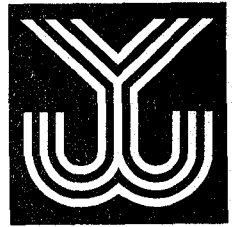


WYL/SECT/
14.08.2018

winsome
Yarns Limited

Regd. Office : SCO # 191-192, Sector 34-A,
Chandigarh - 160 022 INDIA
CIN : LI7115CH1990PLC010566
Phones : +91-172-2603966, 4612000, 4613000
Script Code : 51434 Fax : +91-172-4614000
website: www.winsomegroup.com



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

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

Script Code : WINSOME

Sub: Appointment of Auditors

Dear Sir/Madam,

This is to inform that M/s SBS & Co., Chartered Accountants (FRN-024005N), having its head office at 606, New Delhi House, 27 Barakhamba Road, Connaught Circus, New Delhi-110001 who was appointed as Statutory Auditors of the Company by the Board of Directors in their meeting held on 18th May, 2018, subject to approval of shareholders of the company, had vide its letter dated 2nd of August, 2018 informed that due to recent reconstitution of the Firm, arising on account of resignation of its managing partner for the reasons as mentioned therein, the Firm will no longer be in a position to carry out the Audit of Books of Accounts of the Company for the year ending March 31, 2019 and accordingly they withdrew its earlier consent to be appointed as statutory auditor of the Company.

Accordingly, the Board of Directors approached M/s. M/s. Khandelia and Sharma, Chartered Accountants (FRN- 510525C), having its office at 407, South-Ext. Plaza-II, South Extension-2, New Delhi-110049 to be appointed as statutory auditor of the company.

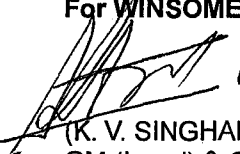
M/s. Khandelia and Sharma, Chartered Accountants vide its letter dated 04.08.2018 has given its consent for appointment as Statutory Auditor of the Company. In the same letter they have also informed that they are eligible to be Statutory Auditor of the Company as per provisions of section 141 of Companies Act, 2013 and have also submitted other documents as required under the Companies Act, 2013 for appointment as Auditor. The brief profile of M/s. Khandelia and Sharma, Chartered Accountants is enclosed herewith.

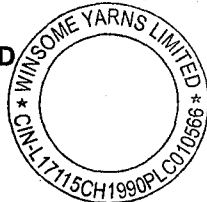
The Board Members on the basis of recommendation of Audit Committee considered the same in its meeting held on 13.08.2018 and recommended the appointment of new Auditor to the shareholders of Company in ensuing Annual General Meeting of Company.

This is for your information and records please.

Thanking you,

Yours faithfully,
For **WINSOME YARNS LIMITED**


(K. V. SINGHAL)
GM (Legal) & Company Secretary
Mobile No. 9914030030
Email : kvsinghal@winsomegroup.com, cshare@winsomegroup.com



A PROFILE

Established : **1990**

Office : **Delhi Office**
407, South-Ex Plaza-II,
South Extension, Part-2,
New Delhi-110049
Phone : +91 11 41643733
+91 9871799881
Email : arunkhandelia@ks-ca.com

Dimapur Office
"Sharma Sadan" G. S. Road,
Dimapur-797112 (Nagaland).
Phone : +91 9862092195
Email : dinesh@ks-ca.com

Agra Office
Akhilesh Tower, Office no. B-18 & 19
Hari Parvat, Agra-282002
Phone : +91 9818440854
Email : sunil.mittal@ks-ca.com

Firm Registration No : 510525C

PAN & GST No. : AA AFK6345G/ 07AA AFK6345G1ZG

C&AG Empanelment Number : DE 2622

RBI Unique Code No. : 105703

Partners : Six

(1) Name of the Partner : CA. Arun Khandelia
Membership Number : 089125
Qualifications : B. Com (H), FCA, Cert. Course on IT
Certificate of practice since : 03-Aug-1990
Partner since : 01-Oct-1990

(2) Name of the Partner : CA. Dinesh Sharma
Membership Number : 087827
Qualifications : B. Com (H), FCA
Certificate of practice since : 14-Jan-1989
Partner since : 01-Oct-1990



(3) Name of the Partner	:	CA. Nitin Kumar Lohia
Membership Number	:	508528
Qualifications	:	B. Com, FCA, ISA
Certificate of practice since	:	17-Oct-2006
Partner since	:	31-Dec-2006
(4) Name of the Partner	:	CA. Amit Drolia
Membership Number	:	501676
Qualifications	:	B. Com (H), FCA
Certificate of practice since	:	14-Feb-2003
Partner since	:	30-Sep-2009
(5) Name of the Partner	:	CA. Atul Gupta
Membership Number	:	524788
Qualifications	:	B. Com, ACA
Certificate of practice since	:	27-Aug-2012
Partner since	:	31-Dec-2012
(6) Name of the Partner	:	CA. Anubhav Jain
Membership Number	:	233541
Qualifications	:	B. Com, ACA, LLB
Certificate of practice since	:	05-July-2013
Partner since	:	20-April-2015

