

CERTIFIED TRUE COPY OF THE RESOLUTION OF THE AUDIT COMMITTEE OF WINNY IMMIGRATION & EDUCATION SERVICES LIMITED HELD ON 12, JUNE 2024 WEDNESDAY AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 103-104, ATP ARCADE, ABOVE MR BEAN'S COFFEE SHOP, NR.NATIONAL HANDLOOM HOUSE, LAW GARDEN, AHMEDABAD, GUJARAT, INDIA, 380006 AT 5:00 P.M.

TO CONSIDER FINANCIAL KPI OF THE COMPANY:

The chairman proposes to the members to a consider restated Financial Key Performance Indicator (KPI) for the for the period ended on. After discussed following resolution was passed:

RESOLVED THAT pursuant to the companies act and all other applicable provisions, if any, of the Companies Act, 2013, Rules made there under (subject to any modification and re-enactment thereof) and provisions of the relevant Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the board of directors be and is hereby approved the following Key Performance Indicator (KPI) on the basis of Restated Financial for the period ended on March 31, 2024.

Financial KPI of our Company

(Rs. in Lakhs)

Sr. No	Particulars	As of end for the Fiscal		
		March 31, 2024	March 31, 2023	March 31, 2022
1	Total Income	1,102.12	1,197.91	1,004.07
2	Current Ratio	1.51	1.34	0.87
3	Debt Equity ratio	0.90	1.21	2.74
4	EBIDTA	98.45	245.76	196.72
5	Operating EBDITA Margin (%)	9.11	20.87	19.70
6	PAT	39.27	144.71	127.63
7	Net profit Ratio (%)	3.63	12.29	12.78
8	Return on Equity ratio %	18.60	121.49	*(748.03)
9	Return on Capital Employed %	15.74	51.64	114.93

*Return on Equity is negative on account of the loss of the FY 2021 which was set off in FY 2022. Average Shareholders' Equity was negative in FY 2022 and FY 2021.

Notes:

- As certified by the Statutory Auditor vide their certificate dated January 30, 2024 bearing UDIN:24032472BJZWKL1065
- Current Ratio is a liquidity ratio that measures our ability to pay short-term obligations (those which are due within one year) and is calculated by dividing the current assets by current liabilities
- Debt to equity ratio is calculated by dividing the debt (i.e., borrowings (current and non-current) and current maturities of long-term-borrowings) by total equity (which includes issued capital and all other equity reserves).
- Return on equity (RoE) is equal to profit for the year divided by the total equity during that period and is expressed as a percentage.
- Operating EBITDA refers to earnings before interest, taxes, depreciation, amortisation, gain or loss from discontinued operations and exceptional items. Operating EBITDA excludes other income.
- Operating EBITDA Margin refers to EBITDA during a given period as a percentage of revenue from operations during that period.

103-104, ATP Arcade, Nr. National Handloom,
Law Garden, Ahmedabad-380 006, India.

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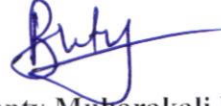
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- g) Net Profit Ratio/Margin quantifies our efficiency in generating profits from our revenue and is calculated by dividing our net profit after taxes by our total revenue.
- h) RoCE (Return on Capital Employed) (%) is calculated as profit before tax plus finance costs divided by total equity plus Reserves & Surplus.

For and Behalf of Audit Committee



Jignesh Purshottambhai Patel
Managing Director
DIN: 02164954



Bunty Mubarakali Hudda
Director
DIN: 07510094

To,

The Board of Directors

Winy Immigration & Education Services Limited.
103-104, 1st Floor, ATP Arcade,
Besides National Handloom,
Law Garden, Ahmedabad
Gujarat, India – 380006

Sub: Report on verify and certify the calculation of key performance indicators of the Winy Immigration & Education Services Limited.

1. This Report is issued in accordance to our engagement with of Winy Immigration & Education Services Limited (The "Company") dated 01th November 2023.
2. The accompanying annexure contains details of key performance indicators as on 31st March 2024, 2023 and 2022 of the Company.

Management's Responsibility for the Statement

3. The Management of the Company is responsible for the preparation of the Annexure. This includes collecting, collating and validating data and presentation thereof in the Annexure and the design, implementation and maintenance of internal control relevant to the preparation of the Annexure that are free from material misstatement, whether due to fraud or error. The Management of the Company is also responsible for the maintenance of proper books of account and other records and documents containing relevant details about the key performance indicators of the Company.



Auditor's Responsibility

4. Our responsibility, for the purpose of this certificate, is limited to certifying the information contained in the Annexure on the basis of the examination of the audited restated financial statements for the Period ended 31st March 2024, 2023 and 2022 ,Based on the information and explanations provided to us and on our review of the relevant Company projections, other relevant records and Documents Maintained by the Company and produced before us for verification containing relevant details about the key performance indicators of the Company.
5. We conducted our examination of the Annexure in accordance with the Guidance Note on Reports or Certificates for Special Purposes (the "Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI") and Standards on Auditing specified under Section 143(10) of the Companies Act 2013. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

7. On the basis of our examination of audited restated financial statements, other relevant records and documents containing relevant details for the Period ended 31st March 2024, 2023 and 2022 and according to the information, explanations and representations given to us, the Key Performance Indicators of the Company as per Annexure are Correctly extracted as per audited restated financial statement and Based on the information and explanations provided to us and on our review of the relevant Company projections.

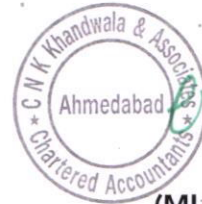


Restriction on Use

8. The certificate is addressed to and provided to board of directors of the Company solely for the purpose of furnishing to the **Merchant Banker for the Purpose Draft Red Herring Prospectus/Red Herring Prospectus/Prospectus (Offer Document)** and should not be used by any other person or for any other purpose without our prior written consent. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this report is shown or whose hands it may come without our prior consent in writing.

**FOR, C N K KHANDWALA & ASSOCIATES
CHARTERED ACCOUNTANTS**

FRN 107647W



(MUKESH M. KHANDWALA)

PARTNER

M. No. 032472

UDIN: 24032472BJZWKL1065

DATE: 12/06/2024

PLACE: AHMEDABAD

Annexure

To,

The Board of Directors,
Winy Immigration & Education Services Limited
103-104, ATP Arcade,
Above Mr Bean's Coffee Shop,
Nr.National Handloom House,
Law Garden, Ahmedabad, Gujarat, India, 380006

Sub: Certificate Report on verify and certify the calculation of key performance indicators of the Winy Immigration & Education Services Limited.

Dear Sir,

We have been requested by the management of the Company, to verify and certify the calculation of key performance indicator calculated by the management of the Company. Based on the information and explanations provided to us and on our review of the relevant Company projections, we certify that the calculation of KPI's are appropriate.

Further, the calculated KPI's summary is are as follows:

Financial KPI of The Company

(Rs. in Lakhs)

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FOR, M/S C N K KHANDWALA & ASSOCIATES

CHARTERED ACCOUNTANTS

FRN No.: 107647W

Mukesh M. Khandwala



CA MUKESH M. KHANDWALA

PARTNER

Membership No.: 032472

UDIN.: 24032472BJZWKL1065

Date: 12/06/2024

Place: Ahmedabad