WELSPUN

Dare to Commit

WELSPUN INDIA LIMITED

WIL/SEC/2015

September 01, 2015

Bombay Stock Exchange Limited Department of Corporate Services, SP. J. Towers, Dalal Street, Mumbai – 400 001 (Scrip Code-514162)	**National Stock Exchange of India Limited** Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051 (Symbol : WELSPUNIND)

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 30h 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 30th Annual General Meeting of the shareholders of Welspun India Limited held on August 31, 2015 along with Scrutinizers Report.

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

Thanking you,

Yours faithfully,
For Welspun India Limited

Shashikant Thorat
Company Secretary

Encl: As Above

Corporate Office
Welspun House, 6th floor,
Kamala City,
Senapati Bapat Marg,
Lower Parel (West),
Mumbai - 400013

Tel: +91 2266136000 / 24908000
Fax: +91 2224908020
E-mail: companysecretary_wil@welspun.com
www.welspunindia.com

Registered Office/Works: Welspun City, Village Versamedi, Tal. Anjar, District Kutch, Gujarat 370 110, INDIA Tel: +91 2836 661111 Fax:+91 2836 279010
Works: Survey No. 76, Village Morai, Vapi, District Valsad, Gujarat 396 191, INDIA Tel: +91 260 2437437 Fax:+91 260 22437088
Corporate Identification No.: L17110GJ1985PLC033271

Annexure

Date of the 30th Annual General Meeting	:	August 31, 2015
Total number of shareholders on record date	:	30,135 (As on cut-off date i.e. August 24, 2015)
No. of Shareholders present in the meeting either in person or through proxy:-		
- Promoters and Promoter Group	:	9
- Public	:	24
No. of Shareholders attended the meeting through Video Conferencing:-		N.A.
- Promoters and Promoter Group	:	NIL
- Public	:	NIL

For Welspun India Limited

Director / Company Secretary

Corporate Office
Welspun House, 6th floor,
Kamala City,
Senapati Bapat Marg,
Lower Parel (West),
Mumbai - 400013

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Corporate Identification No.: L17110GJ1985PLC033271

Clause 35A Report

Welspun India Limited - 30th Annual General Meeting (31.08.2015 @3:00 pm)

Resolution No.1 (Adoption of Accounts)

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of votes – in favor	No. of votes – against	% of votes in favor 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	73,483,208	73,481,723	99.531347	73,481,723	0	100.00	-
Public-Institutional Shareholders	8,953,629	8927302	79.048626	8927302	0	100.00	-
Public – Others	15,371,883	25,703	0.1674314	25,693	10	99.96	0.04
Total	**97,808,720**	**82,434,728**	**178.75**	**82,434,718**	**10**	**100.00**	**0.00**

Resolution No. 2 (Declaration of Dividend)

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of votes – in favor	No. of votes – against	% of votes in favor 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	73,483,208	73,481,723	99.531347	73,481,723	0	100	0
Public-Institutional Shareholders	8,953,629	8953629	79.281744	8953629	0	100	0
Public – Others	15,371,883	25,703	0.1674314	25,703	0	100	0
Total	**97,808,720**	**82,461,055**	**178.98**	**82,461,055**	**-**	**100.00**	**-**

For Welspun India Limited

Director / Company Secretary

Resolution No. 3 (Re-appointment of Ms. Dipali Goenka)

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of votes – in favor	No. of votes – against	% of votes in favor 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	73,483,208	73,481,723	99.531347	73,481,723	0	100.00	-
Public-Institutional Shareholders	8,953,629	8953629	79.281744	3305397	5648232	36.92	63.08
Public – Others	15,371,883	25,710	0.167477	25,425	285	98.89	1.11
Total	**97,808,720**	**82,461,062**	**178.98**	**76,812,545**	**5,648,517**	**93.15**	**6.85**

Resolution No.4 (Re-appointment of Statutory Auditor)

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of votes – in favor	No. of votes – against	% of votes in favor 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	73,483,208	73,481,723	99.531347	73,481,723	0	100.00	-
Public-Institutional Shareholders	8,953,629	8953629	79.281744	8468521	485108	94.58	5.42
Public – Others	15,371,883	25,710	0.167477	25,699	11	99.96	0.04
Total	**97,808,720**	**82,461,062**	**178.98**	**81,975,943**	**485,119**	**99.41**	**0.59**

For Welspun India Limited

Director / Company Secretary

Resolution No. 5 (Authority to the Board of Directors for issue of secured / unsecured NCDsupto Rs. 500 Crore.

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of votes – in favor	No. of votes – against	% of votes in favor 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	73,483,208	73,481,723	99.531347	73,481,723	0	100.00	-
Public-Institutional Shareholders	8,953,629	8953629	79.281744	8790683	162946	98.18	1.82
Public – Others	15,371,883	25,710	0.167477	25,541	169	99.34	0.66
Total	**97,808,720**	**82,461,062**	**178.98**	**82,297,947**	**163,115**	**99.80**	**0.20**

For Welspun India Limited

Director / Company Secretary

UDAY SOHONI
COMPANY SECRETARY

E/82, Mayflower, Gabriel Street, Mahim, Mumbai-400016
Contact: 9820767059 E- mail : udaysohoni@gmail.com

REPORT OF SCRUTINIZER

[Pursuant to Section 109 of the Companies Act, 2013 and
Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Welspun India Ltd.
(CIN - L17110GJ1985PLC033271)
Welspun City, Dist. Kutch – 370110 (Gujarat)

Dear Sir,

1. I, Uday Sohoni, Practising Company Secretary have been appointed by the Board of Directors of Welspun India Limited in the meeting held on July 20, 2015, as a scrutinizer for the e - voting and carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the Notice dated July 20, 2015 (hereinafter referred to as "The Resolutions"). I have also been appointed as a scrutinizer by the Chairman of the 30th Annual General Meeting of Welspun India Limited held at the registered office of the Company at Welspun City, Village Versamedi, Taluka Anjar, Dist. Kutch, Gujarat - 370110 at 3.00 p.m. in respect of poll taken at the Annual General Meeting.

