

**WEL/SEC/2015****January 27, 2015**

To,

- 1) 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: WELETRP

- 2) The Manager,
Dept. of Corporate Services,
Bombay Stock Exchange Ltd,
1st Floor, Rotunda Bldg,
Dalal Street, Fort, Mumbai - 400 001

BSE Scrip Code: 538538

Dear Sir/Madam,

Sub : Outcome of the Board Meeting

This is to inform you that the Board of Directors of the Company at their meeting held today have approved Unaudited Standalone Financial Results of the Company for the quarter ended December 31, 2014.

Please find enclosed herewith Unaudited Standalone Financial Results of the Company for the quarter ended December 31, 2014 along with Limited Review Report of the Statutory Auditor.

Thanking you,

Yours faithfully,
For **Welspun Enterprises Limited**


Rajendra Sawant
Company Secretary



Encl : as above

Corporate Office

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

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www.welspunenterprises.com

WELSPUN ENTERPRISES LIMITED

CIN : U51101GJ2012PLC072578

Regd. Office : Welspun City, Village Versamedi, Taluka Anjar, District Kutch, Gujarat - 370 110
 Corp. Office : Welspun House, Kamala City, Senapati Bapat Marg, Lower Parel (West) Mumbai 400013

Statement of Unaudited Standalone Financial Results for the quarter/ nine months ended 31 December, 2014

		Rupees in lacs			
		Quarter ended 31 December, 2014	Quarter ended 30 September, 2014	Nine Months ended 31 December, 2014	Year ended 31 March, 2014
		(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
Part - I					
1 Income from operations					
(a) Sales/ income from operations		-	2,914.52	3,413.56	4,425.22
(b) Other operating income		200.00	-	200.00	-
Total income from operations (net)		200.00	2,914.52	3,613.56	4,425.22
2 Expenses					
(a) Purchase of stock-in-trade		-	2,888.28	3,382.38	4,387.07
(b) Employee benefits expense		138.44	124.83	263.27	-
(c) Depreciation and amortisation expense		11.99	-	11.99	-
(d) Provision for diminution in the value of investments		172.15	166.40	480.31	-
(e) Loss on sale of current investments (net)		562.35	23.47	585.82	644.04
(f) Other expenses		201.92	122.12	458.86	1,600.76
Total expenses		1,086.85	3,325.10	5,182.63	6,631.87
3 Profit/ (Loss) from operations before other income, finance costs and exceptional items (1 - 2)		(886.85)	(410.58)	(1,569.07)	(2,206.64)
4 Other income		914.59	1,013.82	3,123.03	3,062.95
5 Profit/ (Loss) from ordinary activities before finance costs and exceptional items (3 + 4)		27.73	603.24	1,553.96	856.31
6 Finance costs		13.48	0.65	14.13	0.06
7 Profit/ (Loss) from ordinary activities after finance costs but before exceptional items (5 - 6)		14.25	602.59	1,539.83	856.25
8 Exceptional items		-	-	-	-
9 Profit / (Loss) from ordinary activities before tax (7 - 8)		14.25	602.59	1,539.83	856.25
10 Tax expense		195.00	199.90	703.76	650.69
11 Profit/ (Loss) after tax for the period (9 - 10)		(180.75)	402.69	836.08	205.56
12 Paid-up equity share capital (Face Value Rs. 10/- each)		1,314.74	1,314.74	1,314.74	1,314.74
13 Reserves excluding revaluation reserve		-	-	-	160,246.56
14 Earnings per share (EPS)					
(of Rs. 10/- each) (* not annualised) :					
(a) Basic EPS		(1.37)*	3.06*	6.36*	1.56
(b) Diluted EPS		(1.37)*	3.06*	6.36*	1.56
PART - II					
A Particulars of Shareholding					
1 Public Shareholding					
(a) Number of shares		7,916,989	8,153,693	7,916,989	8,153,693
(b) Percentage of shareholding		60.22	62.02	60.22	62.02
2 Promoter and promoter group shareholding					
a) Pledged/ encumbered					
(a) Number of shares		-	-	-	-
(b) Percentage of shares (as a % of the total shareholding of promoter and promoter group)		-	-	-	-
(c) Percentage of shares (as a % of the total share capital of the company)		-	-	-	-
b) Non - encumbered					
(a) Number of shares		5,230,426	4,993,722	5,230,426	4,993,722
(b) Percentage of shares (as a % of the total shareholding of promoter and promoter group)		100.00	100.00	100.00	100.00
(c) Percentage of shares (as a % of the total share capital of the company)		39.78	37.98	39.78	37.98
B Investor complaints					
Pending at the beginning of the quarter		Nil			
Received during the quarter		4			
Disposed off during the quarter		4			
Remaining unresolved at the end of the quarter		Nil			

