WIL/SEC/2012

March 21, 2012

To

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 Postal Ballot (*Voluntary Reporting*)

Pursuant to the provisions of Clause 35A of the Listing Agreement, please find enclosed herewith the details pertaining to the voting results on the passing of resolutions by Postal Ballot by the shareholders of Welspun India Limited on March 20, 2012 as Annexure.

As per the report submitted by the Scrutinizer (appointed by the Company to conduct the Postal Ballot in a fair and transparent manner) to the Chairman, the Special Resolutions as set out in the Postal Ballot Notice dated February 02, 2012 and voted through Postal Ballot as prescribed under section 192A of the Act read with Companies (Passing of Resolution by Postal Ballot) Rules, 2011 have been duly approved by the requisite majority.

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

Thanking you,

Yours faithfully,
For Welspun India Limited

WELSPUN INDIA LTD.

Shashikant Thorat
Asst. Company Secretary

Encl: As Above

Corporate Office:
Welspun House, 6th Floor
Kamala City
Senapati Bapat Marg, Lower Parel
Mumbai - 400 013, INDIA.

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Fax: +91-22-24908020
E-mail: wttvapi@welspun.com
URL: www.welspun.com

Registered Office / Works: Welspun City, Village Versamedi, Tal. Anjar, Dist. Kutch, Gujarat - 370 110, INDIA. Tel: +91-2836-662222 Fax: +91-2836-279010
Works: Surve No. 76, Village Morai, Vapi, Dist. Valsad, Gujarat - 396 191, INDIA. Tel: +91-260-2437437 Fax: +91-260-2437088

Annexure

1. Date of the AGM/EGM (Date of passing of the resolution through Postal ballot): **March 20, 2012**

2. Total number of shareholders on record date (on the date of dispatch of notice of Postal Ballot and Ballot Form): **40512**

3. No. of Shareholders present in the meeting either in person or through proxy: **Not Applicable**

   Promoters and Promoter Group:
   Public:

4. No. of Shareholders attended the meeting through Video Conferencing: **Not Applicable**

   Promoters and Promoter Group:
   Public:

5.

5.1 Detail of the Agenda : Resolution confirming insertion of Clause 66 in the Memorandum of Association of the Company

Resolution required : Special
Mode of voting : Postal ballot
In case of Postal Ballot :

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	37,059,389	36,375,050	98.15%	36,375,050	NIL	100%	0.00%
Public – Institutional holders	40,142,546	NIL	0.00%	NIL	NIL	0.00%	0.00%
Public- Others	11,810,334	17,798	0.15%	6,664	55	37.44%	0.31%
Total	89,012,269	36,392,848	-	36,381,714	55	-	-

*Number of Invalid Votes: 11,079

5.2 Detail of the Agenda : Resolution confirming commencement of business mentioned in clause 66 newly inserted in the Memorandum of Association

Resolution required : Special
Mode of voting : Postal ballot

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In case of Postal Ballot :

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	37,059,389	36,375,050	98.15%	36,375,050	NIL	100%	0.00%
Public – Institutional holders	40,142,546	NIL	0.00%	NIL	NIL	0.00%	0.00%
Public- Others	11,810,334	17,798	0.15%	6,714	5	37.72%	0.03%
Total	89,012,269	36,392,848	-	36,381,764	5	-	-

*Number of Invalid Votes: 11,079

5.3 Detail of the Agenda : Resolution confirming resolution of the Board of Directors of the Company authorising guarantee in favour of Standard Chartered Bank to secure repayment of working capital facility of US$ 15 million issued to Welspun Global Brands Limited

Resolution required : Special
Mode of voting : Postal ballot
In case of Postal Ballot :

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	37,059,389	36,375,050	98.15%	36,375,050	NIL	100%	0.00%
Public – Institutional holders	40,142,546	NIL	0.00%	NIL	NIL	0.00%	0.00%
Public- Others	11,810,334	17,798	0.15%	6384	335	35.87%	1.88%
Total	89,012,269	36,392,848	-	36,381,434	335	-	-

*Number of Invalid Votes: 11,079

WELSPUN INDIA LTD.

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5.4 Detail of the Agenda : Resolution confirming resolution of the Board of Directors of the Company authorising guarantee in favour of Bank of India, UK to secure repayment of working capital facilities of GBP 5.1 million being availed by CHT Holdings Limited, UK

Resolution required : Special
Mode of voting : Postal ballot
In case of Postal Ballot :

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	37,059,389	36,375,050	98.15%	36,375,050	NIL	100%	0.00%
Public – Institutional holders	40,142,546	NIL	0.00%	NIL	NIL	0.00%	0.00%
Public- Others	11,810,334	17,798	0.15%	5734	385	32.22%	2.16%
Total	89,012,269	36,392,848	-	36,380,784	385	-	-

*Number of Invalid Votes: 11679

5.5 Detail of the Agenda : Resolution confirming investment by the Company of an amount up to Rs.110 crore in Welspun Energy Meghalaya Private Limited ("WEMPL")

Resolution required : Special
Mode of voting : Postal ballot
In case of Postal Ballot :

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	37,059,389	36,375,050	98.15%	36,375,050	NIL	100%	0.00%
Public – Institutional holders	40,142,546	NIL	0.00%	NIL	NIL	0.00%	0.00%
Public- Others	11,810,334	17,708	0.15%	6274	355	35.43%	2.00%
Total	89,012,269	36,392,758	-	36,381,324	355	-	-

*Number of Invalid Votes: 11,079

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