

WYL/SECT/
23.05.2023

**Winsome
Yarns Limited**

Regd. Office : SCQ # 191-192, Sector 34-A,
Chandigarh - 160 022 INDIA
CIN : L17115CH1990PLC010566
Phones : +91-172-4612000, 4613000
Fax : +91-172-4614000
e-mail: info@winsomegroup.com
website: winsomeyarns.com



Dept. of Corporate Service
BSE Limited
1st Floor, New Trading Ring
Rotunda Building, P. J. Towers
Dalal Street, Fort, MUMBAI-400001

Script Code : 514348

Listing Department
National Stock Exchange of India Ltd
"Exchange Plaza" Bandra-Kurla Complex
Bandra (E), MUMBAI - 400051

Symbol : WINSOME

**SUB : APPOINTMENT OF ADDITIONAL DIRECTORS IN THE CAPACITY OF
INDEPENDENT DIRECTOR**

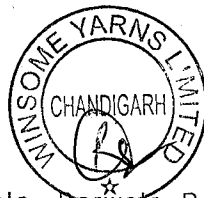
Dear Sir/Madam,

This is to inform you that on the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company in their meeting held on 22.05.2023 have approved the appointments of following two directors.

Sr. No.	Name of the Director	DIN	PAN	Designation	Date of Appointment
1	Mr. Pankaj Mahajjn	06994712	AMPPM5986L	Additional Director in the capacity of Independent Director	22.05.2023
2	Ms. Anupma Kashyap	09720124	AJIPK1134K	Additional Director in the capacity of Independent Director	22.05.2023

In this regard, scanned copies of the following documents are enclosed herewith.

1. Certified copy of Resolution of Nomination and Remuneration Committee Meeting held on 22.05.2023.
2. Certified copy of Resolution of Board Meeting held on 22.05.2023.
3. Copy of Form DIR-2 duly signed by Mr. Pankaj Mahajan as Consent for appointment as director of the Company.
4. Copy of Profile of the Mr. Pankaj Mahajan duly signed by him.

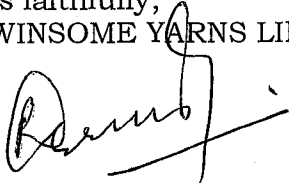


Works : Village Kurawala, Barwala Road, Derabassi-140507, Distt. Mohali (Pb.)
Tirupur : No. 2, First Floor, Mahaveer Colony, Valipalayam Main Road, Tirupur - 641601

5. Copy of Form DIR-2 duly signed by Ms. Anupma Kashyap as Consent for appointment as director of the Company.
6. Copy of Profile of the Ms. Anupma Kashyap duly signed by her.

Thanking you,

Yours faithfully,
For WINSOME YARNS LIMITED



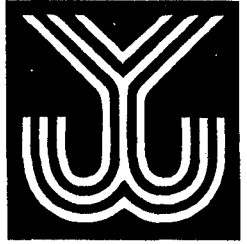
(RAJPAL S. RATHORE)
Dy. Manager (Legal & Secretarial)
Email : cshare@winsomegroup.com



Encl : as above.

Winsome Yarns Limited

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**CERTIFIED COPY OF EXTRACT OF MINUTES OF THE MEETING OF THE
NOMINATION AND REMUNERATION COMMITTEE OF THE COMPANY HELD
ON 22nd MAY, 2023 AT REGISTERED OFFICE OF THE COMPANY AT SCO
191-192, SECTOR 34-A, CHANDIGARH.**

ITEM NO. 21.3

**TO APPOINT MR. PANKAJ MAHAJAN (DIN-06994712) AS ADDITIONAL
DIRECTOR OF THE COMPANY.**

The Committee was informed that the company received the consent from Mr. Pankaj Mahajan to be appointed as Additional Director of the company. Copy of the consent letter was attached with the agenda of the Committee meeting for consideration of the Committee.

The Committee considered, discussed and passed the following resolutions:-

"RESOLVED THAT the Committee recommend to the Board to appoint **Mr. Pankaj Mahajan (DIN-06994712)** as Additional Director of the Company w.e.f. **22.05.2023** pursuant to section 161 of the Companies Act, 2013, read with applicable Rules of the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of the Companies Act, 2013, (including any statutory modifications or reenactment thereof), and provisions of the Articles of Association of the Company, to hold the office as an Additional Director of the Company upto the date of next Annual General Meeting of the Company.