2. The management of the Company is responsible to ensure the compliance of the requirements of the provisions of the Companies Act, 2013 and the Rules relating to voting through electronic means on the resolutions contained in the Notice. My responsibility as scrutinizer for e-voting process is restricted to the preparation of a scrutinizers' report of the votes cast "in favour" or "against" the resolutions and "Invalid" votes, based on the reports generated from e-voting system provided by National Securities Depository Limited (NSDL) , the authorized agency for providing e-voting facilities, engaged by the Company.

3. Further to the above, I submit my report as under:



UDAY SOHONI
COMPANY SECRETARY

E/82, Mayflower, Gabriel Street, Mahim, Mumbai-400016
Contact: 9820767059 E- mail : udaysohoni@gmail.com

A. The e-voting period remained open from August 28, 2015 at 9:00 am and ended on August 30, 2015 at 5:00 pm.

B. The shareholders of the Company as on the record date i.e. August 24, 2015 were entitled to vote on the resolutions (Item No. 1 to 5) as set out in the Notice.

C. The details of the list of shareholders, who have voted "for" and "against" each of the resolutions that were put to vote, were generated from the e-voting website www.evoting.nsdl.com. The voting exercised by poll at the venue of the Annual General Meeting was also considered.

The results of e- voting together with that of the poll are as under:

Resolution No. 1:

Consider and adopt Audited Financial Statement, Report of the Board of Directors and Auditors thereon.

(i) Voted **in favour** of the resolution:

Number of members voting	Number of votes cast	% of valid number of votes cast
168	8,24,34,718	99.99%

(ii) Voted **against** the resolution:

Number of members voting	Number of votes cast	% of valid number of votes cast
2	10	0%



UDAY SOHONI
COMPANY SECRETARY

E/82, Mayflower, Gabriel Street, Mahim, Mumbai-400016
Contact: 9820767059 E- mail : udaysohoni@gmail.com

(iii) **Invalid** votes for the resolution:

Number of members voting	Number of votes cast	% of valid number of votes cast
2	1,486	0.002%

Resolution No. 2:

Declaration of Dividend on Equity Shares.

(i) Voted **in favour** of the resolution:

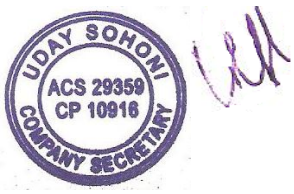
Number of members voting	Number of votes cast	% of valid number of votes cast
169	8,24,61,055	99.99%

(ii) Voted **against** the resolution:

Number of members voting	Number of votes cast	% of valid number of votes cast
0	0	0

(iii) **Invalid** votes for the resolution:

Number of members voting	Number of votes cast	% of valid number of votes cast
2	1,486	0.002%



UDAY SOHONI
COMPANY SECRETARY

E/82, Mayflower, Gabriel Street, Mahim, Mumbai-400016
Contact: 9820767059 E- mail : udaysohoni@gmail.com

Resolution No. 3:

Re-appointment of Ms. Dipali Goenka as a director of theCompany, liable to retire by rotation.

(i) Voted **in favour** of the resolution:

Number of members voting	Number of votes cast	% of valid number of votes cast
83	7,68,12,545	93.14%

(ii) Voted **against** the resolution:

Number of members voting	Number of votes cast	% of valid number of votes cast
87	56,48,517	6.85%

(iii) **Invalid** votes for the resolution:

Number of members voting	Number of votes cast	% of valid number of votes cast
2	1,426	0.002%

Resolution No. 4:

Ratification of appointment of PriceWaterhouse Chartered Accountants LLP, Chartered Accountant as Statutory Auditors.



UDAY SOHONI
COMPANY SECRETARY

E/82, Mayflower, Gabriel Street, Mahim, Mumbai-400016
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(i) Voted **in favour** of the resolution:

Number of members voting	Number of votes cast	% of valid number of votes cast
157	8,19,75,943	99.41

(ii) Voted **against** the resolution:

Number of members voting	Number of votes cast	% of valid number of votes cast
13	4,85,119	0.58

(iii) **Invalid** votes for the resolution:

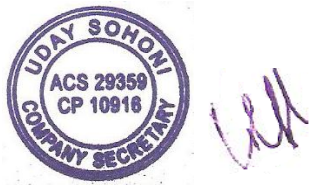
Number of members voting	Number of votes cast	% of valid number of votes cast
2	1,486	0.002

Resolution No. 5:

Authority to the Board of Directors for issue of secured / unsecured NCDsupto Rs. 500 Crore.

(i) Voted **in favour** of the resolution:

Number of members voting	Number of votes cast	% of valid number of votes cast
160	8,22,97,947	99.80



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COMPANY SECRETARY

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(ii) Voted **against** the resolution:

Number of members voting	Number of votes cast	% of valid number of votes cast
10	1,63,115	0.19

(iii) **Invalid** votes for the resolution:

Number of members voting	Number of votes cast	% of valid number of votes cast
2	1,486	0.002

During the e - voting process and voting by poll at the venue of the Annual General Meeting, all the resolutions were passed with the required majority.

The relevant records for the e-voting process will remain with us untill the minutes of the meeting are signed. Thereafter the same will be handed over to the Company.

Yours faithfully,



Uday Sohoni
Practising Company Secretary
CP No.: 10916

September 01, 2015
Mumbai