



WINY COMMERCIAL & FISCAL SERVICES LIMITED

4A, Kapalitola Lane, Kolkata - 700 012

CIN No. : L65923WB1990PLC048472 • Web Site : www.winycomm.co.in

Email : wcfs1990@gmail.com, winycommercial1990@winycomm.co.in

Phone No. : 91-7980431386

Ref :

Date :

Dated. 30-09-2019

To
The Secretary,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001
Phone: 91-22-22721233/4, 91-22-66545695 (Hunting)

Ref: Winy Commercial & Fiscal Services Limited (Scrip Code: 538873)

Sub: Submission of 30th Annual Report for the Financial Year 2018-19 of the Company.

Dear Sir,

Pursuant to Regulation-34 of SEBI (Listing obligations and Disclosure Requirements) Regulation, 2015, we submit herewith the soft copy of the Annual Report for the financial year 2018-19, which has been sent to the shareholders by the permitted mode.

The Annual Report meant for approval and adoption by the shareholders at the ensuing 30th AGM.

Kindly take the same on your record and display the same on the website of your stock exchange.

Thanking You

Yours Sincerely

For Winy Commercial & Fiscal services Limited

(Anju Agarwal)

Company Secretary &
Compliance Officer.

Enclose - 1 copy A/R

**WINY COMMERCIAL &
FISCAL SERVICES
LIMITED**



**30TH
ANNUAL REPORT
2018-2019**



CORPORATE INFORMATION

- MANAGING DIRECTOR : Amit Kumar Bajoria
- DIRECTORS : Shashank Srivastava
Sunil Shah
Rupali Saha
- COMPANY SECRETARY : Anju Agarwal
- AUDITORS : M/s. S. Jaykishan
Chartered Accountants
12, Ho-Chi-Minh Sarani,
Kolkata - 700 071.
Phone No. : 033-4003-5801
Fax No. : 033-4003-5832
Email: ritesagarwal@gmail.com
- BANKERS : HDFC Bank
KARNATAKA BANK
- REGISTERED OFFICE : 4A, Kapalitola Lane, Bowbazar,
Kolkata – 700 012.
Phone : 91-7980431386
Email Id : wcfsl1990@gmail.com and
winycommercial1990@winycomm.co.in
Web Site : www.winycomm.co.in
- SHARE TRANSFER AGENT : Maheshwari Datamatics Pvt. Ltd.
23, R. N. Mukherjee Road, 5th Floor,
Kolkata – 700 001.
Phone - 033 22435029 / 22482248
Fax - 033 22484787
Email - info@mdpl.in
Website – www.mdpl.in
- LISTED AT : B S E Limited &
The Calcutta Stock Exchange Association Limited.

NOTICE

Notice is hereby given that the 30th Annual General Meeting of **M/s Winy Commercial & Fiscal Services Limited** (CIN No. L65923WB1990PLC048472) will be held on Monday, the 30th September 2019 at 10.00 A.M. at the registered office of the Company at 4A, Kapalitola Lane, Kolkata-700012, West Bengal to transact the following business :

ORDINARY BUSINESS1. **Adoption of Audited Accounts:**

To receive, consider and adopt the Annual Audited Financial Statements for the year ended 31st March, 2019 together with the Reports of the Board of Directors and the Auditors thereon.

2. **Re-Appointment of Directors**

To appoint director in Place of Mr. Sunil Shah (Din No. 01562716) who retires by rotation at this AGM pursuant to the provisions of Sec 152 of the Companies Act, 2013 and being eligible offers himself for re-appointment.

3. **Re-Appointment of Auditor:**

Appointment of M. L. Choudhry & Co., Chartered Accountants (FRN : 306125E) as the Statutory Auditors of the Company in place of M/S S Jaykishan Chartered Accountants (FRN : 309005E) (who have completed their tenure of 5 years and do not seek re-appointment) for a period of 5 years from the Conclusion of this Annual General Meeting until the conclusion of the 35th Annual General meeting of the Company, to be held in the year 2024 on such remuneration as may be decided by the Board of Director's of the company based on the recommendations of the Audit Committee.

“RESOLVED FURTHER THAT, any of the Director's and the Company Secretary of the Company, be and is hereby severally authorised to do all such acts, deeds and things and to take all such steps as may be necessary, for the purpose of giving effect to the resolution.”

**By order of the Board
For Winy Commercial & Fiscal Services Limited**

Registered Office
4A, Kapalitola Lane,
Kolkata-700012
Dated : 30-05-2019

SD/-
(Amit Kumar Bajoria)
Chairman
(DIN – 00060567)

NOTES :

1. As a part its share listing process, the Board of Directors of the Company (“the Board”) was reconstituted and four Directors of the board are currently holding office, in term of the provisions of section 161 of the Companies Act, 2013(“the Act”) upto the date of the ensuing Annual General Meeting.
2. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote on a poll instead of himself / herself and a proxy need not be a member of the Company. Proxies to be effective must be received by the Company at its Registered Office not less than 48 hours before the commencement of the meeting.
3. The Register of Members and the Share Transfer Books of the Company will remain closed from 24-09-2019 to 30-09-2019 (both days inclusive).
4. In compliance with the provisions of section 108 of the Companies Act, 2013 Rule 20 of the Companies (Management and Administration) Rule, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015. Regulation 44 of the SEBI (LODR) Regulation,2015, and Secretarial Standard on General Meeting(SS2) issued by the Institute of Company Secretaries of India, the Company Secretaries of India the Company is pleased to provide its Members, the facility to exercise their right-to-vote on Resolutions proposed to be considered at the 30th Annual General Meeting (AGM) electronic means and the business may be transacted through E-Voting Services. The facility of casting the votes by the Members using an electronic voting system from a place other than venue of the AGM (Remote E-Voting) will be provided by the National Securities Depository Limited (NSDL).
5. Members of the Company, instead of casting their votes by the aforesaid Remote E-Voting may Cast their votes at the venue of the Annual General Meeting through physical ballot papers. Which shall be made available at the venue of the AGM and only such Members attending the meeting, who have not cast their vote by Remote E-Voting, shall be able to exercise their vote at the Meeting.
6. Securities and Exchange Board of India (SEBI) has decided that, with effect from 1st April 2019, Securities of listed companies can be transferred only in dematerialized form and. Therefore, members are advised to dematerialize as early as early as possible shares held by them in physical form.
7. Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Numbers (PAN) by every participant in the Securities market. Members holding Shares in electronic form are, therefore, requested to submit the (PAN) BY EVERY PARTICIPANT IN THE SECURITIES MARKET Members holding Shares in electronic form are, therefore, requested to submit the PAN details to their Depository Participants with whom they are maintaining their demat accounts.
8. Corporate Members intending to send their authorized representatives to

attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company a certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting at least three (3) days before the AGM.

9. The Members who have cast their vote remote E-voting prior to the AGM may also attend the AGM, but shall not be entitled to cast their vote again.
10. The remote E-Voting period commences on 27th September, 2019 (10.00 A.M IST) and ends on 29th September, 2019 (5.00 P.M IST). During this period Members of the Company. Holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 20th September, 2019. May cast their vote by remote E-Voting. The remote E-Voting. The remote E-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.
11. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only.
12. **The process and manner for remote E-voting are as under.**
 1. The process of voting electronically on NSDL's E-Voting systems involves the steps mentioned hereunder :
 - Steps # 1 : Log-in to NSDL E-voting system at <https://www.evoting.nsd.com>
 - Steps # 2: Cast your vote electronically on NSDL E-Voting System.

Details regarding Step # 1 are mentioned below :

1. Visit the E-Voting website of NSDL. Open web browser by typing the following URL: <https://www.E-voting.nsd.com> / either on personal computer or a mobile.
2. Once the home page of E-Voting system is launched click on the icon Login which is available under the 'Shareholder' tap.
3. A new Screen will open. You will have to enter your user Id. Your password and a verification code, as shown on the screen. Alternatively, if you are registered for NSDL's e-service i.e. IDEAS. You can log in at <https://eservices.nsd.com> / using your existing IDEAS login credentials. Once you log in .click on E-Voting and you can proceed to Step # 2 i.e. casting your vote electronically.
4. **Your User ID Details are given below :**

Member of holding shares i.e. demat (NSDL or CDSL) or physical	Your User ID is
a) For Members who hold shares in demat account with NSDL	Eight-character DP ID followed by eight-digit Client ID for Example, if your DP I is IN3000***** and Client ID is 12***** then your user ID is IN 3000*** 12****

- b) For members who hold shares in demat account with CDSL 16 digit Beneficiary Id For example if your Beneficiary ID is 12***** then your User ID is 12*****
- c) For Members holding share in physical form Event Number followed by Folio Number register with the Company for example if Folio number is 001***** and Event Number is 101456 then User ID is 101456001*****

5. **Your password details are given below :**

- a. If you are already registered for E-voting then you can use existing password to log in and cast your vote.
- b. If you are using NSDL E-Voting system for the first time. You will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password'. You need to enter the 'initial password' and the system will force you to change your password. You need to enter the 'initial password' and the system will force you to change your password.
- c. **How to retrieve your 'initial password'?**
 - i. If your E-mail ID is registered in your demat account or with the company. Your 'initial password' is communicated to you on your E-mail ID. Trace the E-mail sent to you from NSDL from your mailbox. Open the E-mail and open the attachment i.e. a pdf file. Open the .pdf file. The password to open the pdf file is your eight-digit client ID for NSDL account and the last eight digits of Client ID for CDSL account or Folio Number for shares held in physical form. The Pdf file contains your User ID and your initial password'.
 - ii. If your E-mail ID is not registered, your 'initial password' is communicated to you on your postal address.
- 6. If you are unable to retrieve or have not received the 'initial password' or have forgotten your password.
 - a) Click on 'Forgot User Details/Password? (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsd.com or CDSL) option available on www.evoting.nsd.com
 - b) Physical User Reset Password? (if you are holding shares in physical mode) option available on www.evoting.nsd.com.
 - c) If you are still unable to get the password by aforesaid two options. You can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN your name and your registered address.
- 7. After entering your password, tick on Agree to 'Terms and Conditions' by selecting on the check box.

