Winsome Yarns Limited
Regd. Office : Basement, SCO 13-14-15 Sector 34-A, Chandigarh – 160022 INDIA
CIN : L17115CH1990PLC010566
Phones : 9780078797
E-mail : winsomeyarnslimited@gmail.com
Website : winsomeyarns.com

Date: 16.07.2026
Scrip Code: 514348
Corporate Compliance & Listing Centre
BSE Limited
1st Floor, New Trading Ring
Rotunda Building, P. J. Towers
Dalal Street, Fort, MUMBAI-400001

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

Subject: Outcome of Board Meeting dated July 16, 2026.
Reference:

i) **Disclosures made pursuant to Regulation 30 read with Part A, Para A of Schedule III to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), by Winsome Yarns Limited**
ii) **SEBI Circular No. SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30th January, 2026**
iii) **Disclosure dated April 17, 2026, April 20, 2026 and April 24, 2026 in relation to the approval of the resolution plan by the Hon'ble National Company Law Tribunal ("NCLT") vide order dated April 16, 2026 as submitted by the Successful Resolution Applicant, namely Mohini Health & Hygiene Limited ("SRA") under the relevant provisions of the Insolvency and Bankruptcy Code, 2016 ("Code").**

Dear Sir/ Madam,
In compliance with the relevant provisions of Regulation 30 read with Part A, Para A of Schedule III along with such other applicable provisions of the Listing Regulations subject to the provisions of the approved resolution plan and NCLT Order dated April 16, 2026 ("NCLT Approval Date") pursuant to the provisions of the Code, and in reference with the captioned subject, we, Winsome Yarns Limited ("the Company") hereby informs you that the duly constituted Board of Directors in its meeting held today viz. July 16, 2026, through audio and visual means, interalia considered, discussed and took on record the following businesses:

1. To give effect to the reduction, cancellation and issue of equity shares to the existing shareholders whose names appears as on the record date fixed by the Company (i.e. July 31, 2026), pursuant to above referred Resolution Plan as approved by Hon'ble NCLT order dated April 16, 2026, in the following manner:

   a) Erstwhile Promoters shareholding: Post reduction, Equity Shares of Erstwhile Promoters shall be reduced from 2,73,39,609 to 0 shares.
   b) Existing Public shareholding: Post reduction, Equity Shares of public shall be reduced from 4,33,67,620 to 1,31,579 shares.

2. Fixation of Record Date for the aforesaid reduction as Friday, July 31 2026 **(Record Date)** for cancellation and extinguishment of existing paid-up equity share capital held by the erstwhile promoters and existing public shareholders of the Company.

3. Approved issuance of 25,00,000 Equity Shares at a face value of Rs. 10/- per shares (Rupees Ten Only) which shall rank paripassu basis in all respects with the existing equity shares to the below-mentioned prospective promoters of the Company, in accordance with the NCLT Order:

S.no	Prospective Promoter	Total no. of Equity Shares		Shareholding Percentage (%)	
		Pre-Preferential shareholding	Post-Preferentia shareholding	Pre-Preferential shareholding	Post-Preferentia shareholding
1	Dhananya Capital Private Limited	Nil	25,00,000	Nil	95%

4. Constitution of Committees of Board:

a) Audit Committee:

Pursuant to the provisions of Section 177 of the Companies Act, 2013 ("the Act"), read with the provisions of the SEBI Listing Regulations, 2015 and the rules framed thereunder, the Audit Committee of the Board shall comprise the following members:

S.no	Name	Designation	Position
1.	Mahesh Fogla	Non-executive Independent Director	Chairperson
2.	Avnish Sarvapriya Bansal	Non-executive Director	Member
3.	Sanjeev Nahar	Non-executive Independent Director	Member
4.	Bibhudutta Satpathy	Non-executive Independent Director	Member

b) **Nomination & Remuneration Committee:**

Pursuant to the provisions of Section 178 of the Companies Act, 2013 ("the Act"), read with the provisions of the SEBI Listing Regulations, 2015 and the rules framed thereunder, the Nomination & Remuneration Committee of the Board shall comprise the following members:

S.no	Name	Designation	Position
1.	Sanjeev Nahar	Non-executive Independent Director	Chairperson
2.	Mahesh Fogla	Non-executive Independent Director	Member
3.	Avnish Sarvapriya Bansal	Non-executive Director	Member
4.	Bibhudutta Satpathy	Non-executive Independent Director	Member

c) **Stakeholders Relationship Committee:**

Pursuant to the provisions of Section 178 of the Companies Act, 2013 ("the Act"), read with the provisions of the SEBI Listing Regulations, 2015 and the rules framed thereunder, the Stakeholders Relationship Committee of the Board shall comprise the following members:

S.no	Name	Designation	Position
1.	Sanjeev Nahar	Non-executive Independent Director	Chairperson
2.	Mahesh Fogla	Non-executive Independent Director	Member
3.	Avnish Sarvapriya Bansal	Non-executive Director	Member

d) **Risk Management Committee:**

Pursuant to the SEBI Listing Regulations, 2015 and the rules framed thereunder, the Risk Management Committee of the Board shall comprise the following members:

S.no	Name	Designation	Position
1.	Sanjeev Nahar	Non-executive Independent Director	Chairperson
2.	Vipan Kumar	Executive Director	Member
3.	Avnish Sarvapriya Bansal	Non-executive Director	Member

5. Adoption of amended Memorandum of Association ("MOA") of the Company as per Companies Act, 2013 subject to approval of shareholders of the Company.

