

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return

(other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

(ii) (a) Name of the company

(b) Registered office address

(c) *e-mail ID of the company

(d) *Telephone number with STD code

(e) Website

(iii) Date of Incorporation

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

☒ Yes

☐ No

(vi) *Whether shares listed on recognized Stock Exchange(s)

☒ Yes

☐ No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	Metropolitan Stock Exchange of India Limited	2,048

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) *Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held ☐ Yes ☒ No

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2023

(c) Whether any extension for AGM granted

☐ Yes ☒ No

(f) Specify the reasons for not holding the same

The AGM will be held on or before the due date.

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 3

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	N	Support service to Organizations	N7	Other support services to organizations	41.04
2	K	Financial and insurance Service	K8	Other financial activities	29.82
3	L	Real Estate	L1	Real estate activities with own or leased property	29.14

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

2

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	WEST PIONEER PROPERTIES (IN +)	U51909MH2004PTC149915	Subsidiary	93.55
2	WESTFIELD ENTERTAINMENT P +	U51909MH2005PTC151167	Subsidiary	93.55

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	1,000,000	998,925	998,925	998,925
Total amount of equity shares (in Rupees)	10,000,000	9,989,250	9,989,250	9,989,250

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	1,000,000	998,925	998,925	998,925
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	10,000,000	9,989,250	9,989,250	9,989,250

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	5,500,000	3,875,000	3,875,000	3,875,000
Total amount of preference shares (in rupees)	55,000,000	38,750,000	38,750,000	38,750,000

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Redeemable Preference Shares				
Number of preference shares	5,500,000	3,875,000	3,875,000	3,875,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	55,000,000	38,750,000	38,750,000	38,750,000

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	0	998,925	998925	9,989,250	9,989,250	
Increase during the year	0	0	0	0	0	0
i. Pubic Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify				0	0	
NA						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0

iv. Others, specify				0	0	
NA						
At the end of the year	0	998,925	998925	9,989,250	9,989,250	
Preference shares						
At the beginning of the year	3,874,500	500	3875000	38,750,000	38,750,000	
Increase during the year	0	3,874,500	3874500	38,745,000	38,745,000	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify	0	3,874,500	3874500	38,745,000	38,745,000	0
Dematerialisation of Shares						
Decrease during the year	3,874,500	0	3874500	38,745,000	38,745,000	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	3,874,500	0	3874500	38,745,000	38,745,000	
Dematerialisation of Shares						
At the end of the year	0	3,875,000	3875000	38,750,000	38,750,000	

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

☒ Nil

[Details being provided in a CD/Digital Media]

☐ Yes ☐ No ☐ Not Applicable

Separate sheet attached for details of transfers

☐ Yes ☐ No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting				<input style="width: 100%;" type="text"/>			
Date of registration of transfer (Date Month Year)				<input style="width: 100%;" type="text"/>			
Type of transfer		<input style="width: 50%;" type="text"/>		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock			
Number of Shares/ Debentures/ Units Transferred		<input style="width: 50%;" type="text"/>		Amount per Share/ Debenture/Unit (in Rs.)		<input style="width: 50%;" type="text"/>	
Ledger Folio of Transferor				<input style="width: 100%;" type="text"/>			
Transferor's Name		<input style="width: 50%;" type="text"/>		<input style="width: 50%;" type="text"/>		<input style="width: 50%;" type="text"/>	
		Surname		middle name		first name	
Ledger Folio of Transferee				<input style="width: 100%;" type="text"/>			
Transferee's Name		<input style="width: 50%;" type="text"/>		<input style="width: 50%;" type="text"/>		<input style="width: 50%;" type="text"/>	
		Surname		middle name		first name	
Date of registration of transfer (Date Month Year)				<input style="width: 100%;" type="text"/>			
Type of transfer		<input style="width: 50%;" type="text"/>		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock			
Number of Shares/ Debentures/ Units Transferred		<input style="width: 50%;" type="text"/>		Amount per Share/ Debenture/Unit (in Rs.)		<input style="width: 50%;" type="text"/>	

Ledger Folio of Transferor							
Transferor's Name							
	Surname		middle name		first name		
Ledger Folio of Transferee							
Transferee's Name							
	Surname		middle name		first name		

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

1,630,000

(ii) Net worth of the Company

-278,361,000

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	0
	(ii) Non-resident Indian (NRI)	158,875	15.9	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	1,269	0.13	1,912,125	49.35
10.	Others Trust	588,557	58.92	1,962,875	50.65
	Total	748,701	74.95	3,875,000	100

Total number of shareholders (promoters)

9

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage

1.	Individual/Hindu Undivided Family				
	(i) Indian	250,214	25.05	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	10	0	0	0
10.	Others 0	0	0	0	0
	Total	250,224	25.05	0	0

Total number of shareholders (other than promoters)

22

**Total number of shareholders (Promoters+Public/
Other than promoters)**

31

**VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	11	9
Members (other than promoters)	22	22
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	0	0	0	0	0
B. Non-Promoter	1	3	1	3	0	0
(i) Non-Independent	1	1	1	1	0	0
(ii) Independent	0	2	0	2	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	1	3	1	3	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

6

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Anil Gupta	00060720	Director	0	
Shyam Khandelwal	05147157	Director	0	
Anuj Mehta	BIEPM2397H	Company Secretar	0	
Sunil Modi	AACPM8595J	CFO	0	
Smita Achrekar	09237586	Director	0	
Nitin Mhatre	08294405	Director	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