8. Now, you will have to click on the Login button.
9. After you click on the Login' button, the home page of E-Voting will open.

Details regarding Step # 2 are mentioned hereunder.

1. After successful login following step # 1, you will be able to see the home page of E-Voting, Click on E-Voting. Then click on Active Voting Cycles.
2. After Click on Active Voting Cycles, you will be able to see all the EVENs of companies in which you are holding shares and who's voting cycle s in active status.
3. Select EVEN of company for which you wish to cast your vote.
4. Now you are ready for E-Voting as the voting page opens.
5. Cast your Vote by selecting appropriate options i.e. asset or dissent, verify /modify the number of shares for which you wish to cast your vote and click on 'Submit' and also 'Confirm' when prompted.
6. Upon confirmation, the message 'Vote. Cast successfully will be displayed.
7. You can also take the printout of the Votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

13. General guidelines for shareholders

- a) The E-Voting period commences on the 27th day of September, 2019 from 10:00 AM and ends on the 29th day of September, 2019 at 05:00 PM. During this period, shareholders of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date of 20th September, 2019, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.
- b) **Mr. Anurag Fatehpuria** a Practicing Company Secretary (Membership No. A34471 and COP No. 12855), has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- c) It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the E-Voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the 'Forgot User Details/Password? Or 'Physical User Reset Password? Option available on www.evoting.nsdl.com to reset the password.
- d) Login to the E-Voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the 'forgot Password? Option available on the site to reset the password.

- e) If you are already registered with NSDL for remote E-Voting then you can use your existing user ID and password / PIN for casting your Vote.
- f) You can also update your mobile number and E-mail ID in the user profile details of the folio which may be used for sending future communication(s).
- g) The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date 20th September, 2019.
- h) A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of remote E-Voting as well as voting at the AGM either through electronic voting system or ballot paper.
- i) The Results of voting will be declared within 48 hours from the conclusion of AGM. The declared results along with the Scrutinizer's Report will be available forthwith on the website of the Company www.stservices.org.in and on the website of NSDL. Such results will also be displayed on the Notice Board at the Registered Office of the Company and shall be forwarded to the BSE Limited and Calcutta Stock Exchange Limited.
- j) For convenience of the Members and proper conduct of the Meeting, entry to the meeting Venue will be regulated by the Attendance Slip. Which is enclosed with Notice Members are requested to sign at the place provided on the Attendance Slip and hand it over at the Registration Counter at the Venue.
- k) Member desiring any information relating to the accounts are request to write to the Company will in advance so as to enable the management to keep the information ready.
- l) The members who do not have the access to e-voting facility may exercise voting by sending duly completed ballot Form so as to reach the Scrutinizer appointed by the Board of Directors of the Company at the registered office of the Company not later than 6:00 pm on the 29th day of September, 2019.

In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the Downloads sections of <https://www.evotng.nsd.com> or contact NSDL at the following toll free no. : 1800-222-990.

**By order of the Board
For Winy Commercial & Fiscal Services Limited**

Registered Office
4A, Kapalitola Lane,
Kolkata-700012
Dated : 30-05-2019

SD/-
(Amit Kumar Bajoria)
Chairman
(DIN – 00556652)

BOARD'S REPORT**Dear Shareholders,**

Your Directors have the pleasure in presenting before you the 30th Annual Report together with Audited Statement of Accounts of **Winy Commercial & Fiscal Services Limited** ("the Company") for the year ended 31st March, 2019.

FINANCIAL PERFORMANCE**(Amount in Rupees)**

Financial Statements	Standalone	
	31/03/2019	31/03/2018
Total Income	2648403	2867223
Profit/(loss) before Depreciation & Taxation	(15101994)	135427
Depreciation	10538	10389
Profit before taxation	(15112532)	125038
Provision for Income Tax	—	33070
Provision for Deferred Tax	(209)	(972)
Net Profit/(Loss) After Tax	(15112323)	92940
Add: Contingent Provision against Standard Assets.	19758	152
Earlier year Excess Provisions	36	—
Profit/(Loss) brought forward from previous year	605009	530507
Profit available for appropriation	(14487520)	623599
Less: transferred to special reserve.	—	(18590)
Profit/(Loss) carried to Balance Sheet	(14487520)	605009

Reserve & Surplus

The Balance of Reserve & Surplus, as at 31st March, 2019 stands at Rs. (9720879)/- after making appropriations indicated above.

Review of Operations

The Company is a Non-Banking Financial Company and engaged in advancing of Loans and Investments in shares and securities. Company sold some of its Investments and incurred losses, however these were in the long-term interest only. It is expected that Financial Markets will have difficult times ahead and yields from Financial Activities will be lower and more Risky.

Dividend

In view of losses, the Directors are not recommending any dividend during the financial year ended 31st March, 2019.

Listing of Shares of the Company

The shares of the Company are listed at Calcutta Stock Exchange & BSE Limited.

Change in Nature of Business

There was no change in the nature of business of the Company.

Material Changes and Commitments

There are no material changes and commitments affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report.

Internal Control System

The Company has in place adequate internal control systems and procedures commensurate with the size and nature of the business. These systems and procedures provide reasonable assurance of maintenance of proper accounting records, reliability of financial information, protection of resources and safeguarding of assets against unauthorized use.

Share Capital / Finance

During the year under review, the Company has not issued any shares or any convertible Instruments.

Extract of Annual Return

Pursuant to section 92(3) of the Companies Act, 2013 ('the Act') and rule 12(1) of the Companies (Management and Administration) Rules, 2014, extract of annual return is Annexed as **Annexure 1**.

Directors' Responsibility Statement

Pursuant to the requirement under Section 134(5) of the Companies Act, 2013, your Directors confirm that :

- (a) In the preparation of the annual accounts for the financial year ended 31st March, 2019, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) The directors had prepared the annual accounts on a going concern basis; and
- (e) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

- (f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Meetings

Details of the various meetings held during the financial year **2018-19** is been given in the Corporate Governance Report.

Corporate Governance Report

Your Company recognizes the importance of good Corporate Governance in building shareholders confidence, improving investor protection and enhancing Long-term enterprise value. A report on Corporate Governance is annexed.

SEBI (LODR) Regulations, 2015

All the regulations and provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has been complied by the Company within the due date.

MD/CFO Certification

The Company has obtained a certificate as required under Regulation -17(8) of SEBI (LODR) Regulation, 2015, for the year ended 31-03-2019.

Statutory Auditors, their Report and Notes to Financial Statements

Tenure of M/S S jaykishan, Chartered Accountants (FRN : 309005E), Statutory Auditors will expire upon the conclusion of the 30th AGM of the Company.

The Board of Directors approached M/s M. L. Choudhry & Co., Chartered Accountants (FRN : 306125E), Kolkata, and received consent from the Auditors to the effect that if they are appointed, it would be in accordance with the provisions of the Section 141 or other applicable provisions of the Companies act, 2013, Accordingly a resolution proposing appointment of M/s M. L. Choudhry & Co., Chartered Accountants, as the Statutory Auditors of the Company pursuant to Section 139 of the Companies Act, 2013 forms part of the 30th AGM for approval of members.

The Report given by the Auditors on the financial statement of the Company is part of this Report and are self-explanatory. There has been no qualification, reservation, adverse remark or disclaimer given by the Auditors in their Report.

Secretarial Audit

In terms of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the company has appointed Mis. Anjali Mishra (ACS No.:52144), a Practicing Company Secretary (COP No: 19195) as Secretarial Auditors of the Company. The Secretarial report of the Secretarial Auditors is enclosed as **Annexure 2** to this report. The report is self-explanatory and do not call for any further comments.

Particulars of Loans, Guarantees or Investments under sec-186 of Companies Act, 2013**a) Details of Loans and Advances Given (Unsecured) :
(Provided for Business Purposes)**

Details of Loans advances are given in the notice to the Financial Statements.

b) Details of Investments :

The details of the Investments made by the Company, is given in the notes to the Financial Statements.

Related Party Transactions

Transactions with the Related Parties are given in the Notes to Financial statements.

Vigil Mechanism Policy

The Board has adopted a whistle blower policy for the Company. The policy is formulated to provide opportunity to all the employees to access in good faith, to the Audit Committee of the Company, in case they observe any unethical and improper practice or behavior or wrongful conduct in the Company and to prohibit managerial personnel from taking adverse personnel action against such employee.

Declaration by Independent Directors

The Independent Directors have submitted their declaration of independence, as per the Companies Act, 2013 to the Board.

Formal Annual Evaluation

The Board has adopted a policy for evaluation of itself along with all its committees and all the directors individually. Based on such policy, the Board in its first Board Meeting held after the financial year 2017-18, performed an evaluation of its own working of all its committees and personal evaluation of Directors.

Corporate Social Responsibility

The provisions of Companies Act, 2013 regarding Corporate Social Responsibility are not applicable to the Company.

Risk Management Policy

Pursuant to section 134(3)(n) of the Companies Act, 2013, the Company has adopted a Risk Management policy. The Board identifies some risks that may affect the business of your Company and segregate them in various categories. Based upon such categories Board has directed the management to adopt and follow certain preventive steps. Board reviews the Risks periodically.

Directors and Key Managerial Personnel

Mr. Sunil Shah (DIN No. 01562716) Director retire by rotation at the forthcoming Annual General Meeting and being eligible, offer himself for reappointment.

Public Deposits

Your Company has not accepted any deposits from public in terms of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits Rules), 2014.

Transfer of Amounts to Investor Education and Protection Fund

There were no funds which were required to be transferred to Investor Education and Protection Fund (IEPF).

