

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:- 25th September, 2025

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

Ref: Scrip Code: 512022

Sub: Summary of Proceedings of the 42nd Annual General Meeting (AGM) of the Company held on 25th September, 2025 via video conference/ other audio visual means.

Dear Sir/Madam,

Pursuant to Regulation 30 read with Para A of Part A (13) of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find enclosed herewith the proceedings of the 42nd AGM of the Company held on Thursday, 25th September, 2025 at 11.40 A.M. as “Annexure - 1”. The proceedings together with the archive of webcast of the 42nd AGM is being made available on the Company’s website at www.winrocommercial.com.

The voting results of the 42nd AGM pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and Report of the Scrutinizer, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 will be submitted in due course.

Kindly take the same on your records.

Thanking you

Yours Faithfully,

For **Winro Commercial (India) Limited**

Jitendra Parihar
Company Secretary and Compliance Officer
Mem. No: A40734

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Annexure - 1

SUMMARY OF PROCEEDINGS OF THE 42ND ANNUAL GENERAL MEETING

The 42nd AGM of the Members of Winro Commercial (India) Limited ('the Company') was held on Thursday, **25th September, 2025** at 11.40 A.M. via video conference/ other audio visual means. The deemed venue of the AGM was the Registered Office of the Company, i.e., 209-210, Arcadia Building, 2nd Floor, 195, Nariman Point, Mumbai - 400021.

The AGM was held in compliance with the General Circular Nos. 20/2020 dated 5th May, 2020 read with the subsequent circulars issued from time to time, the latest one being General Circular No. 09/2024 dated 19th September, 2024 (MCA Circulars), and Securities and Exchange Board of India (the "SEBI") vide its circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October, 2024 along with other applicable circulars and notifications currently in force and as per the applicable provisions of the Companies Act, 2013 and the Rules made there under.

The following persons were present during the meeting.

Directors:

Sr. No.	Name of Director	Location of Attendance via VC
1.	Mr. Vallabh Prasad Biyani- Independent Director	Pune
2.	Mrs. Rupal Vora – Independent Director	Mumbai
3.	Mr. Hetal Khalpada – Non-Executive Director	Mumbai
4.	Mr. Sandeep Kumar Kejariwal – Non-Executive Director	Mumbai
5.	Mr. Ritesh Zaveri – Whole Time Director & Chief Financial Officer	Mumbai

Other Management Representatives & Invitees:

Sr. No.	Name	Location of Attendance via VC
1.	Mr. Mithun Soni - Chief Executive Officer	Mumbai
2.	Mr. Jitendra Parihar - Company Secretary & Compliance Officer	Mumbai
3.	Mrs. Avani Gandhi – Proprietor – Avani Gandhi & Associates, Secretarial Auditor and Scrutinizer appointed to supervise the e-voting process of the AGM	Mumbai
4.	Mr. Gaurav Sarda- Partner- Sarda & Pareek LLP, Previous Statutory Auditor of the Company	Mumbai

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Quorum:

11 Members attended the meeting.

Proxy & Proxy Register:

Pursuant to Circulars issued by the Ministry of Corporate Affairs (MCA) through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, it was also informed to the member that as the AGM was held through VC/OAVM, the facility for appointment of proxies by the members was not applicable and hence, the proxy register was not maintained.

Meeting Time:

Commencement: 11.40 A.M.

Conclusion: 11.57 A.M.

Brief details of the Meeting:

The Company Secretary welcomed the members of the Company and explained them about the process of participating at the meeting. He explained the process in which the speaker shareholder could speak and put up their queries and apprised the members that for smooth conduct of the AGM, all the lines of the shareholders would be on mute. The audio and video of the speaker shareholders would be enabled once they are invited to speak at the AGM by the Chairman. He then informed the members that the statutory registers under the Companies Act, 2013 and other documents as referred in the AGM notice were kept open for inspection in electronic mode.

He further informed that, as set out in the Notice of AGM stating the requirement to register themselves as a speaker to express views or ask questions during the AGM. Adequate time was provided for registration and the Company had not received any requests from the shareholders seeking an opportunity to speak at AGM.

