Obligation and Disclosure Requirements), Regulations, 2015. Corporate Governance Report as per Regulation 27(2) of Securities and Exchange Board of India (Listing

Name of the listed entity: Welspun India Limited

Quarter ending: September 30, 2016

			0 1100010000			+ + + +		
Ç	,	(31 03 2019	C H	1 () 1 ()	PAN	A COLD COLD COLD	
05#	10#	04	Upto	01.04. 2014	Independent	DIN: 00020916	Amın Todarwal	Šį.
						AOQPS3114R		
			31.03.2019			PAN:	Sharma	**
05#	09#	03	Upto	01.04. 2014	Independent	DIN: 00026514	Ram Gopal	Mr.
					Director			
					- Executive	AEOPG4886L		
			- All bases		Managing Director	PAN:		
ı	ı	01	1	01.04. 2013	CEO & Joint	DIN: 00007199	Dipali Goenka	Ms.
					Director	AACPM2601D		
					- Executive	PAN:	Mandawewala	
ı	04	04	1	26.10. 1989	Managing Director	DIN: 00007179	Rajesh	Mr.
A THE PARTY OF THE					Director	AEOPG4891D		
			and the second		Non-executive	PAN:	Goenka	
ŧ	02	03	§.	17.01. 1985	Chairperson -	DIN: 00270175	Balkrishan	Mr.
entity*								
inis listed								
including								
entities	entity*	3						
isted	this listed	entity*						
location in the control of the contr	including.	isted						
Committee	e(s)	e this						***********
eholder	Committe	includin		1011				
Audit/Stak	keholder	entities		term/cessat	ndent/Nominee)			
possif possif possif possif possif	Audit/Sta	Listed		current	Executive/Indepe			
Chairperso	hi sqin	ship in		nt in the	cutive/Non-			Ms.)
of	members	Director		appointme	(Chairperson/Exe		Director	(Mr./
No. of post	No. of	No. of	Tenure	Date of	Category	PAN & DIN	Name of	Title
						of Directors	1. Composition of Board of Directors	I. Con

For Welspun I, Thiled

Director / Company Secretary

7	1.1.1	1 . 1					1	
						AADPB2882J		
						PAN:		
1	ι	02	ı	22.08.2015	DIN: 00937921 Nominee Director	DIN: 00937921	Padma Betai	Ms.
				Andreas Training		AAOPS3306H		
		,	31.03.2019			PAN:	Singhal	
1	02"	02	Upto	25.09.2014	Independent	DIN: 00709084 Independent	Arvind Kumar	Mr.
	#			- ALIEN TO THE TOTAL THE TOTAL TO THE TOTAL TOTAL TO THE		AAEPP3550C		
			14.09.2019			PAN:		
01	01	02	Upto	15.09.2016	Independent	Pradeep Poddar DIN: 00025199 Independent	Pradeep Poddar	Mr.
					A STATE OF THE STA	AAGPT5697L		
				The state of the s	The second secon			

* Details regarding Directorship, Chairmanship / Membership in other Committees is as per last disclosure available with the Company

Apart from above, the following Directors holds Membership and Chairmanship in Audit Committee of unlisted public limited company or deemed to be public limited company:

Name of Director	Membership	Chairmanship
Mr. Ram Gopal Sharma	ပ	2
Mr. Arun Todarwal	1	4
Mr. Arvind Kumar Singhal	2	•

% Includes Directorship in all listed companies regardless of whether as Independent / Non-Independent / Executive / Non-Independent / Non-Independent / Executive / Non-Independent / executive Nominee Director.