Particulars of Employees (Managerial Remuneration)

The information required pursuant to sec-197 read with Rule 5 of The Companies Appointment and Remuneration of Managerial Personnel) Rules, 2014—

The ratio of remuneration of median employee to that of the Managing Director and Company Secretary are 1:1 and 1:1 respectively. No other directors get any remuneration from the Company.

Energy, technology absorption, foreign exchange earnings and outgo

Since the Company is an Investment Company, the particulars relating to conservation of energy and technology absorption stipulated in the Companies (Accounts) Rules, 2014 are not applicable.

Statutory & Legal Matters

A letter was received by the Company from BSE during 2017-18, regarding issue related to Shell Companies and appointment of Forensic Auditor therein. The Company has duly replied to all the queries issued by the BSE. Further the Company has filed Suit against appointment of Forensic Auditor and the same is subjudice.

Acknowledgement

Your Directors would like to express their sincere appreciation of the co-operation assistance received from everyone related to the Company during the year under review.

For and on behalf of the Board
WINY COMMERCIAL & FISCAL SERVICES LIMITED

Sd/-
Amit Kumar Bajoria
(Managing Director)
(DIN: 00060567)

Date : 30-05-2019
Place : Kolkata

Annexure 1
Form No. MGT-9
EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31st March, 2019
of

WINY COMMERCIAL & FISCAL SERVICES LIMITED

[Pursuant to Section 92(1) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. Registration and other Details :

Sl. No.	Particulars	
i)	CIN	L65923WB1990PLC048472
ii)	Registration Date	27-02-1990
iii)	Name of the Company	WINY COMMERCIAL & FISCAL SERVICES LIMITED
iv)	Category / Sub-Category of the Company	Company Limited by Shares
v)	Address of the Registered Office and contact details	4A, Kapalitola Lane, Bowbazar, Kolkata-700012 PHONE: 91-7980431386 E-mail : wcfsl1990@gmail.com Website: www.winycomm.co.in
vi)	Whether listed company Yes/ No	Yes
vii)	Name, Address and contact details of Registrar & Transfer Agents (RTA), if any	Maheshwari Datamatics Pvt. Ltd. 23, R.N. Mukherjee Road, 5 th Floor, Kolkata-700001 Phone: 033-22435029/22482248, E-mail : info@mdpl.in Website : www.mdpl.in

II. Principal Business Activities of the Company

All the business activities contributing 10 % or more of the total turnover of the company shall be stated :—

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1.	Non Banking Finance Company	66190	100

III. Particulars of Holding, Subsidiary and Associate Companies —

Sl. No	Name and Address of the Company	CIN/GLN	Holding / Subsidiary/ Associate	% of Shares held	Applicable Section
1.	NIL	NIL	NIL	NIL	NIL

VI. Share Holding Pattern (Equity Share Capital Breakup as percentage of Total Equity)
(i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year %				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Share	
A. Promoters									
1) Indian									
a) Individual/HUF	-	-	-	-	-	-	-	-	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt (s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	1650000	-	1650000	20.95	1650000	-	1650000	20.95	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A) (1) :-	1650000	-	1650000	20.95	1650000	-	1650000	20.95	-
(2) Foreign									
a) NRIs-Individual	-	-	-	-	-	-	-	-	-
(b) Other – Individuals	-	-	-	-	-	-	-	-	-
(c) Bodies Corp.	-	-	-	-	-	-	-	-	-
(d) Banks / FI	-	-	-	-	-	-	-	-	-
(e) Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A) (2):-	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	1650000	-	1650000	20.95	1650000	-	1650000	20.95	-
B. Public Shareholding									
1. Institutions									
(a) Mutual Funds	-	-	-	-	-	-	-	-	-
(b) Banks / FI	-	-	-	-	-	-	-	-	-
(c) Central Govt.	-	-	-	-	-	-	-	-	-
(d) State Govt.(s)	-	-	-	-	-	-	-	-	-
(e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
(f) Insurance Companies	-	-	-	-	-	-	-	-	-
(g) FIIs	-	-	-	-	-	-	-	-	-
(h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
(i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1) :-	-	-	-	-	-	-	-	-	-

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year %				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total	
2. Non-Institutions									
(a) Bodies Corp.									
(i) Indian	2509925	406000	2915925	37.03	2734925	181000	2915925	37.03	-
(ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
(i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	297420	204300	501720	06.37	263760	204300	468060	5.94	-0.43
(ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	1065815	1741400	2807215	35.65	2253875	587000	2840875	36.0752	0.43
(c) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(2) :-	3873160	2351700	6224860	79.05	5252560	972300	6224860	79.05	-
Total Public Shareholding (B) = (B)(1) + (B)(2)	3873160	2351700	6224860	79.05	5252560	972300	6224860	79.05	
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	5523160	2351700	7874860	100	6902560	972300	7874860	100	-

(ii) Shareholding of Promoters

Sl No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of theyear			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged /encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged /encumbered to total shares	
1.	Centuple Finance Pvt. Ltd.	1150000	14.60	NIL	1150000	14.60	NIi	0.00
2.	Edmond Securities Pvt. Ltd.	500000	6.35	Nil	500000	6.35	Nil	0.00

(iii) Change in Promoters' Shareholding (please specify, if there is no change)

Sl. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year	No changes in Promoter's shareholding during the year.			
2	Date wise Increase /Decrease in Promoters Share holding during the Year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
3	At the end of the year				

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Karma Solutions Pvt. Ltd.	380000	4.83	380000	4.83
2	Payanta Trades Pvt. Ltd.	360000	4.57	360000	4.57
3	Bliss Tie up Pvt. Ltd.	313015	3.97	313015	3.98
4	Nitson Retailer Pvt. Ltd.	290000	3.68	290000	3.68
5	Amodini Sales Pvt. Ltd.	280000	3.56	280000	3.56
6	Booster Commercial Pvt. Ltd.	261050	3.31	261050	3.31
7	Parag Communication Pvt. Ltd.	235800	2.99	235800	2.99
8	Karma Fincom Pvt. Ltd.	181000	2.30	181000	2.30
9	Morgan Enterprises Pvt. Ltd.	171200	2.17	171200	2.17
10	Subhadra Surolia	190000	2.41	190000	2.41
11	Navendu Maity	190000	2.41	190000	2.41
12	Ranjit Soni	186000	2.36	186000	2.36

(v) Shareholding of Directors and Key Managerial Personnel :

Sl. No.	For Each of the Director and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year				
2	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	No changes in shareholding of Director's and Key Managerial during the year.			
3	At the end of the year				

VI. Indebtedness
Indebtedness of the Company including interest outstanding/accrued but not due for payment

Particulars	Secured Loans Excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	Nil	Nil	Nil	Nil
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i+ii+iii)	Nil	Nil	Nil	Nil
Change in Indebtedness during the financial year				
• Addition	Nil	Nil	Nil	Nil
• Reduction	Nil	Nil	Nil	Nil
Net Change	Nil	Nil	Nil	Nil
Indebtedness at the end of the financial year				
i) Principal Amount	Nil	Nil	Nil	Nil
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i+ii+iii)	Nil	Nil	Nil	Nil

VII. Remuneration of Directors and Key Managerial Personnel
A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sl. No.	Particulars of Remuneration	Managing Director	Total Amount
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under	120000 NIL NIL	120000 NIL NIL
2.	Stock Option	NIL	NIL
3.	Sweat Equity	NIL	NIL
4.	Commission - as % of profit - others, specify...	NIL NIL NIL	NIL NIL NIL
5.	Others, please specify	NIL	NIL
	Total (A)	120000	120000

B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Name of Directors					Total Amount
1.	Independent Directors • Fee for attending board /committee meetings • Commission • Others, please specify	Nil	Nil	Nil	Nil	Nil	Nil
	Total (1)	Nil	Nil	Nil	Nil	Nil	Nil
2.	Other Non-Executive Directors • Fee for attending board /committee meetings • Commission • Others, please specify	Nil	Nil	Nil	Nil	Nil	Nil
	Total (2)	Nil	Nil	Nil	Nil	Nil	Nil
	Total (B)=(1+2)	Nil	Nil	Nil	Nil	Nil	Nil
	Total Managerial Remuneration	Nil	Nil	Nil	Nil	Nil	Nil
	Overall Ceiling as per the Act	NA	NA	NA	NA	NA	NA

C. Remuneration To Key Managerial Personnel Other Than MD/ Manager/ WTD

Sl. No.	Particulars of Remuneration	Key Managerial Personnel	
		Company Secretary	Total
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) I income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	108000 Nil Nil	108000 Nil Nil
2	Stock Option	Nil	Nil
3	Sweat Equity	Nil	Nil
4	Commission - as % of profit - others, specify...	Nil Nil	Nil Nil
5	Others, please specify	Nil	Nil
	Total	108000	108000

VII. Penalties / Punishment / Compounding of Offences:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ ompounding fees imposed	Authority [RD/ NCLT / COURT]	Appea made, if any (give Details)
A. COMPANY					
Penalty			None		
Punishment					
Compounding					
B. DIRECTORS					
Penalty			None		
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty			None		
Punishment					
Compounding					

REPORT ON CORPORATE GOVERNANCE

The Directors of the Company's Report on Corporate Governance for the financial year ended March 31, 2019, pursuant to the provisions of Regulation 34(3) read with Schedule V of the SEBI(LODR) Regulations, 2015.

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Effective Governance at Winy Commercial & Fiscal Services Limited is directed at the enhancement of shareholders' value while protecting the interests of the other stakeholders.

BOARD OF DIRECTORS COMPOSITION :

The Board of Directors consists of one M. D. and three Directors, including one Women Director.

The Board of Directors meets at least once in a quarter, with a maximum gap of four months between any two meetings, to review the Companies performance and financial results and more often, if considered necessary, to transact any other business.

