

Form No. MGT - 9
EXTRACT OF ANNUAL RETURN
As on the financial year ended on March 31, 2019

[Pursuant to section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS

- i. CIN :- L17110GJ1985PLC033271
- ii. Registration Date : January 17, 1985
- iii. Name of the Company : Welspun India Limited
- iv. Category / Sub Category of the Company: Public Limited Company
- v. Address of the Registered office and contact details: Welspun City, Village Versamedi, Taluka Anjar, Dist. Kutch, Gujarat-370110

Contact: The Company Secretary, Tel.: +91 22 - 66136000;
Email: Companysecretary_WIL@welspun.com
- vi. Whether listed company: Yes
- vii. Name, address and contact details of Registrar and Transfer Agent:

Link Intime India Private Limited

Unit : Welspun India Limited
C 101, 247 Park, LBS Marg,
Vikhroli (West),
Mumbai-400 083

Email - rnt.helpdesk@linkintime.co.in

Tel. No.: +91-22-49186270
Fax No. : +91-22-49186000

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the Company are as given below:

Sr. No.	Name and description of main products / services	NIC code of the product / service	% to total turnover of the Company
1	Manufacture of other textiles	139	100.00%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and address of the Company	CIN / GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
1	Anjar Integrated Textile Park Developers Private Limited Survey No. 675, Welspun City, Village Versamedi, Taluka Anjar, District Kutch, Gujarat - 370110	U74120GJ2011PTC064912	Subsidiary	100.00	2(87)(ii)
2	Besa Developers and Infrastructure Private Limited Welspun House, 6 th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400013	U45400MH2008PTC178773	Subsidiary	100.00	2(87)(ii)
3	Christy 2004 Limited (UK) Park Square, Bird Hall Lane, Stockport, Cheadle, Cheshire, SK3 0XF	-	Subsidiary	98.11	2(87)(ii)
4	Christy Home Textiles Limited (UK) Park Square, Bird Hall Lane, Stockport, Cheadle, Cheshire, SK3 0XF	-	Subsidiary	98.11	2(87)(ii)
5	Christy Lifestyle LLC (USA) 3901, Gantz Road, Grove City, OH 43123	-	Subsidiary	98.11	2(87)(ii)
6	Christy UK Limited (UK) Park Square, Bird Hall Lane, Stockport, Cheadle, Cheshire SK3 0XF	-	Subsidiary	98.11	2(87)(ii)
7	Christy Welspun GmbH (Germany) Obere Breite 14, 72336 Balingen	-	Subsidiary	98.11	2(87)(ii)

8	CHT Holdings Limited (UK) Park Square, Bird Hall Lane, Stockport, Cheadle, Cheshire SK3 0XF	-	Subsidiary	98.11	2(87)(ii)
9	E. R. Kingsley (Textiles) Limited (UK) Park Square, Bird Hall Lane, Stockport, Cheadle, Cheshire SK3 0XF	-	Subsidiary	98.11	2(87)(ii)
10	Novelty Home Textiles S.A. de C.V. (Mexico) Boulevard Zaragoza 1650, Colonia Salvacar, Ciudad Juarez, Chihuahua 32574	-	Subsidiary	98.03	2(87)(ii)
11	Prasert Multiventures Private Limited Welspun House, 7 th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400013	U51901GJ2017PTC100255	Holding	67.59	2(46)
12	TILT Innovations Inc. (USA) Suite No. 1118, 11 th Floor, Textile Building, 5 th Avenue, New York, NY - 10016, USA	-	Subsidiary	98.68	2(87)(ii)
13	Welspun Advanced Materials Limited Survey No. 675, Welspun City, Anjar, Gujarat - 370110	U17309GJ2018PLC103955	Subsidiary	100.00	2(87)(ii)
14	Welspun Anjar SEZ Limited Welspun City, P.O. Versamedi, Taluka Anjar, Gujarat - 370110	U22210GJ1995PLC027871	Subsidiary	100.00	2(87)(ii)
15	Welspun Captive Power Generation Limited Welspun City, Village Versamedi, Taluka Anjar, Gujarat - 370110	U40100GJ2010PLC060502	Subsidiary	77.00	2(87)(ii)
16	Welspun Flooring Limited Survey No. 76, Village Morai, Vapi Valsad, Gujarat - 396191	U17291TG2016PLC132327	Subsidiary	100.00	2(87)(ii)
17	Welspun Global Brands Limited Survey No. 675, Welspun City, Anjar, Gujarat - 370110	U71210GJ2004PLC045144	Subsidiary	98.03	2(87)(ii)
18	Welspun Holdings Private Limited (Cyprus) 10, Diomidous Avenue, Building Alphamega - Acropolis, 3 rd Floor, Office 401, 2024 Nicosia, Cyprus	-	Subsidiary	98.11	2(87)(ii)
19	Welspun Home Textiles UK Limited (UK) Park Square, Bird Hall Lane, Stockport, Cheadle, Cheshire SK3 0XF	-	Subsidiary	98.11	2(87)(ii)
20	Welspun Mauritius Enterprises Limited (Mauritius) Les Cascades Building, Edith Cavell Street, Port Louis, Mauritius	-	Subsidiary	98.03	2(87)(ii)