RESOLVED FURTHER THAT Shri Manish Bagrodia, Managing Director and Mrs. Neha Singhal, Company Secretary of the Company be and are hereby severally authorised to file the Forms/ documents and to complete all the formalities with the concerned authorities as may be required in this regard."

Certified to be true copy

For WINSOME YARNS LIMITED


MANISH BAGRODIA
Chairman and Managing Director
DIN : 00046944



IS/ISO
9001





**CERTIFIED COPY OF EXTRACT OF MINUTES OF THE MEETING OF THE
NOMINATION AND REMUNERATION COMMITTEE OF THE COMPANY HELD
ON 22nd MAY, 2023 AT REGISTERED OFFICE OF THE COMPANY AT SCO
191-192, SECTOR 34-A, CHANDIGARH.**

ITEM NO. 21.4

**TO APPOINT MS. ANUPMA KASHYAP (DIN-09720124) AS ADDITIONAL
DIRECTOR OF THE COMPANY.**

The Committee was informed that the company received the consent from Ms. Anupma Kashyap to be appointed as Additional Director of the company. Copy of the consent letter was attached with the agenda of the Committee meeting for consideration of the Committee.

The Committee considered, discussed and passed the following resolutions:-

"RESOLVED THAT the Committee recommend to the Board to appoint **Ms. Anupma Kashyap (DIN-09720124)** as Additional Director of the Company w.e.f. **22.05.2023** pursuant to section 161 of the Companies Act, 2013, read with applicable Rules of the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of the Companies Act, 2013, (including any statutory modifications or reenactment thereof), and provisions of the Articles of Association of the Company, to hold the office as an Additional Director of the Company upto the date of next Annual General Meeting of the Company.

RESOLVED FURTHER THAT Shri Manish Bagrodia, Managing Director and Mrs. Neha Singhal, Company Secretary of the Company be and are hereby severally authorised to file the Forms/ documents and to complete all the formalities with the concerned authorities as may be required in this regard."

Certified to be true copy

For **WINSOME YARNS LIMITED**


MANISH BAGRODIA
Chairman and Managing Director
DIN : 00046944





CERTIFIED COPY OF EXTRACT OF MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF THE COMPANY HELD ON 22nd MAY, 2023 AT REGISTERED OFFICE OF THE COMPANY AT SCO 191-192, SECTOR 34-A, CHANDIGARH.

ITEM NO. 188.3

TO APPOINT MR. PANKAJ MAHAJAN (DIN : 06994712) AS ADDITIONAL DIRECTOR OF THE COMPANY.

The Board was informed that the company received the consent from Mr. Pankaj Mahajan to be appointed as Additional Director of the company. Copy of the consent letter (Form DIR-2) was attached with the agenda of the Board meeting for consideration.

The Board considered, discussed and and passed the following resolutions:-

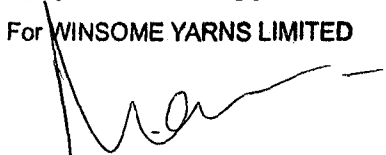
“RESOLVED THAT as recommended by the Nomination and Remuneration Committee and pursuant to Section 161 of the Companies Act, 2013, read with applicable Rules of the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of the Companies Act, 2013, (including any statutory modifications or reenactment thereof), and provisions of the Articles of Association of the Company, **Mr. Pankaj Mahajan**, holding Director Identification No. **06994712** be and is hereby appointed as Additional Director on the Board of the Company with effect from 22.05.2023;

RESOLVED FURTHER THAT Mr. Pankaj Mahajan shall hold office upto the date of the next Annual General Meeting (“AGM”) or the last date on which the AGM should have been held, whichever is earlier;

RESOLVED FURTHER THAT Shri Manish Bagrodia, Chairman and Managing Director and Mrs. Neha Singhal, Company Secretary of the Company be and are hereby severally authorised to sign and file requisite Form(s)/ documents with the Registrar of Companies/ Ministry of Corporate Affairs/ Stock Exchanges, and to do all other deeds, things and acts that are necessary to give effect to the matter including all necessary returns and declarations and to make necessary entries in the statutory records and registers of the Company in relation to the appointment of Mr. Pankaj Mahajan as an Additional Director of the Company.”

Certified to be true copy

For WINSOME YARNS LIMITED


MANISH BAGRODIA
Chairman and Managing Director
DIN : 00046944



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CERTIFIED COPY OF EXTRACT OF MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF THE COMPANY HELD ON 22nd MAY, 2023 AT REGISTERED OFFICE OF THE COMPANY AT SCO 191-192, SECTOR 34-A, CHANDIGARH.

