

WINSOME HOLDINGS & INVESTMENTS LTD.

CIN No. L19129WB1976PLC030723

28/1, SHAKESPEARE SARANI

11 & 12 GANGA JAMUNA BUILDING

KOLKATA – 700 017

Phone No.: 033-46034207/22872373

Fax No. : 033-2287-1371

Email: winsome@kredogroup.in

To

The Board of Directors

Winsome Holdings & Investments Limited

Date: 04/11/2025

NOTICE OF BOARD MEETING

This is to inform you that a meeting of the Board of Directors is scheduled to be held as per details given below:

Meeting Number	04/2025-26
Day and Date	Thursday, 13/11/2025
Venue	28/1 Shakespeare Sarani, Kolkata, 700017
Time	01:00 PM

Agenda of the meeting and draft of resolutions proposed to be presented for approval of the board are enclosed for your perusal.

You are requested to make it convenient to attend the meeting. Please submit leave of absence in case you are not in a position to attend the meeting.

Please acknowledge receipt of this notice.

Yours faithfully,**For & on behalf of the Board of Directors of****Winsome Holdings & Investments Limited**

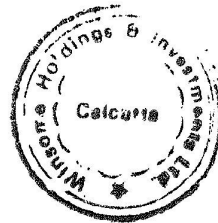
For WINSOME HOLDINGS & INVESTMENTS LTD.

Ramawatar Lohia

Authorised Signatory / Director

DIN: 00486838

Director



Date: 04/11/2025

Place: Kolkata

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Agenda of Board Meeting scheduled to be held on Thursday, 13/11/2025

Agenda No.	Contents
1.	Chairperson of the meeting;
2.	To ascertain the quorum;
3.	To Grant Leave of absence, if any;
4.	To take note of minutes of previous Board meeting;
5.	To consider and approve the Un-Audited Financial Results (provisional) of the Company for the 2 nd quarter ended 30.09.2025;
6.	Net Owned Fund (NOF) requirements;
7.	Indian Bank A/c Closure;
8.	Waiver of Sitting Fees;
9.	To Review Performance of the company;
10.	Any other Business with the permission of Chairman;
11.	Vote of Thanks and Close of Meeting;

For & on behalf of the Board of Directors of**Winsome Holdings & Investments Limited**
For WINSOME HOLDINGS & INVESTMENTS LTD.

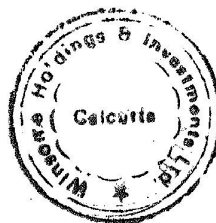
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Detailed Notes to Agenda of Board Meeting scheduled to be held on Thursday, 13/11/2025 along with proposed resolution to be passed at the meeting

1. CHAIRPERSON OF THE MEETING:

The directors present at the meeting shall appoint the chairperson amongst themselves to conduct the proceedings of the meeting.

2. TO ASCERTAIN THE QUORUM:

After the election of the chairperson, the Board shall ascertain the quorum as required under Section 174 of the Companies Act, 2013 and if the quorum is sufficient then the meeting shall be convened accordingly.

3. TO GRANT LEAVE OF ABSENCE, IF ANY:

The Board to take note of absentee directors, if any intimation received from them for not attending the Board meeting.

4. TO TAKE NOTE OF MINUTES OF PREVIOUS BOARD MEETING:

The previous Board meeting i.e. 3rd Board meeting was held on 13/08/2025. The final minutes of the same shall be placed before the Board in the meeting. The Board may review the minutes and take note of the same.

5. TO CONSIDER AND APPROVE UN-AUDITED FINANCIAL RESULTS (PROVISIONAL) OF THE COMPANY FOR THE 2ND QUARTER ENDED 30TH SEPTEMBER, 2025

The Chairman placed on the table Un-Audited Standalone & Consolidated Financial results (provisional) of the Company for the 2nd quarter ended on 30th September, 2025, duly considered and approved by the Audit Committee of the Company. The Board pursued the same and after brief discussion it was:

“RESOLVED THAT un-audited Standalone & Consolidated financial results for the 2nd quarter ended 30th September, 2025 drafted as required under the provisions of Regulation 33 of LODR, be and are hereby approved and Mr. Ramawatar Lohia, Director of the Company be and hereby authorized to sign the same on behalf of the Board”.

The Chairman then placed before the Board the Limited Review Report on the Un- Audited Standalone & Consolidated Financial Results received from the Statutory Auditors of the Company for the 2nd quarter ended 30th September, 2025 and was taken on record.



6. NET OWNED FUND (NOF) REQUIREMENTS

WHEREAS, the Board of Directors at its meeting held on 13/08/2025 had authorized the Company to take all necessary steps, actions, and decisions to ensure compliance with the **Net Owned Fund (NOF) requirements** as prescribed under the applicable laws and regulations;

AND WHEREAS, the Company has since taken the necessary measures and actions to ensure compliance with the said NOF requirements within the prescribed timelines;

NOW THEREFORE, IT IS HEREBY RESOLVED THAT the Board hereby **acknowledges and records** that the Company has complied/continues to comply with the **Net Owned Fund (NOF) requirements** in accordance with the applicable regulations;

RESOLVED FURTHER THAT the Board **takes note of the actions** taken by the management pursuant to the resolution passed in the previous quarter and **confirms its satisfaction** with the steps undertaken in this regard;

RESOLVED FURTHER THAT any Directors be and is hereby authorized to **submit necessary intimations, confirmations, or documents** to the relevant regulatory authorities or stock exchange(s) and to do all such acts, deeds, and things as may be required to give effect to this resolution.

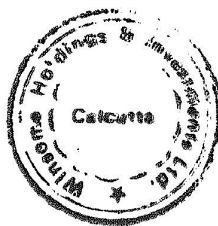
7. INDIAN BANK A/C CLOSURE:

“RESOLVED THAT the Board hereby approves the closure of the Company’s bank account maintained with [Name of the Bank- Indian Bank, Branch- Elgin Road Kolkata, and Account Number-20021581082], as the said account is no longer required for the operations of the Company.

RESOLVED FURTHER THAT the Board hereby authorizes the Authorized Signatory(ies) to take all necessary steps for the closure of the said bank account, including submission of the account closure request, withdrawal of the remaining balance, and completion of all formalities with the concerned bank.

RESOLVED FURTHER THAT the Board acknowledges that after closure of the aforesaid bank account, all future banking transactions of the Company shall be operated through the remaining active bank account(s) as approved by the Board from time to time.

RESOLVED FURTHER THAT a certified copy of this resolution be provided to the concerned bank for their records and necessary action.”



8. WAIVER OF SITTING FEES:

All the Directors present at the meeting waived the receipt of sitting fees for attending this meeting and the following resolution was passed:

“RESOLVED THAT the sitting fees for attending this Board meeting has been waived by the directors present at the meeting.”

9. TO REVIEW PERFORMANCE OF THE COMPANY:

The Board to review the company's working performance over the period that starts from the date of the last Board meeting till this meeting and to discuss and finalize future business plans and policies.

For & on behalf of the Board of Directors of
Winsome Holdings & Investments Limited
For WINSOME HOLDINGS & INVESTMENTS LTD.

Ramawatar Lohia

Authorised Signatory / Director
Ramawatar Lohia
DIN : 00486838
Director
Date: 04/11/2025
Place: Kolkata