21	Welspun Nexgen Inc. (USA) 251, Little Falls Drive, Wilmington, Delaware 19808	-	Subsidiary	100.00	2(87)(ii)
22	Welspun UK Limited (UK) Park Square, Bird Hall Lane, Stockport, Cheadle, Cheshire SK3 0XF	-	Subsidiary	98.11	2(87)(ii)
23	Welspun USA, Inc. (USA) Suite No. 1118, 11 th Floor, Textile Building, 5 th Avenue, New York, NY - 10016, USA	-	Subsidiary	98.68	2(87)(ii)
24	Welspun Zucchi Textiles Limited Welspun House, 6 th Floor, Kamala Mills Compound, S B Marg, Lower Parel, Mumbai - 400013	U18101MH1997PLC107982	Subsidiary	100.00	2(87)(ii)

IV. SHARE HOLDING PATTERN (equity share capital break-up as percentage of Total Equity)

i. Category-wise share holding

Category of shareholders	No. of shares held at the beginning of the year				No. of shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
A. Promoters									
(1) Indian									
a) Individuals/ Hindu Undivided Family	3,538,000	-	3,538,000	0.35%	3,538,000	-	3,538,000	0.35%	-
b) Central Government/ State Government(s)	-	-	-	-	-	-	-	-	-
c) Bodies Corporate	684,502,933	-	684,502,933	68.13%	684,502,933	-	684,502,933	68.13%	-
d) Financial Institutions/ Banks	-	-	-	-	-	-	-	-	-
e) Any other(Specify)	-	-	-	-	-	-	-	-	-
Sub Total(A1)	688,040,933	-	688,040,933	68.48%	688,040,933	-	688,040,933	68.48%	-
(2) Foreign									
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corporate	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-
Sub Total(A2)	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter and Promoter Group (A)= (A1)+(A2)	688,040,933	-	688,040,933	68.48%	688,040,933	-	688,040,933	68.48%	-
B. Public shareholding									

1. Institutions									
a) Mutual Funds	59,231,295	112,100	59,343,395	5.91%	98,930,586	112,100	99,042,686	9.86%	3.95%
b) Banks / FI	621,918	2,500	624,418	0.06%	800,368	2,500	802,868	0.08%	0.02%
c) Central Government	845,746	-	845,746	0.08%	-	-	-	-	(0.08)%
d) State Government(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Alternate Investment Funds	3,201,410	-	3,201,410	0.32%	3,768,095	-	3,768,095	0.38%	0.06%
g) Insurance Companies	-	-	-	-	-	-	-	-	-
h) Foreign Portfolio Investors	92,156,512	-	92,156,512	9.17%	83,358,583	-	83,358,583	8.30%	(0.87)%
i) Foreign Venture Capital Investors	-	-	-	-	-	-	-	-	-
j) Others (Specify) - UTI	-	140	140	0.00%	-	140	140	0.00%	(0.00)%
Sub-Total (B1)	156,056,881	114,740	156,171,621	15.54%	186,857,632	114,740	186,972,372	18.61%	3.07%
2. Non-institutions									
a) Bodies Corporate									
i. Indian	42,033,029	25,190	42,058,219	4.19%	33,533,271	25,190	33,558,461	3.34%	(0.85)%
ii. Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i. Individual shareholders holding nominal share capital up to Rs .2 lakh	80,841,198	4,297,900	85,139,098	8.47%	52,877,382	3,875,200	56,752,582	5.65%	(2.82)%
ii. Individual shareholders holding nominal share capital in excess of Rs. 2 lakh	20,291,830	-	20,291,830	2.02%	29,760,211	-	29,760,211	2.96%	0.94%
c) Qualified Foreign Investor	-	-	-	-	-	-	-	-	-
d) Any Other (specify)									
i. Clearing member	2,353,916	-	2,353,916	0.23%	1,023,690	-	1,023,690	0.10%	(0.13)%
ii. Non Resident Indians	5,311,498	194,630	5,506,128	0.55%	2,398,291	189,390	2,587,681	0.26%	(0.29)%
iii. Unclaimed Shares Demat Suspense Account	1,354,060	-	1,354,060	0.13%	335,020	-	335,020	0.03%	(0.01)%
iv. Hindu Undivided Family	3,775,010	-	3,775,010	0.38%	3,521,079	-	3,521,079	0.35%	(0.03)%
v. Directors / Relatives	2,510	-	2,510	0.00%	2,500	-	2,500	0.00%	0.00%
vi. Trust	31,825	-	31,825	0.00%	1,235	-	1,235	0.00%	0.00%
Sub-Total (B2)	155,994,876	4,517,720	160,512,596	15.97%	125,622,065	4,089,780	129,711,845	12.91%	(3.06)%
Total Public Shareholding (B)= (B1)+(B2)	312,051,757	4,632,460	316,684,217	31.51%	312,479,697	4,204,520	316,684,217	31.52%	0.01%
TOTAL (A)+(B)	1,000,092,690	4,632,460	1,004,725,150	100.00%	1,000,520,630	4,204,520	1,004,725,150	100.00%	-
C. Shares held by Custodians and against which Depository Receipts have been issued	-	-	-	-	-	-	-	-	-
GRAND TOTAL (A)+(B)+(C)	1,000,092,690	4,632,460	1,004,725,150	100.00%	1,000,520,630	4,204,520	1,004,725,150	100.00%	-