The details of composition of the Board of Directors are as follow :

Name	Status	No. of Directorship In other Companies excluding Directorships held in Private Limited Companies	No. of Committee Membership in other companies	Date of Appointment
Mr. Amit Kumar Bajoria	Managing Director	—	—	29/04/2000
Mr. Shashank Srivastava	Director	—	—	09/06/2003
Mr. Sunil Shah	-Do-	—	—	03/09/2007
Mrs. Rupali Saha	-Do-	—	—	13/07/2015

During the year under review, Seven Board Meetings were held, the dates are as follows :

15th May 2018, 31st July 2018, 6th Aug 2018, 30th Sep 2018, 31st October, 2018, 31st January 2019, 31st March 2019, Last Annual General Meeting was held on 28th September 2018.

Following are the details of attendance of Directors at the Board Meetings and at the Annual General Meeting held during the year :

Directors	No of Board Meeting held during the tenure of the Directors	No of Board Meeting attended	Last AGM attendance
Mr. Amit Kr. Bajoria	7	7	Present
Mr. Shashank Srivastava	7	7	Present
Mr. Sunil Shah	7	7	Present
Mrs. Rupali Shah	7	7	Present

No sitting fees were paid for attending Board Meetings/Committee Meetings.

❖ **Functioning and responsibilities of Board of Directors.**

The Board of Directors plays the primary role in ensuring good corporate governance and functioning of the Company. All statutory and other significant and material information including information mentioned in the Regulation 17 of SEBI (LODR) Regulation, 2015 is placed before the Board to enable it to discharge its responsibilities of strategic supervision of the company as trustees of the members.

❖ **Compliance with Laws**

Pursuant to Regulation 17(3) of SEBI (Listing Obligation & Disclosure Requirements) Regulation 2015, the Board Periodically reviews compliance report of all laws applicable to the Company as prepared by the Company. There has been no Non-compliance in the respect.

❖ **Code of Conduct**

The Company maintains a well-defined Code of Conduct for Board Members and Senior Executive of the Management, and the same has been circulated to all concerned and it is also hosted on the website of the Company, as per Regulation 17(5) SEBI (LODR) Regulation, 2015, the Board Members and Senior Executive of the Management have given their declaration confirming compliance of the provisions of the above code of conduct.

2. Audit Committee

The Audit Committee consists of 2/3rd of the director's. The role and duties of the Audit Committee have been defined by the board of the Directors under section 177 of the Companies Act, 2013 and cover the area mentioned under Regulation 18 of SEBI (LODR) Regulation, 2015. At least one meeting of the Audit Committee was held in every quarter and the time gap between two consecutive meetings of the Audit Committee did not exceed 120 days during the financial year 2018-19.

Sl. No.	Name	Chairman/ Members
1	Mr. Shashank Srivastava	Chairman
2	Mr. Sunil Shah	Member
3	Mrs. Rupali Saha	Member

The Committee had met 4 times during the year.

3. Vigil Mechanism Committee.

The Vigil Mechanism Committee acts in accordance with the prescribe provision of section 177 of the Companies Act, 2013 and Regulation 22 of the SEBI (LODR) Regulations, 2015.

Sl. No.	Name	Chairman/ Members
1	Mr. Sunil Shah	Member
2	Mrs. Rupali Saha	Chairman
3	Mr. Shashank Srivastava	Member

The Committee had met 3 times during the year.

4. Nomination & Remuneration Committee

The Nomination and Remuneration Committee acts in accordance with the prescribe provision of section 178 of the Companies Act, 2013 and Regulation 19 & Part-D of Schedule-II of the SEBI(LODR) Regulation, 2015.

This Committee shall identify the persons, who are qualified to become Director's of the Company/who may be appointed in senior management in accordance with the criteria laid down, recommended to the Board their appointment and removal and also shall carry out evolution of every Director's performance. Committee shall also formulate the criteria for determining qualifications, positive attributes, independent of the Director's and recommend to the Board a Policy, relating to the remuneration for the Director's, Key Managerial Personnel and other Employees.

Sl. No.	Name	Chairman/ Members
1	Mrs. Rupali Saha	Member
2	Mr. Shashank Srivastava	Member
3	Mr. Sunil Shah	Chairman

The Committee had met 3 times during the year.

5. Shareholders Relationship & Investor Grievance Committee :

The Shareholders' Relationship Committee has been constituted in accordance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 and part D of Schedule VI of SEBI(LODR) Resolutions, 2015, including the scope and terms of reference.

Composition

The role of the committee is to look into the redressing of share holders and investors complaints like transfer of shares, non-receipt of Balance Sheet, Non-receipt of share Certificates etc. The Committee works under the chairmanship of Mr. Sunil Shah with other member being Mr. Shashank Srivastava & Mrs. Rupali Saha

Name and designation of the Compliance officer Mrs. Anju Agarwal, Company Secretary. The Meeting of the Shareholders Grievance Committee had met 3time during the year.

Status of shareholder's Complaints :

The status of investor's complaints after Committee formation is as follows :

1	Total Number of Complaints Received	Nil
2	No. of Complaints pending as on 31/03/2019	Nil
3	No. of pending share transfer as on 31/3/2019	Nil

6. Annual General Meetings :

Particulars	FY 2015-2016	FY 2016-2017	FY 2017 - 2018
Date and Time	30.09.2016 At 11:30 A.M.	23.09.2017 At 11:30 A.M.	28.09.2018 At 11:30 A.M.
Venue	18,Giribabu Lane, Kolkata-700012.	18,Giribabu Lane, Kolkata-700012.	4A, Kapalitola Lane, Kolkata-700012
No of AGM	27 th	28 th	29 th

Postal Ballot

No postal Ballot exercise was conducted during the financial year ended 31st March, 2019.

Remote e-voting and ballot voting at Annual General Meeting (AGM)

The Company has arranged for remote e-voting facility. The Company has engaged M/s Maheshwari Datamatics Pvt. Ltd. to provide e-voting facility to all the members. Members whose names appear on the Register of Members as on 20-09-2019 shall be eligible to participate in the e-voting. The facility for voting through ballot will also be made available at the AGM and the members who have not already cast their vote by remote e-voting can exercise their vote at AGM.

a) Subsidiary Company

The Company does not have any subsidiary Company.

b) Related Party Transactions

All transactions entered into the related parties as defined under the Companies Act, 2013 and Regulation 23(3) of the SEBI(LODR) Regulation, 2015 were in the ordinary course of business and on arm's length pricing basis. There were no materially significant transactions with the related parties during the financial year which were in conflict with the interest of the Company.

c) Compliance with Accounting Standards.

In the preparation of the financial statements, the Company has followed the Accounting Standards specified under section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014. The significant accounting policies which are consistently applied have been set out in the notes to the financial statements.

d) Details of non-compliance during the last three years.

There are certain strictures imposed on the company by BSE, and the same are been complied, to the extent possible. These matters remain Sub-Judice also.

Means of communication :

- a) The Annual, Half-yearly and quarterly financial results are submitted to the Stock Exchanges within 45 days of the end of respective quarter and the audited financial results are announced within 60 days of the end of the financial year. The results are published in leading English and also in a Bengali Newspaper. The result is also promptly forwarded to stock exchanges in which the shares of the Company are listed.
- b) The Financial results & Press releases are posted on the Company's website. www.winycomm.co.in.
The Annual Report of the Company is also available on the website in a user-friendly and downloadable form.
- c) No presentations were made to institutional investors or to analysis.
- d) The Report of the Directors, Forming part of the Report & Accounts includes all aspect of the Management Discussion & Analysis Report.

7. General Shareholders Information:

Registered Office : 4A, Kapalitola Lane, Bowbazar, Kolkata – 700 012 ,
Phone No. : 91-7980431386
Email : wcfsl1990@gmail.com
Website : www.winycomm.co.in

Annual General Meeting : Date & Time: 30/09/2019 , at 10:00 a.m. Venue: Registered Office

Financial Calendar (Tentative) :

Financial reporting for :

Quarter Ending 30/06/2019	End of July, 2019
Quarter and Half year ending 30/9/2019	End of October, 2019
Quarter ending December 31/12/2019	End of January, 2020
Quarter ending 31/03/2020	End of May, 2020

Date of Book Closure : 24/09/2019 to 30/09/2019 (both days inclusive)

Listing at Stock Exchanges :

- Calcutta Stock Exchange, Kolkata (Stock Code : 0033125)
- Bombay Stock exchange (Stock Code: 538873)

Market price data: high, low, during each month in last financial year(CSE) :

Details of share High/Low market price during 2018-2019, are given below :—

Month	High	Low
Apr'18	5.50	5.50
May'18	5.50	5.50
Jun'18	5.50	5.50
July'18	5.50	5.50
Aug'18	5.50	5.50
Sep'18	5.50	5.50
Oct.18	5.50	5.50
Nov'18	5.75	5.75
Dec'18	6.03	6.03
Jan'19	6.03	6.03
Feb'19	6.03	6.03
Mar'19	6.03	6.03

Registrar and Share Transfer Agent

Share transfers, dematerialisation of shares, dividend payment and all other investor related activities are being attended to and processed at the office of Registrar and Transfer Agent at the following address :

M/s Maheshwari Datamatics Pvt. Ltd.

23, R. N. Mukherjee Road, 5th Floor,
Kolkata : 700 001
Phone No. : 033-22435029/22482248
Fax No. : 300-22484787
E-mail id : info@mdpl.in
Web Site : www.mdpl.in

Pattern of Shareholding as at 31st March, 2019.

Category of Share Holding as on 31 st March, 2017. :	Category	No. of Shares held	% of Share holding
	• Promoters	1650000	20.95
	• Mutual Funds	Nil	Nil
	• Banks/Financial/Institution/Insurance Companies	Nil	Nil
	• Foreign Institutional Investors	Nil	Nil
	• Other Companies	2915925	37.03
	• NRIs/OCBs	Nil	Nil
	• Individuals & Others	3308935	42.02
	Total	7874860	100.00

ISIN No. : INE111C01013
CIN No : L65923WB1990PLC048472

Outstanding GDRs/ ADRs/ : The Company has not issued any GDRs/ADRs/
Warrants or any Convertible Warrants or any Convertible instruments.
instruments, conversion
date and impact on equity.