Mr. Vallabh Prasad Biyani ("the Chairman") welcomed all the members of the Board and introduced Management representatives and the Invitees present at the meeting. He confirmed to the members that the Secretarial Auditor who is also the Scrutinizer for the meeting was also virtually present in this meeting. Since the adequate quorum for the meeting was present the Chairman declared the meeting to be in order and the proceeding of the Meeting was commenced. The quorum was present throughout the meeting.

Thereafter Chairman delivered his speech and gave the brief insight of the Company's performance for the previous year. He thereafter requested Company Secretary to brief the shareholders on the voting process.

The Company Secretary informed that the Company had availed services of National Depository Services Limited (NSDL) for remote e-voting & e-voting upto 15 minutes after the conclusion of AGM and as per the requirements of the Companies Act, 2013, the remote-e voting was commenced from Sunday, 21st September, 2025 at 9.00 A.M. (IST) and completed on Wednesday, 24th September, 2025 at 5.00 P.M. (IST) and e-voting for AGM was available upto 15 minutes from the conclusion of the AGM. The Members, who were in the records of the Company as on the cut-off date i.e., 18th September 2025, were only entitled to participate in the voting process.

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Those who have already casted their vote by remote e-voting were not allowed to vote again in the AGM by e-voting.

Further, M/s. Avani Gandhi & Associates, Practicing Company Secretaries was appointed by the Board as the Scrutinizer for the remote e-voting and e-voting upto 15 minutes after the conclusion of the Annual General Meeting. The Scrutinizer will ensure the voting to be done in a fair and transparent manner.

He further briefed the members that since the AGM was held virtually, the option for physical voting at the AGM was not provided. However, the Company had enabled the e-voting facility upto 15 minutes after the conclusion of the AGM for members who had not voted through remote e-voting and who were present at the AGM and were otherwise not barred from doing so. The icon for e-voting was available on top of the screen under the e-voting tab, which would re-direct the members to the e-voting platform of the NSDL. There would be no proposing and seconding of the resolutions as the meeting was held virtually.

With the approval of the Members, the Notice along with the Directors' Report and Financial Statements (Standalone & Consolidated) along with the annexures and Auditors' Report was taken as read.

It was recorded that all feasible planning and execution had been done for enabling electronic participation and voting of the members for the AGM. It was confirmed that the electronic voting was available upto 15 minutes after the conclusion of the AGM.

He then read the resolutions as set forth in the Notice of the AGM:

SR. NO.	BUSINESS TRANSACTED AT THE MEETING:	TYPE OF RESOLUTION
ORDINARY BUSINESS		
1.	Considered and Adopted: a) the Audited Standalone Financial Statements of the Company for the year ended March 31, 2025, together with the Reports of the Board of Directors and the Auditors thereon; and b) the Audited Consolidated Financial Statements of the Company for the year ended March 31, 2025, together with the Reports of the Auditors thereon.	Ordinary Resolution
2.	Considered and approved the re-appointment of Mr. Hetal Khalpada (DIN: 00055823), Director who retires by rotation.	Ordinary Resolution
3.	To appoint M/s. N.S. Gokhale & Co., Chartered Accountants (FRN: 103270W), as the Statutory Auditors of the Company and fix their remuneration.	Ordinary Resolution

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SPECIAL BUSINESS		
4.	Appointment of M/s. Avani Gandhi & Associates as the Secretarial Auditors of the Company.	Ordinary Resolution

Thereafter, the Company Secretary requested the shareholders to express their views and raising their questions. No queries were received from the shareholders during the AGM. The Company Secretary requested the Chairman to give closing remarks.

There being no other matter, the Chairman concluded the business of the day and thanked all the shareholders present for their kind attention, co-operation, valuable support and the time spent.

The shareholders were informed that the voting results will be made available on the website of the company on receiving the scrutinizers report and will also be displayed on the website of Stock Exchange (BSE Ltd.) and of National Securities Depository Limited (E-voting agency).

The Chairman authorized the Company Secretary to declare the voting results, intimate the stock exchanges and place the same on the website of the Company.

This is for your information and records.

Thanking you,

For **Winro Commercial (India) Limited**

Jitendra Parihar
Company Secretary and Compliance Officer
Mem. No: A40734