ii. Shareholding of Promoters

Sr. No	Shareholder's name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of shares	% of total shares of the Company	% of shares pledged / encumbered to total shares	No. of shares	% of total shares of the Company	% of shares pledged / encumbered to total shares	
1	Prasert Multiventure Private Limited	679,078,913	67.59	-	679,078,913	67.59	-	-
2	Welspun Tradewel Limited (Formerly known as Welspun Finance Limited)	5,424,020	0.54	-	5,424,020	0.54	-	-
3	Radhika Goenka	2,008,600	0.20	-	2,008,600	0.20	-	-
4	Dipali Goenka	750,400	0.07	-	750,400	0.07	-	-
5	Balkrishan Goenka	490,660	0.05	-	490,660	0.05	-	-
7	Rajesh Mandawewala	1,030	0.00	-	1,030	0.00	-	-
8	B.K. Goenka (HUF)	193,320	0.02	-	193,320	0.02	-	-
9	Balkrishan Gopiram Goenka (Welspun Group Master Trust)	93,990	0.01	-	93,990	0.01	-	-
	TOTAL	688,040,933	68.48	-	688,040,933	68.48	-	-

iii. Change in Promoter Groups' shareholding

Sr. No	Constituent of the Promoter Group	Shareholding at the beginning of the year		Cumulative shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	At the beginning of the year	688,040,933	68.48%	688,040,933	68.48%
	Increase / decrease in Promoter Shareholding during the year specifying the reason for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	N.A.			
	At the end of the year	688,040,933	68.48%	688,040,933	68.48%

iv. Top ten shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No.	Name of Shareholders*	Shareholding at the beginning of the year		Changes in the Shareholding during the year		Cumulative Shareholding at the end of the year	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1	DSP Blackrock Small Cap Fund	44,197,843	4.40%	6,306,901	-	50,504,744	5.03%
2	L&T Mutual Fund Trustee Limited - L&T Emerging Business Fund	-	-	26,240,650	2.61%	26,240,650	2.61%
3	Aditya Birla Sun Life Trustee Private Limited A/C Aditya Birla Sun Life Pure Value Fund	11,885,600	1.18%	9,603,300	-	21,488,900	2.14%
4	Vanguard Total International Stock Index Fund, A Series of Vanguard International Equity Index Fund	6,783,833	0.68%	326,751	-	7,110,584	0.71%
5	Templeton Global Smaller Companies Fund	-	-	6,157,807	-	6,157,807	0.61%
6	Vanguard Total International Stock Index	5,257,348	0.52%	372,716	-	5,630,064	0.56%

	Fund						
7	Anil Kumar Goel	5,500,000	0.55%	-	-	5,500,000	0.55%
8	Aditya Birla Sun Life Insurance Company Limited	5,026,528	0.50%	408,829	-	5,435,357	0.54%
9	ICG Q Limited	4,500,000	0.45%	500,000	-	5,000,000	0.50%
10	Templeton Institutional Funds - Foreign Smaller Companies Series	-	-	4,510,743	-	4,510,743	0.45%

* Top ten Shareholders of the Company as on March 31, 2019 has been considered for the above disclosure.