Distribution of Shareholdings as on 31st March 2019

Range In No of Shares	No. of Holders	Percentage	Total Shares	Percentage
Upto 500	360	60.51	71765	0.92
501 to 1000	94	15.80	78000	0.99
1001 to 2000	3	0.50	4700	0.06
2001 to 3000	13	2.18	34650	0.44
3001 to 4000	6	1.01	23050	0.29
4001 to 5000	5	0.84	24395	0.31
5001 to 10000	30	5.04	255400	3.24
10001 to above	84	14.12	7382900	93.75
Grand Total	595	100.00	7874860	100.00
Grand Total	599	100.00	7874860	100.00

9. Address for Correspondence:

Company	RTA
Register Office: 4A, Kapalitola Lane, Bowbazar, Kolkata - 700 012, Telephone No. 91-7980431386 Email id: wcfsl1990@gmail.com winycommercial1990@winycomm.co.in Web site : www.winycomm.co.in	Maheshwari Datamatics Pvt. Ltd. 23, R. N. Mukherjee Road, 5 th Floor, Kolkata - 700 001 Phone - 033-22435029/22482248 Fax - 033-22484787 Email :- info@mdpl.in Website - www.mdpl.in

**DECLARATION AFFIRMING COMPLIANCE OF PROVISIONS OF THE
CODE OF CONDUCT**

I, Amit Kumar Bajoria, Managing Director of Winy Commercial & Fiscal Services Ltd., hereby declare that all the members of the Board of Directors and the Senior Management Personnel have affirmed compliance with the Code of Conduct, for the year ended 31st March 2019.

For Winy commercial & Fiscal Services Limited

Sd/-
(Amit Kumar Bajoria)
(Managing Director)
(DIN: 00060567)

Date: 30-05-2019
Place : Kolkata

CERTIFICATION BY MANAGING DIRECTOR

**[Regulation – 17(8), Pursuant to specified in Part-B of
Schedule II of SEBI (LODR) Regulation, 2015]**

**The Board of Director,
Winy Commercial & Fiscal Services Limited,**

I, Amit Kumar Bajoria, Managing Director of Winy Commercial & Fiscal Services Limited, certify that :

1. I have received the financial statements and Cash Flow statement for the Financial year ended 31st, March 2019 and to the best of my knowledge and belief; we state that :—
 - a) these statements do not contain any materially untrue statement or omit any material facts or contain statements that might be misleading ;
 - b) these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transaction entered into by the company during the years 2018-2019, which are fraudulent, illegal or violative of the company's code of conduct.
3. I accept responsibility for establishing and maintaining internal controls for financial reporting and that I have evaluated the effectiveness of the internal control systems of the company pertaining to financial reporting. I have disclosed to the Auditors and Audit Committee, in the design of operation of internal controls, if any of which I am aware and the steps taken or proposed to be taken to rectify these deficiencies.
4. I have indicated, wherever applicable, to the Auditors and the audit committee :
 - a) Significant changes in internal control over financial reporting during the year ;
 - b) Significant changes in accounting policies during the year and that the same has been disclosed in the notes to the financial statements: and
 - c) Instances of significant fraud of which I have become aware of and which involve management or other employees who have significant role in the company's internal control system over financial reporting. However, during the year there were no such changes or instances.

SD/-

Amit Kumar Bajoria
Managing Director

Date : 30-05-2019.

Place : Kolkata



CERTIFICATE BY PRACTICING COMPANY SECRETARY

[Pursuant to Schedule V read with Regulation 34(3) of SEBI Listing Regulations (as amended)]

In the matter of Winy Commercial & Fiscal Services Limited (CIN : L65923WB1990PLC048472) having its registered office at 4A, Kapalitola Lane, Kolkata- 700 012.

On the basis of examination of the books, minute books, form and return filed and other records maintain by the Company and declarations made by the directors and explanations given by the Company, I certify that none of Board of Directors of the Company (during 1st April, 2018 to 31st March, 2019) have been debarred or disqualified from being appointed or continuing as director of companies by the Board / Ministry of Corporate Affairs or any such statutory authority.

SD/-

Anjali Mishra

Practicing Company Secretary
COP No. 19195, ACS No. 52144.

Place : Kolkata

Date : 30-05-2019

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT

This to confirm that the Company has adopted a code of Conduct for Board of Directors and Senior Managements code of Conduct is available on the Company's website.

I hereby declare that all the members of Board of Directors and Senior Management have affirmed compliance with the code of conduct adopted by the Company.

SD/-

Amit Kumar Bajoria
(Managing Director)

Place : Kolkata

Date: 30-05-2019

INDEPENDENT AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members of
Winy Commercial & Fiscal Services Limited

1. This certificate is issued in accordance with the terms of our engagement.
2. We, S Jaykishan, Chartered Accountants, the statutory auditors of Winy Commercial & Fiscal Service Limited, ("the Company") have examined the compliance of conditions of Corporate Governance by the Company, for the year on March 31, 2019, as stipulated in regulations 17 to 27 and clause (b) to (i) of regulation 46(2) and para C and D of Schedule V of the SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations).

Management's Responsibility

3. The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in Listing Regulations.

Auditor's Responsibility

4. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the condition of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
5. We have examined the books of account and other relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.
6. We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on Certification of Corporate Governance issued by the Institute of the Chartered Accountants of India (the ICAI), the Standards on Auditing specified under Section 143(10) of the Companies Act, 2013, in so far as applicable for the purpose of this certificate and as per the Guidance Note on Reports or Certificates for Special Purpose issued by the ICAI which requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.

Opinion

7. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the Listing Regulation during the year ended March 31, 2019.
8. We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For S. Jaykishan
Chartered Accountants

SD/-
(Ritesh Agarwal)
Partner
(M. No: 062410)
Firm Registration No. 309005E
Place of Signature: Kolkata
Date: 30th May, 2019.

Form No. MR-3**SECRETARIAL AUDIT REPORT****FOR THE FINANCIAL YEAR ENDED March 31, 2019**

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Winy Commercial & Fiscal Services Limited
4A, Kapalitola Lane, Kolkata-700012

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Winy Commercial & Fiscal Services** (CIN: L65923WB1990PLC048472) (hereinafter called "the company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on March 31, 2019 ("the reporting period") complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **Winy Commercial & Fiscal Services Limited** for the financial year ended on March 31, 2019 according to the provisions of :

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;- (No Compliance required to be done by the Company during the reporting period).
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') :-

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992; there were no instances of insider trading.
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (Not applicable to the company during the reporting period)
- (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; (Not applicable to the company during the reporting period).
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable to the company during the reporting period)
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not applicable to the company during the reporting period)
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not applicable to the company during the reporting period)
- (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015(w.e.f. 01/12/2015)

I have also examined compliance with the applicable clauses of the following :

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreement entered by the Company with the Stock Exchange(s)

I report that, during the period under review, the company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the extent applicable.

I further report that,

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There were no changes in the composition of the Board of Directors during the period under review.

Adequate notice is given to all directors to schedule the Board Meetings, agenda

and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

I further report that there are adequate systems and processes in the Company in commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

Signature

SD/-

ANJALI MISHRA

ACS No. :- 52144

C P No. :- 19195

Date : 17-08-2019

Place : Kolkata

Note : This report is to be read with our letter of even date which is annexed herewith and forms an integral part of this report.

Annexure to Secretarial Audit Report

The Members,
Winy Commercial & Fiscal Services Ltd
4A, Kapalitola Lane, Kolkata 700012

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by “**WINY COMMERCIAL & FISCAL SERVICES LIMITED**” (CIN: L65923WB1990PLC048472) (the company). The Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing my opinion thereon. Further, my secretarial audit report of even date is to be read along with this Annexed letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on our audit.
2. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for our opinion.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the company.
4. Where ever required, I have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Signature

SD/-
ANJALI MISHRA
ACS No. :- 52144
C P No. :- 19195

Date : 17-08-2019
Place : Kolkata

INDEPENDENT AUDITOR'S REPORT**TO THE MEMBERS OF
WINY COMMERCIAL & FISCAL SERVICES LIMITED****Report on the Standalone Financial Statements****Opinion**

We have audited the accompanying standalone financial statements of **Winy Commercial & Fiscal Services Limited** (*the Company*) which comprise the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss, and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended), of the state of affairs of the Company as at March 31, 2019, its losses and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Information other than the Financial Statements and Auditor's Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to

read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements for our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the state of affairs, losses and cash flows of the Company in accordance with the accounting principles generally accepted in India including the Accounting Standards, read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended), specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing these standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Board of Directors are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibilities for the Audit of Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with Standards on Auditing, we exercise

professional judgment and maintain professional skepticism throughout the audit. We also :

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of section 143(11) of the Act, we give

in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

1. As required by Section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c. The standalone financial statements dealt with by this Report are in agreement with the books of account;
 - d. In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended);
 - e. On the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2019 from being appointed as a director in terms of Section 164 (2) of the Act;
 - f. In our opinion and according to the information and explanations given to us, the remuneration paid by the company to its directors during the current year are in accordance with the provisions of section 197 read with schedule V to the Act.
 - g. We have also audited the internal financial controls over financial reporting (IFCoFR) of the Company as on 31 March 2019 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date and our report dated 30.05.2019 as per Annexure 'B'.
 - h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

According to the information and explanations given to us and on the basis of test checks carried out by us during the course of the audit of the Company, our reports on the matters specified in Para 3A and 3C of the Master Direction - Non-Banking

Financial Companies Auditors' Report (Reserve Bank) Directions, 2016 are as follows:

- (i) The Company is engaged in the business of non-banking financial institution and has obtained a Certificate of Registration from the Reserve Bank of India;
- (ii) Based on the information and explanations given to us, the Company is entitled to continue to hold the Certificate of Registration in terms of its asset/income pattern as on 31st March 2019;
- (iii) The Company is meeting the net-owned fund requirement as laid down in the Master Directions issued by the Reserve Bank of India;
- (iv) The Board of Directors of the Company has passed a resolution for not accepting any public deposit;
- (v) The Company has not accepted any public deposit during the year;
- (vi) The Company has complied with the prudential norms relating to income recognition, income on investments, accounting for investments, accounting standards, asset classification and provisioning for bad and doubtful debts as applicable to it in terms of Non-Banking Financial Company – Non-Systemically Important Non-Deposit Taking Company (Reserve Bank) Directions, 2016;
- (vii) Based on the information and explanations given to us, the Company has not been classified as a NBFC Micro Finance Institution (MFI) as defined in the Non-Banking Financial Company Non-Systemically Important Non-Deposit Taking Company (Reserve Bank) Directions, 2016.

