WELSPUN

Dare to Commit

WELSPUN ENTERPRISES LIMITED
(Formerly known as Welspun Projects Limited)

WEL/SEC/2015

October 1, 2015

To,

The Manager, Dept. of Corporate Services, **Bombay Stock Exchange Ltd,** 1st Floor, Rotunda Bldg, Dalal Street, Fort Mumbai - 400 001 **Scrip Code: 532553**	The Asst. Vice President, Listing Department **National Stock Exchange of (I) Ltd.,** Exchange Plaza, C-1, Block-G, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051 **NSE Symbol: WELENT**	The Managing Director, **Vadodara Stock** **Exchange Ltd,** 'Fortune Towers', Sayajigunj, Vadodara – 390 005

Re: Reporting under Clause 35A of the Listing Agreement

Dear Sir / Madam,

Sub: Reporting under Clause 35A of the Listing Agreement in respect of result of the 21st Annual General Meeting

Pursuant to the provisions of Clause 35A of the Listing Agreement, please find enclosed herewith Annexure giving the details pertaining to the voting results on the passing of resolutions at the 21st Annual General Meeting of the shareholders of Welspun Enterprises Limited held on September 29, 2015 along with Scrutinizers Report.

You are requested to please take the same on your record.

Thanking you.

Yours Faithfully,

For Welspun Enterprises Limited
(Formerly known as Welspun Projects Limited)

Indu Daryani
Company Secretary
Encl: as above

Corporate Office
Welspun House,
Kamala City,
Senapati Bapat Marg,
Lower Parel (West),
Mumbai - 400013

Tel: +91 2266136000
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E-mail: companysecretary_wepl@welspun.com
www.welspunenterprises.com

Registered Office: Welspun City, Village Versamedi, Taluka Anjar, District Kutch, Gujarat 370 110, INDIA Tel: +91 2836 662222 Fax:+91 2836 279010
Corporate Identification No.: L45201GJ1994PLC023920

Annexure

Date of the 21st Annual General Meeting	:	September 29, 2015
Total number of shareholders on record date	:	56,339 (As on cut-off date i.e. September 22, 2015)
No. of Shareholders present in the meeting either in person or through proxy:-		
- Promoters and Promoter Group	:	6
- Public	:	34
No. of Shareholders attended the meeting through Video Conferencing:- N.A.		
- Promoters and Promoter Group	:	NIL
- Public	:	NIL

Detail of the Agenda:

1.

Item No. 1	:	Consideration and adoption of the financial statements for the financial year ended March 31, 2015 and the reports of the Board of Directors and the Auditors thereon
Resolution required	:	Ordinary Resolution
Mode of voting	:	Poll (including e-voting)

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) =[(2)/(1)]*100	(4)	(5)	(6) =[(4)/(2)]*100	(7) =[(5)/(2)]*100
Promoter and Promoter Group	61,316,015	61,316,015	100.00	61,316,015	0	100.00	-
Public – Institutional holders	30,858,132	2513688	8.15	2513688	0	100.00	-
Public- Others	81,146,388	76,275	0.09	75,891	204	99.50	0.27
Total	**173,320,535**	**63,905,978**	**36.87**	**63,905,594**	**204**	**100.00**	**0.00**

*Number of Invalid Votes: 0

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2.

Item No. 2		:	Re-appointment of Mr. Sandeep Garg (DIN 00036419), who retires by rotation, and being eligible, offers himself for re-appointment				
Resolution required		:	Ordinary Resolution				
Mode of voting		:	Poll (including e-voting)				
Promoter/ Public	No. of shares held		No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)		(2)	(3) =[(2)/(1)]*100	(4)	(5)	(6) =[(4)/(2)]*100	(7) =[(5)/(2)]*100
Promoter and Promoter Group	61,316,015		61,316,015	100.00	61,316,015	0	100.00	-
Public – Institutional holders	30,858,132		2513688	8.15	2513688	0	100.00	-
Public- Others	81,146,388		76,275	0.09	75,843	432	99.43	0.57
Total	**173,320,535**		**63,905,978**	**36.87**	**63,905,546**	**432**	**100.00**	**0.00**

*Number of Invalid Votes: 0

3.

Item No. 3		:	Appointment of M/s MGB & Co. LLP, Chartered Accountants, having Firm Registration Number 101169W/W-100035, as Auditors of the Company to hold office from the conclusion of this Annual General Meeting up to the conclusion of the 26th Annual General Meeting subject to ratification by the members of the Company at every Annual General Meeting, and fixing of remuneration payable to them.				
Resolution required		:	Ordinary Resolution				
Mode of voting		:	Poll (including e-voting)				
Promoter/ Public	No. of shares held		No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)		(2)	(3) =[(2)/(1)]*100	(4)	(5)	(6) =[(4)/(2)]*100	(7) =[(5)/(2)]*100
Promoter and Promoter Group	61,316,015		61,316,015	100.00	61,316,015	0	100.00	-
Public – Institutional	30,858,132		2513688	8.15	2513688	0	100.00	-

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holders							
Public- Others	81,146,388	76,275	0.09	44,903	562	58.87	0.74
Total	**173,320,535**	**63,905,978**	**36.87**	**63,874,606**	**562**	**99.95**	**0.00**

*Number of Invalid Votes: 0

4.