The Shares of the Company are traded on daily basis and hence, the date wise increase / decrease in shareholding is not indicated.

v. **Shareholding of Directors and Key Managerial Personnel (KMP):**

Sr. no.		Shareholding at the beginning of the year		Cumulative shareholding during the year.	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
Shareholding of Directors					
1.	Balkrishan Goenka At the Beginning of Year At the end of year	490,660 490,660	0.05 0.05	490,660 490,660	0.05 0.05
2.	Arun Tadarwal At the Beginning of Year At the end of year	2,500 2,500	0.00 0.00	2,500 2,500	0.00 0.00
Shareholding of KMP					
4.	Rajesh Mandawewala - Managing Director At the Beginning of Year At the end of year	1,030 1,030	0.00 0.00	1,030 1,030	0.00 0.00
5.	Ms. Dipali Goenka - CEO & Joint Managing Director (including joint holding) At the Beginning of Year At the end of year	750,400 750,400	0.07 0.07	750,400 750,400	0.07 0.07
6.	Shashikant Thorat - Company Secretary At the Beginning of Year At the end of year	10 10	0.00 0.00	10 10	0.00 0.00

Other Directors of the Company and Chief Financial Officer did not hold any share of the Company, any time during the year.

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/ accrued but not due for payment

Rs. million

	Secured loans excluding deposits	Unsecured loans	Deposits	Total indebtedness
Indebtedness at the beginning of the financial year				
i. Principal Amount	23,952.69	3,255.60	-	27,208.29
ii. Interest due but not paid	-	-	-	-
iii. Interest accrued but not due	101.73	0.94	-	102.67
Total (I + ii + iii)	24,054.42	3,256.54	-	27,310.96
Change in indebtedness during the financial year				
• Addition	-	-	-	-
• (Reduction)	(1,003.66)	(1,129.38)	-	(2,133.04)
Net change	(1,003.66)	(1,129.38)	-	(2,133.04)
Indebtedness at the end of the financial year				
i. Principal Amount	22,992.38	2,110.57	-	25,102.95
ii. Interest due but not paid	-	-	-	-
iii. Interest accrued but not due	58.38	16.59	-	74.97
Total (i+ii+iii)	23,050.76	2,127.16	-	25,177.92

VI. Remuneration of Directors and Key Managerial Personnel

A. Remuneration to Managing Directors (MD), Whole-time Director (WTD) and/or Manager

Rs. million

Sr. No.	Particulars of Remuneration	Name of MD/WTD/Manager		Total Amount
		Rajesh Mandawewala	Ms. Dipali Goenka	
1	Gross Salary			
	a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	17.00	19.50	36.50
	b) Value of perquisites u/s. 17(2) of			

	the Income Tax Act, 1961	0.06	-	0.06
	c) Profits in lieu of salary u/s. 17(3) of the Income Tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat equity	-	-	-
4	Commission			
	- As % of profit	15.23	15.23	30.46
	- Others, specify	-	-	-
5	Others, please specify	-	-	-
	Total (A)	32.29	34.73	67.02
	Ceiling as per the Act	76.17	76.17	152.34

B. Remuneration to other directors

Rs. million

Sr. No.	Particulars of Remuneration	Name of Directors					Total amount
		Arvind Kumar Singhal	Arun Tadarwal	Pradeep Poddar	*Ms. Anisha Motwani	IDBI Bank (Nominee Director)	
1.	Independent Directors						
	• Fee for attending board / committee meetings and general meetings	0.29	1.17	1.00	0.14	0.19	2.79
	• Commission	-	-	-	-	-	-
	• Others, please specify	-	-	-	-	-	-
	Total (1)	0.29	1.17	1.00	0.14	0.19	2.79
2.	Other Non Executive Directors						
	• Fee for attending board / committee and general meetings	-	-	-	-	-	-
	• Commission	15.23	-	-	-	-	15.23
	• Others, please specify (Advisory Fees)	-	-	-	-	-	-
	Total (2)	15.23					15.23
	Total (B) = (1 + 2)						18.02

* With effect from October 22, 2018

C. Total Managerial Remuneration

Rs. million

Total Managerial Remuneration (A+B)	85.04
Overall Ceiling as per the Act	167.57

D. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

Rs. million

Sr. No.	Particulars of Remuneration	Key Managerial Personnel		
		Chief Financial Officer	Company Secretary	Total
1	Gross Salary			
	a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	28.50	4.39	32.89
	b) Value of perquisites u/s. 17(2) of the Income Tax Act, 1961	-	-	-
	c) Profits in lieu of salary u/s. 17(3) of the Income Tax Act, 1961			
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	- As % of profit			
	- Others, specify			
5	Others, please specify	-	-	-
	Total	28.50	4.39	32.89

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES UNDER COMPANIES ACT, 2013: NIL

For and on behalf of the Board of Directors

Sd/-
Balkrishan Goenka
 Chairman
 DIN 00270175

May 24, 2019
 Mumbai