Notes :-

- 1 The above results have been reviewed and recommended by the Audit Committee and approved by the Board of Directors in its meeting held on 27 January 2015 in terms of Clause 41 of the Listing Agreement.
- 2 The Statutory Auditors have carried out a Limited Review of the Standalone Financial Results for the quarter/ nine months ended 31 December 2014.
- 3 The Board of Directors of Welspun Enterprises Limited (WEL) and Welspun Projects Limited (WPL) at their respective meetings held on 4 November, 2014 approved the Scheme of Amalgamation and Arrangement ('the approved Scheme') of WEL, its subsidiaries viz. Welspun Infratech Limited, Welspun Plastics Private Limited, Welspun Infra Projects Private Limited with WPL. The approved Scheme is aimed to consolidate and simplify corporate structure of WEL and its subsidiaries. The appointed date of the approved Scheme is 1 April 2014 and the swap ratio agreed is 1:12 i.e. Shareholders of WEL will get 12 shares of WPL for every share held in WEL. SEBI and stock exchanges have cleared the merger proposal. Accordingly, the company application for court directions to hold stake holders (shareholders and creditors) meeting has been made and the order directing the same is awaited.
- 4 Pursuant to the approved Scheme referred in note 3 above, WPL to record all assets and liabilities of WEL at fair value. The investments in its subsidiary, Welspun Maxsteel Limited ('WMSL') will be recorded at fair value in the books of WPL and the difference between the net assets recorded vis-à-vis shares issued by WPL will be transferred to capital reserve. In view of this, management has not accounted for the loss on sale (net of selling cost) of investments in WMSL in statement of profit and loss. The auditors have qualified their review report for the quarter/nine months ended 31 December 2014 in view of interim deviation from accounting standard.
- 5 During the quarter, the Company has additionally subscribed to 676,245 Unsecured Compulsory Convertible Debentures ('CCD') each of Rs 100 of wholly owned subsidiary aggregating to Rs 676.24 lacs.
- 6 Segment Reporting as required under Accounting Standard 17 is not applicable as the company operates only in one segment.
- 7 This being the first year of listing, figures for the corresponding previous quarter/ nine months ended 31 December 2014 are not available for comparison.
- 8 Previous year's/ period's figures have been regrouped and reclassified wherever considered necessary.

Place : Mumbai
Date : 27th January, 2015

For Welspun Enterprises Limited


Sandeep Garg
Managing Director

To
Board of Directors,
Welspun Enterprises Limited
Welspun House,
Kamala City,
Senapati Bapat Marg,
Lower Parel, Mumbai – 400013

Re: Limited Review Report for the quarter/nine months ended 31 December 2014

1. We have reviewed the accompanying Statement of Unaudited Financial Results of **Welspun Enterprises Limited** (the "Company") for the quarter/nine months ended 31 December 2014 ("the Statement") being submitted by the Company pursuant to requirement of Clause 41 of the Listing Agreements with the Stock Exchanges, except for the disclosures in Part II-Select Information referred to in paragraph 4 below. The Statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on the Statement based on our review.
2. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. **Basis for qualified opinion**
We draw attention to Note 4 of the Statement regarding adjustment of loss of Rs. 40,502.79 lacs (including selling cost) on sale of investments in its subsidiary Welspun Maxsteel Limited against Capital Reserve, pending requisite regulatory approvals of the proposed Scheme of Amalgamation and Arrangement between the Company and its three subsidiaries with Welspun Projects Limited approved by the Board of Directors on 4 November 2014. Had the Company provided for the said loss in the statement of profit and loss as per AS - 13, the loss for the quarter and nine months ended 31 December 2014 would have been Rs. 40,683.54 lacs and Rs. 39,666.71 lacs respectively as against reported loss of Rs. 180.75 lacs and profit of Rs. 836.08 lacs for the same period.
4. Based on our review conducted as Stated above, *except for the effect of the matter stated in paragraph 3 above* nothing has come to our attention that causes us to believe that the accompanying Statement prepared in accordance with the Accounting Standards specified under Companies Act 1956 (which are deemed to be applicable as per Section 133 of the Companies Act 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014) and other accounting principles generally accepted in India, had not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement with the Stock Exchanges, including the manner in which it is to be disclosed, or that it contains any material misstatement.

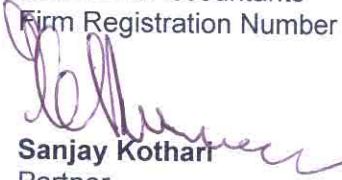


5. Further, we also report that we have traced the number of Shares as well as percentage of shareholding in respect of the aggregate amount of public shareholding and the number of shares as well as the percentage of shares pledged/encumbered and non-encumbered in respect of the aggregate amount of promoter and promoter group shareholding in terms of Clause 35 of Listing Agreements with the Stock Exchanges and the particulars relating to investor complaints disclosed in Part II-Select information for the quarter/nine months ended 31 December 2014 of the Statement, from details furnished by the Registrars.

For **MGB & Co. LLP**

Chartered Accountants

Firm Registration Number 101169W/W-100035


Sanjay Kothari

Partner

Membership Number 048215



Mumbai, 27 January 2015