ITEM NO. 188.4

TO APPOINT MS. ANUPMA KASHYAP (DIN : 09720124) AS ADDITIONAL DIRECTOR OF THE COMPANY.

The company has received the consent from Ms. Anupma Kashyap to be appointed as Additional Director of the company. Copy of the consent letter is attached herewith for consideration of the Board.

The Board is requested to kindly consider and pass the following resolutions:-

“RESOLVED THAT as recommended by the Nomination and Remuneration Committee and pursuant to Section 161 of the Companies Act, 2013, read with applicable Rules of the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of the Companies Act, 2013, (including any statutory modifications or reenactment thereof), and provisions of the Articles of Association of the Company, **Ms. Anupma Kashyap**, holding Director Identification No. **09720124** be and is hereby appointed as Additional Director on the Board of the Company with effect from **22.05.2023**;

RESOLVED FURTHER THAT Ms. Anupma Kashyap shall hold office upto the date of the next Annual General Meeting (“AGM”) or the last date on which the AGM should have been held, whichever is earlier;

RESOLVED FURTHER THAT Shri Manish Bagrodia, Chairman and Managing Director and Mrs. Neha Singhal, Company Secretary of the Company be and are hereby severally authorised to sign and file requisite Form(s)/ documents with the Registrar of Companies/ Ministry of Corporate Affairs/ Stock Exchanges, and to do all other deeds, things and acts that are necessary to give effect to the matter including all necessary returns and declarations and to make necessary entries in the statutory records and registers of the Company in relation to the appointment of Ms. Anupma Kashyap as an Additional Director of the Company.”

Certified to be true copy

For WINSOME YARNS LIMITED

MANISH BAGRODIA
Chairman and Managing Director
DIN : 00046944



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9001



Form DIR-2
Consent to act as a director of a company

[Pursuant to section 152(5) and rule 8 of Companies (Appointment and Qualification of Directors)
Rules, 2014]

To
WINSOME YARNS LIMITED
SCO 191-192, SECTOR 34-A
CHANDIGARH – 160022

Subject: Consent to act as a director.

I, Pankaj Mahajan, hereby give my consent to act as director of WINSOME YARNS LIMITED, pursuant to sub-section (5) of section 152 of the Companies Act, 2013 and certify that I am not disqualified to become a director under the Companies Act, 2013.

1. Director Identification Number (DIN) : 06994712
2. Name (in full) : PANKAJ MAHAJAN
3. Father's/Husband's Name (in full) : SHRI JOGINDER NATH MAHAJAN
4. Address : H. No. 1294, SECTOR 4
PANCHKULA-134112, HARYANA

5. E-mail id : PANKAJ1294@REDIFFMAIL.COM
6. Mobile no. : 9814736875
7. Income-tax PAN. : AMPPM5986L
8. Adhaar No. : 3040 8051 7537
9. Occupation : SERVICE
10. Date of birth : 17.12.1975
11. Nationality : INDIAN
12. Qualification : B.COM
13. Four No. of companies in which I am already the Director and out of such companies the names of the companies in which I am a Managing Director, Chief Executive Officer, Whole time Director, Secretary, Chief Financial Officer, Manager. The details are given below.

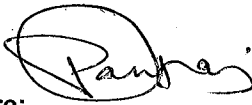
Sr. No.	CIN/Name of the Company	Current Designation	Date of appointment	Company Status
1	U17115DL1989PTC035661 Surya Narrow Fabrics Pvt. Ltd	Director	03/10/2015	Active
2	U27106PB1985PTC048358 Orient Alloys Pvt. Ltd	Director	03/10/2015	Active
3	U40101HP2007PTC030687 Chamunda Hydro Projects Pvt. Limited	Director	14/10/2014	Active
4	U51109DL2007PTC169484 Avensis Exports Pvt. Limited	Director	30/08/2022	Active



14. Particulars of membership No. and Certificate of practice no. if the applicant is a member of any professional Institute. Specifically state NIL if none. --NIL--

DECLARATION

I declare that I have not been convicted of any offence in connection with the promotion, formation or management of any company or LLP and have not been found guilty of any fraud or misfeasance or of any breach of duty to any company under this Act or any previous company law in the last five years. I further declare that if appointed my total Directorship in all the companies shall not exceed the prescribed number of companies in which a person can be appointed as a Director.