Item No. 4	:	Appointment of Mr. Ram Gopal Sharma (holding DIN 00026514) as an independent non-executive director of the Company with effect from May 29, 2015 to hold office for five consecutive years for a term up to May 28, 2020, not liable to retire by rotation.
Resolution required	:	Ordinary Resolution
Mode of voting	:	Poll (including e-voting)

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) =[(2)/(1)]*100	(4)	(5)	(6) =[(4)/(2)]*100	(7) =[(5)/(2)]*100
Promoter and Promoter Group	61,316,015	61,316,015	100.00	61,316,015	0	100.00	-
Public – Institutional holders	30,858,132	2513688	8.15	2,513,688	0	100.00	-
Public- Others	81,146,388	76,275	0.09	75,639	636	99.17	0.83
Total	**173,320,535**	**63,905,978**	**36.87**	**63,905,342**	**636**	**100.00**	**0.00**

*Number of Invalid Votes: 0

5.

Item No. 5	:	Appointment of Mr. Mintoo Bhandari (holding DIN 00054831) as a director of the Company whose period of office shall be liable to retire by rotation
Resolution required	:	Ordinary Resolution
Mode of voting	:	Poll (including e-voting)

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) =[(2)/(1)]*100	(4)	(5)	(6) =[(4)/(2)]*100	(7) =[(5)/(2)]*100
Promoter	61,316,015	61,316,015	100.00	61,316,015	0		

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and Promoter Group						100.00	-
Public – Institutional holders	30,858,132	2513688	8.15	2496876	16812	99.33	0.67
Public- Others	81,146,388	76,275	0.09	75,759	516	99.32	0.68
Total	**173,320,535**	**63,905,978**	**36.87**	**63,888,650**	**17,328**	**99.97**	**0.03**

*Number of Invalid Votes: 0

6.

Item No. 6	:	Appointment of Mr. Balkrishan Goenka (DIN 00270175), as the "Chairman (executive) " of the Company for a period of 5 years effective from May 29, 2015 and fixation of remuneration payable to him.
Resolution required	:	Special Resolution
Mode of voting	:	Poll (including e-voting)

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) =[(2)/(1)]*100	(4)	(5)	(6) =[(4)/(2)]*100	(7) =[(5)/(2)]*100
Promoter and Promoter Group	61,316,015	61,316,015	100.00	61,316,015	0	100.00	-
Public – Institutional holders	30,858,132	2513688	8.15	2513688	0	100.00	-
Public- Others	81,146,388	76,275	0.09	44,829	31,446	58.77	41.23
Total	**173,320,535**	**63,905,978**	**36.87**	**63,874,532**	**31,446**	**99.95**	**0.05**

*Number of Invalid Votes: 0

7.

Item No. 7	:	Appointment of Mr. Yogesh Agarwal (holding DIN 00947896) as an independent non-executive director of the Company with effect from August 12, 2015 to hold office for five consecutive years for a term up to August 11, 2020, not liable to retire by rotation
Resolution required	:	Ordinary Resolution
Mode of voting	:	Poll (including e-voting)

Promoter/ Public	No. of shares	No. of votes	% of Votes Polled on	No. of Votes	No. of Votes	% of Votes in favour on	% of Votes against on

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	held	polled	outstanding shares	- in favour	- against	votes polled	votes polled
	(1)	(2)	(3) =[(2)/(1)]*100	(4)	(5)	(6) =[(4)/(2)]*100	(7) =[(5)/(2)]*100
Promoter and Promoter Group	61,316,015	61,316,015	100.00	61,316,015	-	100.00	-
Public – Institutional holders	30,858,132	2513688	8.15	2513688	0	100.00	-
Public- Others	81,146,388	76,275	0.09	75,615	636	99.13	0.83
Total	**173,320,535**	**63,905,978**	**36.87**	**63,905,318**	**636**	**100.00**	**0.00**

*Number of Invalid Votes: 0

8.

Item No. 8	:	Alteration of Articles of Association of the Company
Resolution required	:	Special Resolution
Mode of voting	:	Poll (including e-voting)

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) =[(2)/(1)]*100	(4)	(5)	(6) =[(4)/(2)]*100	(7) =[(5)/(2)]*100
Promoter and Promoter Group	61,316,015	61,316,015	100.00	61,316,015	0	100.00	-
Public – Institutional holders	30,858,132	2513688	8.15	2496876	16812	99.33	-
Public- Others	81,146,388	76,275	0.09	69,214	7,061	90.74	9.26
Total	**173,320,535**	**63,905,978**	**36.87**	**63,882,105**	**23,873**	**99.96**	**0.04**

*Number of Invalid Votes: 0

9.

