WIL/SEC/2013 September 24, 2013

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)

Clause 31 of the Listing Agreement

Dear Sirs,

Proceedings of 28th Annual General Meeting

With reference to Clause 31 of the Listing Agreement, we submit herewith brief proceedings of the 28th Annual General Meeting of the Company held on Tuesday, September 24, 2013 at the Registered Office of the Company at Welspun City, Village Versamedi, Taluka Anjar, District Kutch, Gujarat – 370 110:

1. Members have approved and adopted the audited annual accounts of the Company for the financial year ended March 31, 2013 together with Auditors' Report and Directors' Report thereon.
2. Members have confirmed payment of interim dividend of 20% (i.e. Rs. 2 per share) on equity shares of the face value of Rs. 10 each.
3. Members have declared final dividend of 20% (i.e. Rs. 2 per share) on equity shares of the face value of Rs. 10 each.
4. Members have approved re-appointment of Mr. Rajesh R. Mandawewala who had retired by rotation
5. Members have approved re-appointment of Mr. D.B. Engineer who had retired by rotation
6. Pursuant to Section 224 of the Companies Act, 1956 ("Act"), members have approved the appointment of M/s. Price Waterhouse, Chartered Accountants as Statutory Auditors of the Company to hold office from the conclusion of the 28th Annual General Meeting till the conclusion of the 29th Annual General Meeting.
7. Pursuant to Section 372A of the Act, members have authorized the Board of Directors to invest amount up to Rs. 100,00,000/- (Rs. One Crore Only) in equity shares and/or preference shares of Welspun Global Brands Limited.

Please note that the proceedings in detail will be sent to you after the same are signed by the Chairman of the meeting.

Yours Faithfully,
For Welspun India Limited

Shashikant Thorat
Company Secretary

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