For S. Jaykishan
Chartered Accountants

SD/-
(Ritesh Agarwal)
Partner

(M. No. 062410)
Firm Registration No. 309005E

Place of Signature : Kolkata
Date : 30th May, 2019

Annexure 'A' to the Independent Auditor's Report

With reference to Annexure referred to in paragraph-1 in Report on other Legal & regulatory Requirements of the Independent Auditor's Report to the Members of M/s Winy Commercial & Fiscal Services Limited on the Financial Statements for the year ended 31st March 2019, we report that :

- (i) (a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) The fixed assets have been physically verified by the management during the year. No material discrepancies were noticed on such verification. In our opinion, the frequency of verification of the fixed assets is reasonable having regard to the size of the Company and the nature of its assets.
- (c) The Company does not hold any immovable properties in the name of the Company.
- (ii) Stock in Trade is in the form of Shares, Debentures, etc. and as per AS-2 of the Institute of Chartered Accountants of India; they are not Inventories and hence, are not covered by clause 3(ii) of the order.
- (iii) The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships (LLPs) or other parties covered in the register maintained under Section 189 of the Company Act 2013. Accordingly the provisions of clauses 3(iii)(a), 3(iii)(b) and 3(iii)(c) of the order are not applicable to the Company.
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provision of Section 185 and 186 of the Companies Act, 2013 in respect of loans, Investments, guarantees and security.
- (v) In our opinion and according to the information and explanations given to us, the company has not accepted any deposits within the meaning of sections 73 to 76 of the Companies Act, 2013 and the Companies (Acceptance of Deposit) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the order are not applicable.
- (vi) The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Companies Act, 2013 in respect of the activities carried on by the Company; hence the provisions of Clause 3(vi) of the order are not applicable.
- (vii) **According to the information and explanations given to us, in respect of statutory dues:**
 - (a) According to the information and explanations given to us and on the

basis of our examination of records of the company, amounts deducted/ accrued in the books of accounts in respect of undisputed statutory dues including income-tax, sales-tax, wealth-tax, custom duty, excised –duty, value added tax, cess and other statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. We have been informed that there are no arrears of outstanding dues as at the last day of the financial year under audit for a period of more than six months from the date they become payable.

- (b) According to the information and explanations given to us, there are no statutory dues of Income Tax, Sales Tax, Service Tax, duty of Customs, duty of excise and value added tax and other material statutory dues in arrears as 31st March, 2019, which have not been deposited on account of any dispute.
- (viii) The Company has no loans or borrowings payable to a financial Institution or a bank or government and no dues payable to debenture holders during the year. Accordingly provisions of clause 3(viii) of the order are not applicable.
- (ix) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) and any terms loans during the year. Accordingly provisions of clause 3(ix) of the Order are not applicable.
- (x) To the best of our knowledge and according to the information and explanation given to us, no fraud by the company or on the Company by its officers or employees has been noticed or reported during the period covered by our audit.
- (xi) In our opinion and according to information and explanation given to us, the Company has paid / provided managerial remuneration in accordance with the requisite approvals mandated by the provision of section 197 read with schedule V to the Companies Act, 2013.
- (xii) In our opinion, the Company is not a Nidhi Company. Accordingly clause 3(xii) of the Order is not applicable.
- (xiii) In our opinion all the transactions with the related parties are in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable and the requisite details have been disclosed in the financial statements etc. as required by the applicable accounting standards.
- (xiv) During the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debenture.
- (xv) In our opinion and according to the information and explanations given to



WINY COMMERCIAL & FISCAL SERVICES LIMITED

us, the Company has not entered into non-cash transaction with its directors or person connected with them.

- (xvi) The Company is required to be registered under Section 45-1A of the Reserve Bank of India Act, 1934 and such registration has been obtained by the Company.

For S. Jaykishan
Chartered Accountants

SD/-
(Ritesh Agarwal)
Partner

(M. No. 062410)
Firm Registration No. 309005E

Place of Signature : Kolkata
Date : 30th May, 2018

Annexure 'B' to the Independent Auditor's Report

Report on the Internal Financial Controls under Clause (i) of Subsection 3 of Section 143 of the Companies Act, 2013 ("the Act").

1. We have audited the internal financial controls over financial reporting of Winy Commercial & Fiscal Services Limited ("the Company") as of March, 31, 2019 in conjunction with our audit of the Financial Statements of the Company for the year ended 31st March 2019,

2. Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

3. Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit internal financial controls, both applicable to an audit of internal financial controls and both issued by the Institute of Chartered Accounts of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain responsible assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial

reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risk of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion of the Company's internal financial controls system over financial reporting.

4. Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of the financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that :-

1. Pertain to the maintenance of records that, in reasonable details, accurately and fairly reflect the transactions and dispositions of the assets of the Company.
2. Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles and those receipts and expenditures of the company are being made only in accordance with authorisations of management and Directors of the Company.
3. Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of the company's assets that could have a material effect on the financial statements.

5. Limitations of Internal Financial Controls over Financial Reporting.

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override or controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting any become inadequate because of change in conditions or that the degree of compliance with the policies or procedures may deteriorate.

6. Option

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respect, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on internal controls over financial reporting criteria established



WINY COMMERCIAL & FISCAL SERVICES LIMITED

by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accounts of India.

For S. Jaykishan
Chartered Accountants

SD/-
(Ritesh Agarwal)
Partner

Place of Signature : Kolkata
Date : 30th May, 2018

(M. No. 062410)
Firm Registration No. 309005E

**Standalone Balance Sheet as at 31st March, 2019**

Sl. No.	Particulars	Note No.	As at 31st March 2019 Rs.	As at 31st March 2018 Rs.
A. EQUITY AND LIABILITIES				
1. SHARE HOLDERS' FUND				
	(a) Share Capital	2	78748600	78748600
	(b) Reserves and Surplus	3	(9720879)	5371650
	Total Shareholder' Fund		69027721	84120250
2. CURRENT LIABILITIES				
	(a) Other Current Liabilities	4	53370	103810
	(b) Short-term Provisions	5	63463	274556
	Total Current Liabilities		116833	378366
	TOTAL EQUITY AND LIABILITIES		69144554	84498616
B. ASSETS				
1. NON CURRENT ASSETS				
	(a) Property, Plant & Equipment	6	27720	27490
	(b) Deferred Tax Assets	7	4391	4181
	Total Non Current Assets		32111	31672
2. CURRENT ASSETS				
	(a) Current Investments	8	38376250	46616250
	(b) Cash and Cash Equivalents	9	1722848	817283
	(c) Short-term Loans and Advances	10	29013345	37033411
	Total Current Assets		69112443	84466944
	TOTAL ASSETS		69144554	84498616

Significant Accounting Policies

1

The Accompanying notes forming part of the financial statements

In terms of our attached report of even date

For S. Jaykishan

Chartered Accountants

For and on behalf of the Board

SD/-	SD/-
Amit Kr. Bajoria	Shashank Srivastava
Managing Director	Director
DIN No. 00060567	DIN No. 00012960

SD/-
(Ritesh Agarwal)
Partner
Membership No. : 62410
Firm Registration No. 309005E
Place : Kolkata
Dated : 30th May, 2019

SD/-
Anju Agarwal
Company Secretary
M. No. ACS-29059

**WINY COMMERCIAL & FISCAL SERVICES LIMITED****Standalone Statement of Profit and Loss Account for the year ended 31-03-2019**

Particulars	Note No.	As at 31st March 2019 Rs.	As at 31st March 2018 Rs.
REVENUE			
(a) Revenue from Operations	11	2,631,339	2,844,507
(b) Other Income	12	17,064	22,716
Total Revenue		2,648,403	2,867,223
EXPENSES			
(a) Employee Benefits Expenses	13	1,146,056	1,313,304
(b) Depreciation	6	10,538	10,389
(c) Other Expenses	14	16,604,341	1,418,492
Total Expenses		17,760,935	2,742,185
Profit Before Tax		(15,112,532)	125,038
Less : Tax expense :			
(a) Current Tax		—	33,070
(b) Deferred Tax		(209)	(972)
		(209)	32,098
Profit After Tax		(15,112,323)	92,940
Earnings per share (of Rs.10/- each) :			
(a) Basic	19	(1.92)	0.01
(b) Diluted		(1.92)	0.01

Significant Accounting Policies

1

The Accompanying notes forming part of the financial statements

In terms of our attached report of even date

For S. Jaykishan
Chartered Accountants**For and on behalf of the Board**SD/-
(Ritesh Agarwal)
Partner
Membership No. : 62410
Firm Registration No. 309005E
Place : Kolkata
Dated : 30th May, 2019SD/-
Amit Kr. Bajoria
Managing Director
DIN No. 00060567SD/-
Shashank Srivastava
Director
DIN No. 00012960SD/-
Anju Agarwal
Company Secretary
M. No. ACS-29059