Item No. 9	:	Ratification of remuneration payable to M/s. Kiran J. Mehta & Co., Cost Accountants (FRN No. 000025), Cost Auditors appointed by the Board of Directors of the Company to conduct the cost audit for the financial year ending March 31, 2016

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Resolution required	:	Ordinary Resolution
Mode of voting	:	Poll (including e-voting)

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) =[(2)/(1)]*100	(4)	(5)	(6) =[(4)/(2)]*100	(7) =[(5)/(2)]*100
Promoter and Promoter Group	61,316,015	61,316,015	100.00	61,316,015	0	100.00	-
Public – Institutional holders	30,858,132	2513688	8.15	2513688	0	100.00	-
Public-Others	81,146,388	76,275	0.09	68,487	7,788	89.79	10.21
Total	**173,320,535**	**63,905,978**	**36.87**	**63,898,190**	**7,788**	**99.99**	**0.01**

*Number of Invalid Votes: 0

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S.S.RISBUD & CO.

Company Secretaries

303, Sai Anand, Subhash Nagar,Chendani Koliwada,Mith Bunder Road, Thane (E)-400 603

Ph No: 022 25328047 Email:sanjayrisbud@yahoo.com

SCRUTINIZER'S REPORT - COMBINED

To,

The Chairman of 21th Annual General Meeting of the members of WELSPUN ENTERPRISES LIMITED (the Company) held on 29th September, 2015 at Welspun City, Village Versamedi, Taluka Anjar, District Kutch, Gujarat – 370 110

Dear Sir,

1. I, Sanjay S. Risbud, Company Secretary in Practice, have been appointed as Scrutinizer by the Board of Directors of WELSPUN ENTERPRISES LIMITED (the Company) for the purpose of scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules).

2. I have issued separate Scrutinizers Report dated 30th September, 2015 on the remote E-voting.

3. I have also been appointed as Scrutinizer by the Chairman of the Annual General Meeting (AGM) on poll under the provisions of Section 109 of the 2013 Act read with Rule 21 of the Rules, on the resolutions contained in the notice to the 21st Annual General at Meeting (AGM) of the members of the Company, held on the on 29th September, 2015 at Welspun City, Village Versamedi, Taluka Anjar, District Kutch, Gujarat– 370110

4. I have issued separate Scrutinizer's Report dated 30th September, 2015 on the poll on the resolutions contained in the notice to the AGM. As requested by the management, I submit herewith my combined report on the result of e-voting together with that of Poll as under :-



S.S.RISBUD & CO.

Company Secretaries

303, Sai Anand, Subhash Nagar,Chendani Koliwada,Mith Bunder Road, Thane (E)-400 603

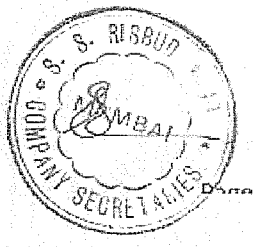
Ph No: 022 25328047 Email:sanjayrisbud@yahoo.com

Item No. of Notice	Votes in favour of the resolution		Votes against the resolution		Invalid votes	Not Voted
	No. of Shares	% of total number of valid votes cast	No. of shares	% of total number of valid Votes cast	No. of shares	No. of cases
1. Consider and adopt Audited Financial Statement, Directors Report and Auditors Report thereon. (Ordinary Resolution)	63905594	100%	204	0%	0	0
2. Re-appointment of Mr. Sandeep Garg as director of the company, liable to retire by rotation (Ordinary Resolution)	63905546	100%	432	0%	0	0
3. Appointment of M/s. MGB & Co. LLP, Chartered Accountants as the statutory auditors. (Ordinary Resolution)	63874606	100%	562	0%	0	0
4. Appointment of Mr. Ram Gopal Sharma as an independent director of the Company. (Ordinary Resolution)	63905342	100%	636	0%	0	0

S. S. RISBUD COMPANY SECRETARIES

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5. Appointment of Mr. Mintoo Bhandari as a director of the Company, liable to retire by rotation (Ordinary Resolution)	63888650	99.97%	17328	0.03%	0	0
6. Appointment of Mr. Balkrishan Goenka as Chairman (executive) and remuneration payable to him. (Ordinary Resolution)	63874532	99.95%	31446	0.05%	0	0
7. Appointment of Mr. Yogesh Agarwal as an independent director of the Company. (Ordinary Resolution)	63905318	100%	636	0%	0	0
8. Alteration of Articles of Association of the Company.	63882105	99.96%	23873	0.04%	0	0
9. Ratification of payment of remuneration to the Cost Auditors.	63898190	99.99%	7788	0.01%	0	0



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5. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting & poll on the resolutions contained in the notice to the 21st Annual General Meeting (AGM) of the members of the company. My responsibility as scrutinizer for the e-voting process and for poll at the AGM is restricted to make Scrutinizer Report of the votes cast "In favour" or "Against" the resolutions stated above based on the reports generated from the e-voting system provided by NSDL, the authorized agency engaged by the company to provide remote e-voting and result of the Poll.

Thanking you.

Yours Sincerely,
For S.S. RISBUD & CO.
Company Secretaries

S. RISBUD & COMPANY SECRETARIES MUMBAI

Sanjay S. Risbud
Proprietor
C.P. No. 5117
Place: Thane (Maharashtra)

Date: 01.10.2015