | | Risk Management Committee | | Yes | 3 | 3 | 1 | 0 |
| 11 | Other Committee | 29-05-2024 | 105 | Risk Management Committee | | Yes | 3 | 3 | 1 | 0 |
| 12 | Other Committee | 15-01-2024 | | IT Strategy Committee | | Yes | 1 | 1 | 1 | 2 |
| 13 | Other Committee | 23-05-2024 | 128 | IT Strategy Committee | | Yes | 3 | 2 | 1 | 0 |
| 14 | Other Committee | 23-05-2024 | | IT Steering Committee | | Yes | 0 | 0 | 0 | 3 |
| 15 | Other Committee | 23-05-2024 | | Information Security Committee | | Yes | 0 | 0 | 0 | 3 |

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 | 03-07-2024 |