Services Offered

Business Advisory Services & Consulting

- Business Establishment and Joint Ventures
- Mergers & Acquisitions, Valuation and Due Diligence
- Project Reports, Project Monitoring and Civil Engineering Review
- Corporate Structuring, Business Re-engineering, Strategic Planning

Outsourcing Services

- Payroll Management
- Accounts Outsourcing
- Corporate Laws, SEBI, RBI & FEMA

Audit & Management Reviews

- Statutory Audits, Bank Audits and Tax Audits.
- Management & Performance Reviews
- Budgetary Control & Cost Control System and Turnaround Plans
- Internal Audit, Management Audit, Civil Construction Audit

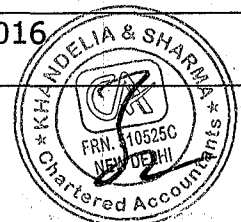
Corporate Legal Services

- Tax Management and Tax Compliance
- Legal compliances for Senior Management
- Transfer Pricing & International Taxation
- Corporate Laws, SEBI, RBI, FEMA, Company Law



Clients handled by Firm &/ or its Partners

Client	Area of operations
SPA Capital Services Limited	Investment advisory services
SPA Securities Limited	Member – NSE, BSE, MCX-SX
SPA Capital Advisors Limited	SEBI registered Category-I Merchant Banker
SPA Insurance Broking Services Ltd.	Direct broker for Life and General Insurance
Vimlesh Industries Pvt. Ltd.	Manufacturers of copper products
Shree Riddhi Siddhi Group	Real Estate developers engaged in housing & commercial projects at Agra
CFC Carriers Private Limited.	Transportation, Logistics & Warehousing
SGS Weather & Environmental Systems Pvt. Ltd.	Supply & installation of weather & environmental equipments
Goodluck Carbon Pvt Ltd	Manufacturer of Carbon black
Striker Hospitality Private Limited	Pub and micro-brewery
Soi7 Hospitality Private Limited	Pub and micro-brewery
India Realty group of companies	Property developers
Quad Analytix India Pvt Ltd	Software development
Capital Drycleaners Pvt. Ltd.	Franchise for D'dmas, color photo lab etc.
Synapse India Outsourcing Pvt. Ltd.	Software development
Willow & Boots Brand Solutions PL	Advertising agency
Maakrish Limited, UK	Domiciliary Home Care Services
Alveola Intermediaria SL, Spain	Mining
Pressbeau Limited, UK	Chain of Old Age care homes in UK
Speedcut Diamond Tools Pvt. Ltd.	Manufacturers of stone cutting tools
Shekhawati Projects Pvt Ltd	Property developers
K. M. India Private Limited	Trading in air-conditioning products
Wirehead Infotech Pvt. Ltd.	IT training
Ogaan Publications Pvt. Ltd.	Publishers for 'elle' & other magazines.
Sakun Educational Consultants Pvt. Ltd.	Educational consultants
Southgate Resorts & Hotels Pvt Ltd	Hotels & Guest Houses
Rasah Exim Limited	Dealers for Honda two-wheelers at Delhi
Imexo International Pvt Ltd	International trading
Aria Interior Design Pvt Ltd	Interior designers
Shri Siddhi Vinayak Tech Pvt Ltd	Distributors for industrial Gases
Karsog Valley Hydel Projects Pvt Ltd	Hydro power generation
M/s Trading Places.	Consultancy in shoe exports
M/s Design Atelier	Architects & Interior Designers
M/s Savyaa	Recruitment consultants
M/s Gems Mart	Jewellers
MC Stitch Limited	BSE listed company
The Fiber Plus Industries Pvt. Ltd.	Manufacturer & trading in Fiber
KK Milk Fresh India Pvt Ltd	Milk & milk products manufacturer
ON-GOING GOVERNMENT/ PSU AUDITS	
Delhi Mumbai Industrial Corridor Development Corporation	Internal Audit since April, 2016
Indian Railway Station Development Corporation Ltd.	Internal Audit since April, 2016