Standalone Statement of Cash Flow for the year ended 31st March, 2019

Particulars	For the year ended 31st March, 2019		For the year ended 31st March, 2018	
	Rs.	Rs.	Rs.	Rs.
A. Cash flow from operating activities				
Net Profit / (Loss) before extraordinary items and tax		(15112532)		125038
Adjustments for:				
Depreciation and amortisation	10538		10389	
Loss on sale of Investment	14803515		(2867223)	
Interest income	(2648403)		(2867223)	
		12165650		(2856834)
Operating profit / (loss) before working capital changes		(2946882)		(2731796)
Changes in working capital :				
Adjustments for (increase) / decrease in operating assets :				
Current Assets		—		—
Adjustments for increase / (decrease) in operating liabilities :				
Other Current Liabilities	(50440)		87510	
		(50440)		87510
Cash generated from operations		(2997322)		(2644286)
Net income tax (paid) / refunds		(57334)		35209
Net cash flow from / (used in) operating activities (A)		(3054656)		(2609077)
B. Cash flow from investing activities				
Net Inflow/(Outflow) from Sale/(Purchase) of Investments	(6,563,515)		(3,200,000)	
	—		—	
		(6563515)		(3200000)
Net cash flow from / (used in) investing activities (B)		(6563515)		(3200000)
C. Cash flow from financing activities				
Loan & Advances (Paid) /Received	7903165		1270901	
Net Purchase / sale of Fixed assets	(10,768)		—	
Interest Received	2631339	10523736	2844507	4115408
Net cash flow from / (used in) financing activities (C)		10523736		4115408
Net increase / (decrease) in Cash and cash equivalents (A+B+C)		905565		(1693669)
Cash and cash equivalents at the beginning of the year		817283		2510952
Cash and cash equivalents at the end of the year		1722848		817283
* Comprises :				
(a) Cash in hand		1567981		612423
(b) Balances with banks		154867		204860
In current accounts		1722848		817283

See accompanying notes forming part of the financial statements

The above Cash Flow Statement have been prepared under the indirect method as set out in the Accounting Standard-3 on Cash Flow Statement issued by the Institute of Chartered Accountants of India.

In terms of our report attached.

For S. Jaykishan
Chartered Accountants

For and on behalf of the Board

SD/-
Amit Kr. Bajoria
Managing Director
DIN No. 00060567

SD/-
Shashank Srivastava
Director
DIN No. 00012960

SD/-
(Ritesh Agarwal)
Partner
Membership No. : 62410
Firm Registration No. 309005E
Place : Kolkata
Dated : 30th May, 2019

SD/-
Anju Agarwal
Company Secretary
M. No. ACS-29059

Notes forming part of the financial statements as on 31-03-2019**I. SIGNIFICANT ACCOUNTING POLICIES****(1) BASIS OF PREPARATION OF FINANCIAL STATEMENTS**

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP). These financial statements have been prepared to comply in all material aspects with the accounting standards specified under Section 133 of Companies Act, 2013 (the Act), read with Rule 7 of the Companies (Accounts) Rules, 2014.

All assets and Liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Companies Act, 2013.

The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

(2) USE OF ESTIMATES

The preparation of financial statements in conformity with generally accepted accounting principles requires estimates and assumptions to be made affect the reported amounts of assets and liabilities and disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Differences between actual and estimates are recognized in the period in which the results are known/materialize is statement of profit and loss.

(3) TANGIBLE ASSETS

Tangible Assets are stated at their original cost of acquisition less accumulated depreciation. Cost comprises of all costs incurred to bring the assets to their location and working condition for its intended use.

(4) DEPRECIATION

Depreciation has been provided on written down value method using such rates arrived based on the useful lives of assets specified in Part C of Schedule II thereto of the Companies Act, 2013.

(5) INVESTMENTS

Quoted Shares and Securities are stated at cost of acquisition. Provision for diminution in the value of long term Investments is made, only if such decline is other than temporary. Unquoted Shares are stated at "cost price".

(6) INVENTORIES

Quoted Shares and Securities are stated at lower of "Cost" or "Market Price". Unquoted Shares are stated at "cost price".

(7) REVENUE RECOGNITION

Sales are accounted as and when contract notes/bills raised upon the parties. Items of Income and Expenditures are recognized on accrual basis.

(8) TAXATION**Current Tax**

I. Current tax is the amount payable on the taxable income for the year determined in accordance with the provisions of the Income Tax Act, 1961

Deferred Tax

II. Deferred tax is recognized on timing difference between the accounting income and the taxable income for the period that originates in one period and are capable of reversal in one or more subsequent periods. Such deferred tax is quantified using tax rates and laws enacted or substantively enacted as on balance sheet date.

(9) PROVISION, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

A provision is recognized when the company has a present obligation as a result of past event and its probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made. The provisions (excluding retirement benefits) are not discounted to its present value and are determined based on the best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect current best estimates. Contingent liabilities are not recognized in the financial statements. A contingent asset is neither recognized nor disclosed in the financial statements.

As per our Report of even date

For S. Jaykishan
Chartered Accountants

SD/-
(Ritesh Agarwal)
Partner
Membership No. : 62410
Firm Registration No. 309005E
Place : Kolkata
Dated : 30-05-2019.

For and on behalf of the Board

SD/-	SD/-
Amit Kr. Bajoria	Shashank Srivastava
Managing Director	Director
DIN No. 00060567	DIN No. 00012960

SD/-
Anju Agarwal
Company Secretary
M. No. ACS-29059

Notes forming part of the financial statements as on 31-03-2019 (Contd.)

	AS AT		AS AT	
	No Of Shares	31ST MARCH 2019 (Rs.)	No Of Shares	31ST MARCH 2018 (Rs.)
Note - 2				
Share Capital				
Authorised, Issued, Subscribed & Paid-Up Share capital				
Authorised Capital				
Equity shares of Rs.10/- each with voting rights	8000000	80000000	8000000	80000000
Total Authorised Capital	8000000	80000000	8000000	80000000
Issued Capital				
Equity shares of Rs.10/- each with voting rights	7874860	78748600	7874860	78748600
Subscribed and fully paid up				
Equity shares of Rs.10/- each with voting rights	7874860	78748600	7874860	78748600
	7874860	78748600	7874860	78748600
Total Issued & Subscribed Capital	7874860	78748600	7874860	78748600

Particulars	Opening Balance	Fresh issue	Closing Balance
Equity shares with voting rights			
Year ended 31st March, 2019			
— Number of shares	7874860	—	7874860
— Amount (Rs.)	78748600	—	78748600
Year ended 31st March, 2018			
— Number of shares	7874860	—	7874860
— Amount (Rs.)	78748600	—	78748600

The Company has only class of Equity shares having a par value of Rs.10/- per share. Each holder of the equity shares is entitled to one vote per shares. In the event of liquidation of the Company, the holders of equity shares are entitled to receive remaining assets of the Company after distribution of all preferential amounts. The distribution will be in promotion to the number of equity shares held by the shareholders.

Notes forming part of the financial statements as on 31-03-2019 (Contd.)

Details of shares held by each shareholder holding more than 5% shares :

Name of Equity Shareholder	As at 31st March, 2019	As at 31st March, 2018
	Number of shares held	Number of shares held
Equity shares with voting rights		
Centuple Finance Pvt. Ltd.	1150000	1150000
Edmond Securities Pvt. Ltd.	500000	500000

Note - 3

Reserves and Surplus

(a) General Reserve	4534833	4534833
(b) Special Reserve		
Opening balance	231808	213218
Add : Transferred from Profit / (Loss) Account	—	18590
Closing balance	231808	231808
(c) Surplus / (Deficit) in Statement of Profit and Loss		
Opening balance	605009	530507
Add: Profit / (Loss) for the year	(15112323)	92940
Contingent Provisions against Standard Assets	19758	152
Earlier year Excess Provisions	36	—
Transferred to Special Reserve	—	(18590)
Closing balance	(14487520)	605009
Total Reserve & Surplus	(9720879)	5371650

Note - 4

Other Current Liabilities

(i) Statutory Liabilities	12374	—
(ii) Liabilities for Expenses	40996	103810
	53370	103810

Notes forming part of the financial statements as on 31-03-2019 (Contd.)

AS AT 31ST	AS AT 31ST
MARCH 2019	MARCH 2018
(Rs.)	(Rs.)

Note - 5

Short Term Provision

Provision for Taxation	—	191335
Contingent Provisions against Standard Assets	63463	83221
	63463	274556

Note - 6.1

Non Current Assets

Property, Plant & Equipment (Current Year)

Particulars	GROSS BLOCK			DEPRECIATION			NET BLOCK	
	As on 01.04.18	Addition During the year	As on 31.03.19	As on 01.04.18	For the year	As on 31.03.19	WDV as on 31.03.19	WDV as on 31.03.18
Computer	136421	10,768	147189	129774	5142	134916	12273	6647
Furniture & Fixture	52250	—	52250	31407	5396	36803	15447	20843
Total	188671	10,768	199439	161181	10538	171719	27720	27490

Note - 6.2

Non Current Assets

Property, Plant & Equipment (Previous Year)

Particulars	GROSS BLOCK			DEPRECIATION			NET BLOCK	
	As on 01.04.17	Addition During the year	As on 31.03.18	As on 01.04.17	For the year	As on 31.03.18	WDV as on 31.03.18	WDV as on 31.03.17
Computer	136421	—	136421	126666	3108	129774	6647	9755
Furniture & Fixture	52250	—	52250	24126	7281	31407	20843	28124
Total	188671	—	188671	150792	10389	161181	27490	37879

Notes forming part of the financial statements as on 31-03-2019 (Contd.)