6. Adoption of new set of Articles of Association ("AOA") of the Company as per Companies Act, 2013 subject to approval of shareholders of the Company.

7. Alteration in object clause of Memorandum of Association in order to expand business of the Company with the proposed business dynamics subject to approval of shareholders of the Company.

The detailed disclosure with respect to issuance of Equity Shares as required to be furnished pursuant to Regulation 30 read with Para A of Part A of Schedule III of SEBI Listing Regulations and SEBI Circular No. SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30th January, 2026, is enclosed herewith as an "**Annexure A".**

The detailed disclosure with respect to alteration of Object Clause in Memorandum of Association as required to be furnished pursuant to Regulation 30 read with Para A of Part A of Schedule III of SEBI Listing Regulations and SEBI Circular No. SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30th January, 2026, is enclosed herewith as an "**Annexure B".**

The Board meeting commenced at 4:00 P.M. and concluded at 04:31 P.M.

Kindly take the same on record.

Thanking You

For Winsome Yarns Limited

Vipan Kumar Digitally signed by Vipan Kumar Date: 2026.07.16 17:15:15 +05'30'

Vipan Kumar
Additional Director
DIN: 11551026

Date: 16.07.2026

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Annexure A

The details with respect to the issuance of Equity Shares as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Master Circular No. HO/49/14/14(7)2025-CFDPOD2/I/3762/2026 dated January 30, 2026 as amended.

S.no	Particulars	Disclosures
1	type of securities proposed to be issued (viz. equity shares, convertibles etc.);	Equity Shares
2	type of issuance (~~further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement,~~ preferential allotment etc.);	Preferential Issue
3	total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately);	**Total number of securities proposed to be issued:** 25,00,000 (Twenty-five lakhs) Equity Shares, each having a face value of Rs. 10/- (Rupees Ten Only). **Total amount for which the securities will be issued:** Rs. 2,50,00,000/- (Rupees Two Crores Fifty Lakhs Only)
In case of preferential issue, the listed entity shall disclose the following additional details to the stock exchange(s):		
4	names of the investors;	Dhananya Capital Private Limited
5	post allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors;	**Post allotment of securities- Outcome of the subscription:** The prospective promoters shall subscribe to 25,00,000 (Twenty-five lakhs) fresh equity shares. **Issue Price:** The Issue Price of the fresh equity shares to be issued on a preferential basis is Rs. 10/- (Rupees Ten Only) each. **Number of investors:** One After the allotment of the fresh equity shares on a preferential basis, the issued, subscribed and paid-up equity share capital of the Company shall be 26,31,579 (Twenty Six Lakhs Thirty One Thousand and Five Hundred

		Seventy Nine) having a face value of Rs. 10/- (Rupees Ten Only) each, aggregating to Rs. 2,63,15,790 (Two Crores Sixty Three lakh Fifteen Thousand Seven Hundred Ninety)
6	in case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument;	Not Applicable.

Annexure B

Alteration in Object Clause of Memorandum of Association (MOA):

By addition of following object(s) as its Main Objects in Memorandum of Association of the Company:

2. To acquire by purchase, lease, exchange, hire, licence, concession or otherwise, any land, buildings, hereditaments, immovable properties of every description and tenure, and any estate, right, title or interest therein, and to hold, own, develop, redevelop, improve, manage, operate, maintain, exploit, mortgage, licence, lease, sub-lease, let out, transfer, assign, exchange, sell or otherwise dispose of the same, or any part thereof, in such manner as may be considered expedient.To prepare, develop and improve building sites and to construct, reconstruct, alter, renovate, modernise, improve, decorate, furnish, equip, maintain, manage and operate residential, commercial, industrial, institutional, hospitality and mixed-use projects, including but not limited to hotels, inns, guest houses, serviced apartments, flats, residential houses, villas, restaurants, markets, shopping malls, retail outlets, multiplexes, office complexes, business parks, industrial parks, warehouses, logistics parks, cold storages, factories, mills, workshops, godowns, wharves, safe deposit vaults, hospitals, educational institutions, convention centres, clubs, gardens, swimming pools, playgrounds and other buildings, structures, works and conveniences of every kind.To purchase, acquire, take on lease or otherwise obtain any land, plot or immovable property or any right, title or interest therein, either independently or jointly with any individual, company, body corporate, limited liability partnership, partnership firm, trust, association, joint venture, joint association or any other legal entity, and to develop, construct, redevelop, reconstruct, renovate, market, sell, lease, licence, rent, operate or otherwise commercially exploit residential, commercial, industrial, township, infrastructure or mixed-use projects thereon, including apartments, offices, retail spaces, industrial units, warehouses and other built-up areas, either for sale, self-use, leasing, licensing or earning rental or other recurring income. To act as builders, developers, promoters, colonisers, infrastructure developers, contractors, sub-contractors, engineering procurement and construction (EPC) contractors, project management consultants, architects, engineers, interior decorators, estate agents, property managers, valuers, surveyors and consultants, and to undertake, execute and carry out contracts and sub-contracts for Government, Semi-Government, statutory authorities, local bodies, public sector undertakings, private entities or any other person in relation to the aforesaid objects.