For Welson In the imited E Rectar

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		Committee	
Member - Executive Director	Mr. Rajesh Mandawewala	and Investor Grievance	
Member - Non-Executive Director	Mr. Balkrishan Goenka	Relationship, Share Transfer	
Chairman - Independent	Mr. Ram Gopal Sharma	The Stakeholders'	
		Committee	
Not Applicable	Not Applicable	Risk Management	ω,
Member – Non-Executive Director	Mr. Balkrishan Goenka		
Member - Independent	Mr. Arun Todarwal	Committee	
Chairman – Independent	Mr. Ram Gopal Sharma	Nomination & Remuneration	2.
Member – Executive Director	Mr. Rajesh Mandawewala		
Member - Independent	Mr. Arun Todarwal		
Chairman – Independent	Mr. Ram Gopal Sharma	Audit Committee	ļt
Executive/Independent/Nominee)			
(Chairperson/Executive/Non-	Members		
Category	Name of Committee	Name of Committee	S. No
		II. Composition of Committee	II. Com

50 days	September 15, 2016	ŧ
91 days	July 26, 2016	April 25, 2016
consecutive (in number of days)	the relevant quarter	the previous quarter
Maximum gap between any two	Date(s) of Meeting (if any) in	Date(s) of Meeting (if any) in
	loca d	III. Meetings of Board of Directors

For Welspun India Limited

Director / Company Secretary

	Not Applicable		4. KISK Management Committee
	June 20, 2010	1 68	September 13, 2010
1	Tune 25 2016	Vec	Gt
ance Committee	ansfer and Investor Griev	3. The Stakeholders' Relationship, Share Transfer and Investor Grievance Committee	3. The Stakeholder
F	and the state of t	Yes	September 28, 2016
Ι	April 22, 2016	Yes	September 15, 2016
		2. Nomination & Remuneration Committee	2. Nomination & R
50 days		Yes	September 15, 2016
04 days		Yes	July 26, 2016
01 day	A STATE OF THE STA	Yes	July 21, 2016
85 days	April 25, 2016	Yes	July 20, 2016
	The state of the s	e Meeting	1. Audit Committee Meeting
in number of days	previous quarter	(details)	relevant quarter
Maximum gap between any two	Date(s) of meeting of the committee in the	Whether requirement of Quorum met	Date(s) of meeting of the Committee in the
		ees	IV. Meeting of Committees

V. Related Party Transactions	
Subject	Compliance Status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Approval of the shareholders was obtained at the Annual
The street of th	General Meeting held on September 25, 2014 for entering into
	transactions with Welspun Global Brands Limited and Welspun
-	Captive Power Generation Limited, wholly owned subsidiaries
	of the Company.
Whether details of RPT entered into pursuant to omnibus Yes	Yes
approval have been reviewed by Audit Committee	

For Welspun India Limited

Officery

Director / Company Secretary

VI. Affirmations

- Regulations, 2015. The Composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements)
- Requirements) Regulations, 2015. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure
- Audit Committee
- Nomination & Remuneration Committee
- Stakeholders Relationship Committee
- The Committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015. Risk Management Committee (applicable to the top 100 listed companies) - Not Applicable

The meetings of the board of directors and the above committees have been conducted in the manner as specified in

Ų, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This report will be placed before Board of Directors at the next Board Meeting

Any comments/ observations/ advice of Board of Directors may be mentioned here - Not applicable

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For Welspun India Limited

Shashikant Thorat Date: October 13, 2016 Company Secretary

Place: Mumbai

Corporate Governance Report as per Regulation 27(2) of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements), Regulations, 2015 read with Circular Ref. No. CIR/CFD/CMD/5/2015 dated September 24, 2015.

Name of the listed entity: Welspun India Limited

Half Year ended: September 30, 2016

I Affirmations		
Broad heading	Regulation Number	Compliance Status (Yes/No/NA)
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	No
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	No
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes ·

Note:

Pursuant to the provision of Section 178(7) of the Companies Act, 2013, Chairman of the Audit Committee and Nomination & Remuneration Committee, Mr. Ram Gopal Sharma, had vide a letter dated July 26, 2016 authorised Mr. Arun Todarwal, Member of Audit Committee and Nomination & Remuneration Committee, to attend the Annual General Meeting on his behalf.

For Welspun India Limited

Shashikant Thorat Company Secretary

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