	AS AT 31ST MARCH 2019 (Rs.)	AS AT 31ST MARCH 2018 (Rs.)
Note - 7		
Deferred Tax Assets (net)		
Tax effect of items constituting Deferred Tax Liability		
On difference between book balance and tax balance of Fixed Assets.	4,391	4,182
	4,391	4,182

Note - 8
Current Investments (At Cost)
Investment in Equity Shares
Quoted (F.V. of Rs.10/- each)

25000(25000) Kanika Infra & Power Ltd.(F/v Rs.2/-)	11,250	11,250
315000(315000) Adarsh Mercantile Limited	5,040,000	5,040,000
Nil (20000) Uday Jewellery Industries Ltd.	—	10,000
A	5,051,250	5,061,250
Market Value of Quoted Investments	1,405,250	2,222,250

Unquoted (F.V. of Rs.10/- each)

18760 (9500) Chandradhar Vinimoy Pvt Ltd	18,76,000	9,50,000
18825 (4000) Exquisite Apartments Pvt. Ltd.	37,65,000	8,00,000
Nil (20000) Infini Designs Pvt. Ltd.	—	12,00,000
Nil (120000) Ginni Global Pvt. Ltd.	—	2,80,80,000
75000 (75000) Maxflow Fans Manufacturing Pvt. Ltd.	32,25,000	32,25,000
100000 (100000) Pushpanjali Securities Management Pvt. Ltd.	20,00,000	20,00,000
20000 (20000) SCR Properties Pvt. Ltd.	12,00,000	12,00,000
12000 (12000) Varun Enclave Maker Pvt. Ltd.	6,00,000	6,00,000
81250 (81250) Varun Share Management Pvt Ltd.	35,00,000	35,00,000
135500 (Nil) Agastya Vyapaar Pvt Ltd.	47,42,500	—
62750 (Nil) Hemangi Vinimoy Pvt Ltd.	19,57,500	—
160000 (Nil) Parag Communication Pvt Ltd.	38,31,000	—
132560 (Nil) Seltron Finance Ltd.	66,28,000	—
B	3,33,25,000	4,15,55,000
TOTAL A + B	3,83,76,250	4,66,16,250

Notes forming part of the financial statements as on 31-03-2019 (Contd.)

	AS AT 31ST MARCH 2019 (Rs.)	AS AT 31ST MARCH 2018 (Rs.)
Note - 9		
Cash and Cash Equivalent		
Cash in hand (As per books & certified by the Management)	1,567,981	612,423
Balance with Schedule Banks		
— In current Account	154,867	204,860
	1,722,848	817,283
Note - 10		
Short term Loans and Advances		
i) Loans & Advances (Unsecured, considered good)		
Loans - Bodies Corporate	20,392,805	23,515,039
Loans - Others	4,992,388	9,773,319
ii) Advance (Unsecured)		
Others	2,040,000	2,040,000
iii) Balances with Government Authorities		
TDS Receivable	1,588,152	1,705,053
	29,013,345	37,033,411
Note - 11		
Revenue from operations		
Interest on loans (TDS Rs. 263134/-, Pr. Yr. Rs. 284451/-)	2,631,339	2,844,507
	2,631,339	2,844,507
Note - 12		
Other Income		
Interest on IT Refund	17,064	22,716
	17,064	22,716

Notes forming part of the financial statements as on 31-03-2019 (Contd.)

	AS AT 31ST MARCH 2019 (Rs.)	AS AT 31ST MARCH 2018 (Rs.)
Note - 13		
EXPENSES		
Employee Benefits Expenses		
Salary	991,000	1,123,000
Staff Welfare Expenses	155,056	190,304
	1,146,056	1,313,304

Note - 14**OTHERS EXPENSES****Administration & Other Expenses**

Legal and Professional Charges	188,740	109,290
Printing and Stationery	86,695	72,485
Books & Periodicals	58,725	52,720
Bank Charges	1,983	805
Postage, Telegram & Courier	50,510	46,309
Rent, Rates & Taxes	112,650	—
Repairs & Maintenance	84,111	74,360
Accounting Charges	90,000	96,000
Business Promotion Expenses	98,317	75,588
Computer Consumables	68,965	44,238
Service Charges	94,000	77,960
Demat Charges	1,280	350
Registrar & Listing Charges	406,036	397,823
Advertisement & Publicity Expenses	14,595	14,336
Market Analysis Exp.	29,130	24,901
Filing Fees	2,400	10,800
Auditors' Remuneration	14,160	14,520
Travelling & Conveyance Exp.	159,241	99,518
Communication Expenses	96,355	79,832
Loss on Sale of Investments	14,803,515	—
Miscellaneous Expenses	142,933	126,657
	16,604,341	1,418,492

II. NOTES ON ACCOUNTS

15) The Company's main business is Finance and Investment activities falling under one business head. Hence, Segment Reporting as per AS – 17 is not applicable to the Company.

16) Foreign Currency Transaction

Earning in Foreign Currency - Rs. Nil
Expenditure in Foreign Currency - Rs. Nil

17) The Company has transferred a sum of Rs. Nil/- (Previous Year Rs. 18590/-) to Special Reserve as required under Section 45-IC of the Reserve Bank of India Act, 1934.

18) Contingent Liabilities, prior period items and changes in accounting policies.

Contingent Liabilities — Rs. 534428/-

[Demand of Income Tax for the Asst. Year 2004 – 05 against which appeal has been filed and its pending with CIT (Appeals)]

Changes in Accounting Policies — Nil (Nil)

There were no prior period items/adjustments during the year.

19) Earnings Per Share

The earnings per share, computed as per the requirement under Accounting Standard 20 on Earnings Per Share, issued by the Institute of Chartered Accountants of India, as under :

	31.03.2019	31.03.2018
Profit after Taxation	(15112323)	92940
Weighted average number of shares	7874860	7874860
Basic & Diluted EPS (on nominal value of Rs. 10/- per share)	(1.92)	0.01

20) Auditor's Remuneration

i) Audit Fees	14160	14520
ii) Tax Audit Fees	—	—
Total	14160	14520

21) Related Party Disclosures

Related party disclosures as required by Accounting Standard 18 on "Related Party Disclosures is as mentioned herein below :

Nature of Relationship	Name of the Party
1. Subsidiary Company	Nil
2. Associates/Promoter Companies.	Centuple Finance Private Limited Edmond Securities Private Limited
3. Key Management Personnel	Mr. Amit Kr. Bajoria — Managing Director. Mrs. Anju Agarwal — Company Secretary Mr. Shashank Srivastava — Director Mr. Sunil Shah — Director Mrs. Rupali Saha — Director.

Transaction with related parties

Salary to KMP Rs. 228000/-

22) Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's Classification / disclosure.

In terms of our attached report of even date

For S. Jaykishan
Chartered Accountants

SD/-
(Ritesh Agarwal)
Partner
Membership No. : 62410
Firm Registration No. 309005E
Place : Kolkata
Dated : 30th day of May, 2019.

For and on behalf of the Board

SD/- Amit Kr. Bajoria Managing Director DIN No. 00060567	SD/- Shashank Srivastava Director DIN No. 00012960
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SD/-
Anju Agarwal
Company Secretary
M. No. ACS-29059



WINY COMMERCIAL & FISCAL SERVICES LIMITED

(CIN: L65923WB1990PLCO48472)

REGISTERED OFFICE: 4A, Kapalitola Lane, Kolkata-700012

Email: wcfsl1990@gmail.com, Website : www.winycomm.co.in

Form MGT-11

Proxy form

[Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rule, 2014]

Name of the Member(s) :	Email Id :
Registered Address :	Phone No.
Regd. Folio No. :	DP ID :
No. of Shares held :	Client ID:

I, being member(s) of shares of the above named Company, hereby appoint :

- i. Name Address
 Email ID Signature or failing him / her.
- ii. Name Address
 Email ID Signature or failing him / her.
- iii. Name Address
 Email ID Signature or failing him / her.

and whose signatures are appended below as my proxy to attend and vote (on a poll) for me/us and on my behalf at the 30th Annual General Meeting of the Company, to be held on Monday, 30th day of September, 2019, at 10.00 a.m. at, 4A, Kapalitola Lane, Kolkata- 700 012 and at any adjournment thereof in respect of such resolutions as are indicated below :

Sl. No.	Resolution(s)	For	Against
1.	Adoption of Financial Statements and Reports of Board & Auditor thereon for the financial year ended 31st March, 2019.		
2.	Re-appointment of Mrs. Rupali Saha(Din-01562716) as Director retiring by rotation.		
3.	Appointment / Re-appointment of Statutory Auditors and fixing their remuneration.		

*Applicable for investors holding shares in Electronic Form.

Signed this _____ day of _____ 2019

Signature of the Share Holder(s) _____

Signature of Proxy Holder _____

**Affix
Revenue
Stamp
Re. 1/-**

- Note:** (1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.
- (2) This is only optional. Please tick (✓) in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' & 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

Winy WINY COMMERCIAL & FISCAL SERVICES LIMITED

(CIN: L65923WB1990PLCO48472)

REGISTERED OFFICE : 4A, Kapalitola Lane, Kolkata-700012

Email: wcfsl1990@gmail.com , Web Site : www.winycomm.co.in

ATTENDANCE SLIP

(To be handed over at the entrance of the meeting hall)

Full name and Address of the Shareholder :

Name(s) for the Joint Shareholder(s) if any :

Registered Folio NO. / DP ID No. & Client ID :

Number of Share held :

Name of the Proxy/Representative, if any :
(To be filled in, if the proxy attends instead of member)

I hereby record my presence at the 30th Annual General Meeting of the Winy Commercial & Fiscal Services Limited, at the Registered Office of the Company at 4A, Kapalitola Lane, Kolkata-700012 on Monday the 30th day of September, 2019.

.....
Name of the Member / Proxy

.....
Member's/ Proxy's Signature



Note :

- 1) Please refer to the instructions printed under the Notes to the Notice of the 30th Annual General Meeting.
- 2) Shareholders/Proxy holders are requested to bring the attendance Slip with them when they come to the meeting.
- 3) No Attendance Slip will be issued at the time of meeting.
- 4) Shareholders who come to attend the Meeting are requested to bring their copies of the Annual Report with them, as spare copies will not be available at the meeting.

.....

ELECTRONIC VOTING PARTICULARS		
EVEN (E-Voting Event Number)	User ID	Password / PIN

Note : Please read the instructions given in the Notice of the 30th Annual General Meeting of the Company, carefully before voting electronically.