

WICL/SEC/2016

October 26, 2016

To,

BSE Ltd.
Scrip Code: 533252
Department of Listing,
P. J. Towers, Dalal Street,
Mumbai - 400 001.

National Stock Exchange of India Ltd.
Stock Symbol : WELINV, Series : EQ
Exchange Plaza,
Bandra-Kurla Complex,
Bandra (E), Mumbai - 400 051.

Dear Sirs / Madam,

Sub.: Compliance of Regulation 30(6) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Further to our letter dated September 30, 2016 on the above subject, kindly find attached herewith the proceedings of the 8th Annual General Meeting of the Company held on Thursday, September 29, 2016 at 1:00 p.m. at the Registered Office of the Company at Welspun City, Village Versamedi, Taluka Anjar, Dist. Kutch, Gujarat-370110.

Thanking you.

For **Welspun Investments and Commercials Limited**



Amol Nandedkar
Company Secretary
ACS-23661



Welspun Investments & Commercials Limited

Welspun House, 7th Floor, Kamala City, Senapati Bapat Marg, Lower Parel (West), Mumbai 400 013, India.
T : +91 22 6613 6000 / 2490 8000 F : +91 22 2490 8020
E-mail : companysecretary_winf@welspun.com Website : www.welspuninvestments.com

Registered Address: Welspun City, Village Versamedi, Taluka Anjar, District Kutch, Gujarat 370 110, India.
T : +91 2836 661 111 F : +91 2836 279 010

Corporate Identity Number: L52100GJ2008PLC055195

MINUTES OF THE 8TH ANNUAL GENERAL MEETING OF THE MEMBERS OF WELSPUN INVESTMENTS AND COMMERCIALS LIMITED HELD ON THURSDAY, SEPTEMBER 29, 2016 AT THE REGISTERED OFFICE OF THE COMPANY AT WELSPUN CITY, VILLAGE VERSAMEDI, TALUKA ANJAR, DIST. KUTCH, GUJARAT-370110, COMMENCED AT 1:00 P.M. AND CONCLUDED AT 2:00 P.M. AND DECLARATION OF RESULTS OF VOTING ON SEPTEMBER 30, 2016.

Present:

Mr. Rajkumar Jain : Director & the Chairman of the Audit Committee and a Member of the Nomination & Remuneration Committee and Share Transfer and Investors Grievance and Stakeholders Relationship Committee

Mr. Amol Nandedkar : Company Secretary

Mr. Sanjay Risbud : Scrutiniser

30 members holding 2,429 equity shares and 6 representatives of corporate members holding 2,580,608 equity shares were present at the meeting.

As per Article 48 of the Articles of Association of the Company, the members present at the meeting elected Mr. Rajkumar Jain, a Director as the Chairman of the meeting.

The Secretary reported that the requisite quorum was present. The Chairman then called the meeting to order. The quorum remained present throughout the meeting.

The Chairman informed the members present that due to other business commitments, Mr. Atul Desai, Mr. L. T. Hotwani and Ms. Mala Tadarwal could not attend the meeting.

The Secretary informed the members that pursuant to provisions of Section 178(7) of the Companies Act, 2013, the Chairman of the Nomination and Remuneration Committee and the Share Transfer & Investors Grievance & Stakeholders Relationship Committee have authorized Mr. Rajkumar Jain, Member of both the Committees to attend the meeting on their behalf.

The Secretary informed the members that all the statutory registers as required under Companies Act, 1956/ 2013 and applicable corporate laws were placed on

the table for inspection of the members. The Register of Directors' Shareholding was placed before the meeting in accordance with the requirement of Section 170 of the Companies Act, 2013; it remained open and accessible during the continuance of the meeting to the members attending the meeting.

The Chairman then briefed the members about the present business and the prospects of the Company.

The Chairman then asked the Company Secretary to read the Notice convening the meeting and the Report of the Auditors on the financial statements for the financial year ended March 31, 2016.