Signature:.....
Name : PANKAJ MAHAJAN
DATED : 20.05.2023

BRIEF PROFILE

1. Name (in full) : PANKAJ MAHAJAN
2. Father's/Husband's Name (in full) : SHRI JOGINDER NATH MAHAJAN
3. Address : H. No. 1294, SECTOR 4
PANCHKULA-134112, HARYANA

4. E-mail id : PANKAJ1294@REDIFFMAIL.COM
5. Mobile no. : 9814736875
6. Income-tax PAN. : AMPPM5986L
7. Adhaar No. : 3040 8051 7537
8. Occupation : SERVICE
9. Date of birth : 17.12.1975
10. Nationality : INDIAN

Educational Qualifications-

- Bachelor of Commerce from Punjab University, Chandigarh in 1995.

EMPLOYMENT DETAILS

- Worked in Corporate Sector since September, 1996 on various posts and looked after activities related to Accounts and Finance of the Companies.

- Worked with Nectar Lifesciences Limited from 01.09.2016 to 31.08.2022 as Managerial level and looked after Accounts and Finance activities.

- Presently working in Avensis Exports Pvt. Limited as Director since 30.08.2022 and looking after whole Accounts and Finance activities.

- Having the knowledge of Real Estate.

EXPERIENCE IN CORPORATE SECTOR

- I have about 27 years of experience of Accounts and Finance activities and have good knowledge of matters relating to Accounts and Finance.



PANKAJ MAHAJAN

DATE : 20.05.2023

Form DIR-2
Consent to act as a director of a company

[Pursuant to section 152(5) and rule 8 of Companies (Appointment and Qualification of Directors)
Rules, 2014]

To
WINSOME YARNS LIMITED
SCO 191-192, SECTOR 34-A
CHANDIGARH – 160022

Subject: Consent to act as a director.

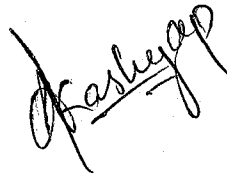
I, Anupma Kashyap, hereby give my consent to act as director of WINSOME YARNS LIMITED, pursuant to sub-section (5) of section 152 of the Companies Act, 2013 and certify that I am not disqualified to become a director under the Companies Act, 2013.

1. Director Identification Number (DIN) : 09720124
2. Name (in full) : ANUPMA KASHYAP
3. Father's Name (in full) : SHRI MUMLESH KUMAR
4. Address : H. No. 36, ARJUN NAGAR, OPPOSITE
POOJA FILING STATION
NEAR INDUSTRIAL ESTATE
AMBALA CANTT-133006, HARYANA

5. E-mail id : ANUPMA.KASHYAP18@GMAIL.COM
6. Mobile no. : 9467225483
7. Income-tax PAN. : BJIPK1134K
8. Adhaar No. : 2618 5539 1998
9. Occupation : Self Employed
10. Date of birth : 15/08/1990
11. Nationality : INDIAN
12. Qualification : Bachelor of Information and Management,
C.S from ICSI of India

13. One No. of company in which I am already the Director ~~and out of such companies the names of the companies in which I am a Managing Director, Chief Executive Officer, Whole time Director, Secretary, Chief Financial Officer, Manager.~~ The details are given below.

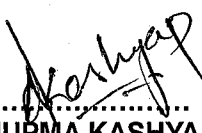
Sr.No.	CIN/Name of the Company	Current Designation	Date of appointment	Company Status
1	L65990DL1982PLC256291 PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED	Director	21.11.2022	Active



14. Particulars of membership No. and Certificate of practice no. if the applicant is a member of any professional Institute. Specifically state NIL if none. --NIL--

DECLARATION

I declare that I have not been convicted of any offence in connection with the promotion, formation or management of any company or LLP and have not been found guilty of any fraud or misfeasance or of any breach of duty to any company under this Act or any previous company law in the last five years. I further declare that if appointed my total Directorship in all the companies shall not exceed the prescribed number of companies in which a person can be appointed as a Director.

Signature: 
Name : ANUPMA KASHYAP
DATED : 20.05.2023

ANUPMA KASHYAP

Company Secretary

#36, Arjun Nagar, Opposite Pooja Filing Station,
Near Industrial Estate, Ambala Cantt., Haryana

9467225483

anupma.kashyap18@gmail.com

PERSONAL SUMMARY

- A highly efficient and competent company secretary with an ability to ensure that a company complies and operates in accordance with statutory and legal provisions.
- Experience of attending meetings with company shareholders and the board of directors and acting as a point of communication between them.
- Well-presented and highly personable, with a deep knowledge of corporate regulatory and company rules.
- Excellent organizational skills, highly efficient and methodical with a good eye for detail.
- Keen to find a challenging secretarial position with a successful and ambitious company that offers opportunities for career development and advancement.