New India Assurance Co. Ltd.	Statutory branch auditors for Delhi DO 312300 since FY: 2014-2015
Government/ Semi-Government audits concluded	
Ministry of Urban Development, Department of MRTS, Government of India.	Internal Auditor for GEF-WB-UNDP supported Sustainable Urban Transport Project (SUTP) in 5 cities 2010-2015
Export Credit Guarantee Corporation of India Limited	Concurrent audit of NOIDA Branch from April, 2014 to March, 2016
Urban Mass Transit Company Ltd.	Internal Audit for the period 2009-2011
Export Credit Guarantee Corporation of India Limited	Statutory Auditors of NOIDA branch for 2009-2010 and 2010-2011
Public Health Engineering (Water supply Department) of Govt. of Nagaland	Statutory Auditor for 2011-2012
National Institute of Electronics and Information Technology, Kohima.	Internal Auditor for 2011-2012
Nagaland Industrial Development Corporation	Internal & Tax Auditor from 2011-12 to 2014-2015
BANK AUDITS	
State Bank of India, Delhi Region	Statutory Branch Audit since 2014-15
UCO Bank, Kohima Branch	Concurrent Auditor since April, 2016
Punjab National Bank, Agra	Stock Audit – Regular work
Oriental Bank of Commerce, Agra	Stock Audit – Regular work
Canara Bank	Concurrent audit of Agra branch from July, 2015 to June, 2016
Vijaya Bank	Concurrent Auditor July, 2010 to June, 2013
Canara Bank	Concurrent Auditor October, 2010 to June 2012
Bank of India, Delhi Region	Statutory Branch Audit 2005-06 to 2009-10
Canara Bank	Statutory Branch Audit 2002-03 to 2004-05
Punjab National Bank	Statutory Branch Audit 1996-97 to 2001-02
ICICI Bank	Sox Compliance Audit
Oriental Bank of Commerce	Revenue & Inspection Audit 2003-04 to 2006-07

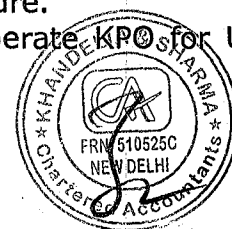
The Team

CA. Arun Khandelia

B.Com (H), FCA, Certificate Course in International Taxation (ICAI)

A commerce graduate from University of Delhi. Post qualification set-up his practice at New Delhi. Has an experience of over 26 years in the following areas:

- Tax planning, representation & due diligence.
- Development and design of Accounting system and procedure.
- Accounts outsourcing. (Set-up a STPI unit to run and operate KPO for UK and Spain based companies).



- Internal/management Audit with emphasis on Internal control systems
- Corporate Laws and other Commercial Laws.
- Undertook professional assignments in UK and Spain.
- Project Financing

CA. Dinesh Sharma
B.Com (H), FCA

He is partner in-charge of **Dimapur Branch**. He has a post-qualification experience of over 27 years in the field of audit and taxation matters. He also looks after other statutory compliances besides liaisoning with banks & financial institutions.

CA. Nitin Kumar Lohia
B. COM (H), FCA, ISA, Certificate course in Forensic Audit

He has a post-qualification experience of over 10 years in the field of Audit, Accounts, Tax planning & Representation before Income Tax Authorities. He has the expertise in the following areas:

- Statutory audits
- Income Tax Planning & Compliances
- Representation Before IT Authorities
- TDS compliance & assessment
- Internal/management Audit with a emphasis on Internal control systems

CA. Sunil Kumar Mittal,
B.Com (H), ACA

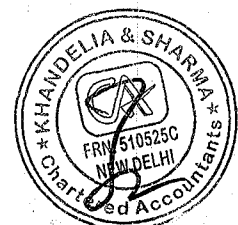
Mr. Sunil Mittal was Partner in the Firm till May, 2018 and is associated with the Firm as an Associate and looks after part of our clients on assignment basis. He has a pre/ post-qualification experience of over 6 years in Statutory Audit, Internal Audit, Taxation, Closing of Financial Accounts, accounting and Financial Management. He has the expertise in the following areas:-

- Statutory/ Internal and Management audit.
- Internal/management Audit with a emphasis on Internal control systems
- Project Co-coordinator for SAP B1 implementation.
- Development of MIS for top management as well as for working level.
- System Designing/Implementation
- Preparation of Standard Operating Systems for the various functions (manufacturing and accounting).

CA. Atul Gupta, B.Com,
ACA, Certificate Course on Indirect Taxes

He qualified in 2012 and joined the firm to look after its Agra Branch. He specializes in the following fields:

- Service tax compliance and assessment
- VAT compliances, assessment and appeals.
- Audit



CA. Amit Drolia
B. Com (H), FCA

Has an experience of 11 years in the following areas:

- Development of MIS for top management as well as for working level.
- Development of the Budgets- Capital and revenue
- Internal/management Audit with a emphasis on Internal control systems
- Statutory audits
- Risk analysis in different commercial department.
- System Designing/Implementation in the accounts department.

CA. Anubhav Jain
B. Com, ACA, LLB

He has the Professional Experiences in the following fields:

- Finance and accounts- Millennium Pools Private Limited.
- Audits- GMR group, Kemwell, APW-Schneider electric, Davita-Nefrolife, Wipro, etc.
- Consulting- PKF Sridhar & Shantanam.
- Consulting - Nexify Consultants Private Limited.
- ITR & Accounting related works.
- Consultations regarding Indirect taxes specifically Service tax
- Project report & related works
- Registrations- Company, St, Vat, etc.

Others

A well-qualified team of business associates in the form of Company Secretaries, Engineers, executives, assistants and support staffs which include:

• Article Clerks	:	10
• Audit Assistants	:	10
• Support Staff	:	05