With the permission of the members present, the Notice convening the meeting and the Auditors' Report were taken as read.

The Chairman then permitted the members present to ask question / clarifications pertaining to the accounts and the business operations of the Company. No queries were raised by any member on the business operations of the Company.

As advised by the Chairman, the Company Secretary then explained the process of voting by way of poll and remote e-voting and mentioned that the remote e-voting facility for voting on the resolutions proposed in the Notice convening the meeting remained open during September 26, 2016 (starting from 9:00 am) to September 28, 2016 (ended at 5:00 pm).

The Chairman explained the objectives and implications of the resolutions proposed in the Notice before they were put to vote at the meeting.

The Secretary then requested the members who had not participated in the remote e-voting and were present for the meeting to cast their respective votes by polling on the resolutions. He circulated the Ballot Papers to the members present.

The following were the resolutions proposed for voting:

1) ADOPTION OF THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED MARCH 31, 2016 AND THE REPORT OF THE DIRECTORS' AND THE AUDITOR'S THEREON

"RESOLVED THAT the audited Financial Statements for the year ended March 31, 2016 together with the Auditor's Report and the Directors' Report thereon be and are hereby approved and adopted."

2) RE-APPOINTMENT OF MR. L. T. HOTWANI (DIN 00007125), AS A DIRECTOR LIABLE TO RETIRE BY ROTATION

"RESOLVED THAT Mr. L. T. Hotwani (DIN 00007125), who retires by rotation and being eligible, offered himself for re-appointment, be and is hereby appointed as a Director of the Company, liable to retire by rotation."

3) APPOINTMENT OF M/S. PYS & CO., CHARTERED ACCOUNTANTS AS STATUTORY AUDITOR

In respect of that resolution, the Secretary informed that M/s. PYS & Co. (Firm Registration Number 012388S), had informed the Company that the firm had been converted into a Limited Liability Partnership with their name as "PYS & Co LLP" with LLP Identification No. AAG-9715.

In view of the above in the Resolution at serial number (3), the reference to M/s. PYS & Co. be substituted and read as "PYS & Co LLP" wherever it appears;

"RESOLVED THAT subject to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013, the Company hereby ratifies appointment of M/s. PYS & Co. LLP (Formerly known as M/s. SPC & Co.), Chartered Accountants having Firm Registration Number 012388S, as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting upto the conclusion of the next Annual General Meeting to be held for the financial year 2016-2017 be and are hereby appointed as Auditors of the Company to hold office from the conclusion of this Annual General Meeting on such remuneration as may be determined by the Board of Directors."

4) VOTE OF THANKS

The Chairman confirmed compliance with the Companies Act, 2013 and the Rules and the Secretarial Standards made thereunder with respect to calling, convening and conducting the meeting.

There being no other business, the meeting concluded with a vote of thanks to the Chair.

5) DECLARATION OF RESULTS

On receipt of report from Mr. Sanjay Risbud, Scrutinizer, the Chairman then announced the consolidated results of remote e-voting and poll at the meeting as under on September 30, 2016:

Resolution Sr. No.	Type of Resolution	Number of Outstanding Shares	No. of members voted (e-voting & polling)	No. of votes casted (e-voting & polling)	% of Votes casted 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	Result
		(A)	(B)	(D)	(E) = D/A *100	(F)	(G)	(H) = (F)/(D)*100	(I) = (G)/(D)*100	
1	Ordinary	36,54,476	36	2,583,203	70.69	2,583,203	0	100	0.00	Approved
2	Ordinary	36,54,476	36	2,583,203	70.69	2,583,203	0	100	0.00	Approved
3	Ordinary	36,54,476	36	2,583,203	70.69	2,583,203	0	100	0.00	Approved

Date: 20/10/16

Place: Mumbai


CHAIRMAN

Date of Entry in the Minutes Book :	20/10/16
Signature of the Company Secretary / Chairman:	 AMOL NANDEDKAR