WORK EXPERIENCE

- Quadrant Future Tek Limited (Formerly known as Quadrant Cables Private Limited)
COMPANY SECRETARY June 2019 – April 2022
- Reward Buildwell Private Limited
COMPANY SECRETARY January 2019 – May 2019
- Jindal Equipment Leasing and Consultancy Services Limited (Jindal Groups)
COMPANY SECRETARY January 2018 – December 2018

Responsible for ensuring that the highest standards of administrative processes & corporate governance are both promoted and maintained, so that the business operates efficiently & in accordance with all statutory and legal provisions.

DUTIES

- Responsible for all company secretarial functions, duties and responsibilities.
- Organizing, preparing agendas for, and taking minutes of board meetings.
- Monitoring changes in the business legislative and regulatory environment.
- Providing advice to colleagues and senior managers on administrative matters.
- Maintaining statutory books i.e. registers of members, directors and secretaries.
- Updating and maintaining all licence and Companies House records.
- Dealing with correspondence.
- Developing & implementing admin policies & procedures to improve efficiency.

- Involved in the creation of new companies and limited partnerships.
- Liaising with external regulators, solicitors and auditors.
- Preparing and filing dormant accounts.
- Maintaining all statutory registers and blueprint.
- Drafting minutes within set timeframes.
- Reporting in a timely & accurate manner on company procedures & developments.
- Ensuring the company complies with standard legal practice and maintains standards of corporate governance.

TRAINING

(June 1st, 2014 to August 31st, 2015)

Have Completed Company Secretary Internship with M/s MEGA CABS PRIVATE LIMITED (Formerly Mega Cabs Limited), a Group Mega Enterprises and having 3 months more experience in legal and secretarial field and has a good coverage over the work with regard to quality and accuracy in the documents.

KEY RESULT AREAS

- Drafting of documents, mainly: Minutes, Resolutions.
- Registration of Digital Signature of Directors/ Managers/ Secretaries under Role Check of Ministry of Corporate Affairs.
- E-filing of various forms including the Annual filling.
- Prepared Notice, Shorter Notice, Director Reports.
- Prepared Annual Return of various Listed & Unlisted Company.
- Updating of various Statutory Registers maintained by Company.
- Prepare Compliance Certificate as per Section 383A of Companies Act, 1956.
- Prepared Audit Sheet of the Board Meetings, Annual General Meetings.
- Work undertaken related to the Incorporation of Company.
- Coordination in preparation and filing papers with the Registrar of Companies, Regional Director and Company Law Board.
- Prepared Applications for Master Data Correction.
- Assisted in work related to the Shifting of registered office/ Change of Object Clause/Name Clause of the Company.
- Prepared Share Transfer Form.

CERTIFICATIONS

- Certificate of Excellence for understanding Information Technology in Corporate Environment from APTECH.
- Certificate of Participation in Scouts and Guides Camps.

ACADEMIC QUALIFICATIONS

- Qualified Bachelor of Information and Management from G.M.N. College, Ambala Cantt, and Affiliated to Kurukshetra University in June 2011 with 1st division.
- Cleared Class XII from Kendriya Vidyalaya No.2, Ambala Cantt-CBSE in May 2008 with 1st division.
- Cleared Class X from Kendriya Vidyalaya No.2, Ambala Cantt-CBSE in May 2006 with 1st division.

IT SKILLS

MS-Office, Tally & Internet Applications.

EXTRA CURRICULAR ACTIVITIES

Academic Level

- Attended various Scouts and Guides Camp at School Level.
- Participated in cultural & dance activities.

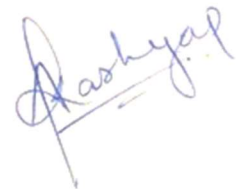
Professional Level

- Adjudged as “Best Project Report” on “Real Estate Act” organized by the Northern India Regional Council of the ICSI at Management Skills Orientation Programme.

PERSONAL INFORMATION

Date of Birth: 15th August 1990
Marital Status: Married
Nationality: Indian
Language Known: Hindi and English

I hereby declare that all the contents of my resume are true to my belief & knowledge.



(Anupma Kashyap)