6

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
PETER FRANCISCO FI	AAJPF6739L	Company Secretar	02/08/2022	Cessation
Anuj Rameshkumar Me	BIEPM2397H	Company Secretar	02/08/2022	Appointment
DNYANESHWAR LADU	AHUPA2793B	CFO	12/08/2022	Cessation
DNYANESHWAR LADU	AHUPA2793B	Manager	12/08/2022	Cessation
SUNIL MURARILAL MC	AACPM8595J	CFO	12/08/2022	Appointment
SUNIL MURARILAL MC	AACPM8595J	Manager	12/08/2022	Appointment

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	30/09/2022	33	9	49.21

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	30/05/2022	4	3	75
2	02/08/2022	4	4	100
3	12/08/2022	4	4	100
4	25/08/2022	4	3	75
5	14/11/2022	4	4	100
6	14/02/2023	4	4	100

C. COMMITTEE MEETINGS

Number of meetings held

8

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	NOMINATION	30/05/2022	3	3	100
2	AUDIT COMM	30/05/2022	3	3	100
3	NOMINATION	02/08/2022	3	3	100
4	NOMINATION	12/08/2022	3	3	100
5	AUDIT COMM	12/08/2022	3	3	100
6	STAKEHOLDER	14/11/2022	4	4	100
7	AUDIT COMM	14/11/2022	3	3	100
8	AUDIT COMM	14/02/2023	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
								(Y/N/NA)
1	Anil Gupta	6	5	83.33	8	8	100	
2	Shyam Khand	6	6	100	8	8	100	
3	Smita Achreka	6	6	100	8	8	100	
4	Nitin Mhatre	6	5	83.33	1	1	100	

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Sunil Modi	Manager	0	0	0	0	0
	Total		0	0	0	0	0

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Sunil Modi	CFO	0	0	0	25,326	25,326
2	Anuj Mehta	Company Secre +	674,373	0	0	0	674,373
	Total		674,373	0	0	25,326	699,699

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Anil Gupta	Director	0	0	0	7,000	7,000
2	Shyam Khandelwal	Director	0	0	0	7,500	7,500
3	Smita Achrekar	Director	0	0	0	7,000	7,000
4	Nitin Mhatre	Director	0	0	0	3,000	3,000
	Total		0	0	0	24,500	24,500

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ☒ Yes ☐ No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

☒ Yes ☐ No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Whether associate or fellow

☐ Associate ☐ Fellow

Certificate of practice number

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ..

8

dated

10/04/2006

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

DIN of the director

08294405

To be digitally signed by

☐ Company Secretary

☒ Company secretary in practice

Membership number

1391

Certificate of practice number

3888

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachement(s), if any

Attach**Attach****Attach****Attach****List of attachments****Remove attachment**

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

Winmore Leasing And Holdings Limited

Regd. Office: 'Ashiana', 69-C, Bhulabhai Desai Road, Mumbai – 400 026

Tel. No.: 022-23686618 E-mail Id: ho@hawcoindia.com

CIN: L67120MH1984PLC272432 Website: www.winmoreleasingandholdings.com

DETAILS OF SHARES HELD ON 31.03.2023

Sr No.	Name / Joint Name	No. of Shares
A	EQUITY SHARES OF RS 10 EACH	
1	A. V. Processors Pvt. Ltd.	5
2	Acacia Impex Private Limited	2
3	Akshay Ayush Impex Pvt Ltd	1
4	Anand Veena Twisters Pvt Ltd	10
5	Ankur Modi	5
6	Anurag Jatia Banwarilal Jatia	1,58,875
7	Asha Devi Modi	5
8	Banwarilal Jatia Usha Devi Jatia	5,88,557
9	Chhaya Viral Mody Rajiv Adukia	5
10	Gaurang Agrawal Pradeep Kumar Agrawal	10
11	Hawco Lubricants Llp	5
12	Hemann Properties & Holding Llp	2
13	Houghton Hardcastle (India) Pvt Limited	2
14	Madhu Kant Modi	1
15	Manisha Himatsingka	55,000
16	Manoj Kumar Adukia	10
17	Namha Adukia Rajiv Adukia	5
18	Om Prakash Adukia Urmiladevi Adukia Rajiv Kumar Adukia	5
19	Om Prakash Adukia Rajiv Adukia	10
20	Omprakash Adukia - Huf .	10
21	Parag Modi	10
22	Pradeep Kumar Agrawal Manju Rani Agarwal	35
23	Rajiv Adukia Shilpa R Adukia	10
24	Rajiv Adukia - Huf .	5
25	Richa Agrawal	1,95,058
26	Shilpa Rajiv Adukia Rajiv Kumar Adukia	10
27	Urmiladevi Adukia Om Prakash Adukia	10
28	Vandeep Tradelinks Private Limited	2
29	Vishwas Investment & Trading Company Pvt Ltd	1,250
30	Yashvardhan Adukia Rajiv Adukia	5
31	Yashvardhan Adukia Huf .	5
	TOTAL	9,98,925
B	Redeemable Preference Shares of Rs. 10 Each	
1	Anand Veena Twisters Pvt Ltd	6,59,950
2	Banwarilal Jatia Usha Devi Jatia	19,62,875
3	Houghton Hardcastle (India) Pvt Limited	7,85,885
4	Vishwas Investment & Trading Company Pvt Ltd	3,62,774
5	West Leisure Resorts Limited	1,03,516
	TOTAL	38,75,000
	For Winmore Leasing And Holdings Limited	
	Anuj Rameshkumar Mehta	
	Company Secretary	

STATE CODE: 11

SER NO	DATE OF REGN OF TRANSFER OF SHR/DEB	TYPE OF TRANSFER	NO. OF SHR/DEB TRANSFERED	NOMINAL VALUE (EACH IN RS.)	LF.NO OF TRANSFEROR	TRANSFERORS NAME	LF.NO OF TRANSFREE	TRANSFEREES NAME
1		Equity						