



Dare to Commit

WIL/SEC/2013

March 26, 2013

To

|                                                                                                                                                   |                                                                                                                                                   |
|---------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Bombay Stock Exchange Limited</b><br>Department of Corporate Services,<br>SP. J. Towers, Dalal Street, Mumbai - 400 001<br>(Scrip Code-514162) | <b>National Stock Exchange of India Limited</b><br>Exchange Plaza, Bandra-Kurla Complex,<br>Bandra (E), Mumbai - 400 051<br>(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)**

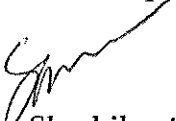
Pursuant to the provisions of Clause 35A of the Listing Agreement, please find enclosed herewith the details pertaining to the voting results on the passing of resolutions by Postal Ballot by the shareholders of Welspun India Limited on March 26, 2012 as Annexure.

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 06, 2013 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**

**Shashikant Thorat**  
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  
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URL: www.welspun.com



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## Annexure

1. Date of the AGM/EGM (Date of passing of the resolution through Postal ballot): **March 26, 2013**
2. Total number of shareholders on record date (on the date of dispatch of notice of Postal Ballot and Ballot Form): **46337**
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 acquisition of 30,65,503 equity shares of Welspun Retail Limited from Besa Developers and Infrastructure Private Limited

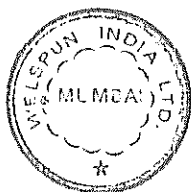
Resolution required : Special

Mode of voting : Postal ballot

In case of Postal Ballot :

| Promoter/<br>Public                  | No. of<br>shares<br>held | No. of<br>votes<br>polled | % of Votes<br>Polled on<br>outstandin<br>g<br>shares | No. of<br>Votes<br>- in<br>favour | No. of<br>Votes<br>-<br>against | % of Votes<br>in favour<br>on votes<br>polled | % of Votes<br>against on<br>votes polled |
|--------------------------------------|--------------------------|---------------------------|------------------------------------------------------|-----------------------------------|---------------------------------|-----------------------------------------------|------------------------------------------|
|                                      | (1)                      | (2)                       | (3)<br>$= [(2)/(1)] * 100$                           | (4)                               | (5)                             | (6)<br>$= [(4)/(2)] * 100$                    | (7)<br>$= [(5)/(2)] * 100$               |
| Promoter<br>and<br>Promoter<br>Group | 68,293,598               | 68,006,869                | 99.86%                                               | 68,006,869                        | NIL                             | 99.86%                                        | 0.00%                                    |
| Public –<br>Institutional<br>holders | 16792330                 | 0                         | 0.00%                                                | 0                                 | NIL                             | 0.00%                                         | 0.00%                                    |
| Public-<br>Others                    | 14919587                 | 98,313                    | 0.14%                                                | 97459                             | NIL                             | 0.14%                                         | 0.00%                                    |
| Total                                | 100,005,515              | 68,105,182                | 100.00%                                              | 68,104,328                        | NIL                             | 100.00%                                       | 0.00%                                    |

\*Number of Invalid Votes: 854



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5.2 Detail of the Agenda : Resolution confirming issue of guarantee in favour of Exim Bank, Mumbai to secure repayment of working capital facility of US\$ 15 million issued by the Bank to Welspun USA, Inc

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

| Promoter/<br>Public                  | No. of<br>shares<br>held | No. of<br>votes<br>polled | % of Votes<br>Polled on<br>outstandin<br>g<br>shares | No. of<br>Votes<br>- in<br>favour | No. of<br>Votes<br>-<br>against | % of Votes<br>in favour<br>on votes<br>polled | % of Votes<br>against on<br>votes polled |
|--------------------------------------|--------------------------|---------------------------|------------------------------------------------------|-----------------------------------|---------------------------------|-----------------------------------------------|------------------------------------------|
|                                      | (1)                      | (2)                       | (3)<br>$=[(2)/(1)]*100$                              | (4)                               | (5)                             | (6)<br>$=[(4)/(2)]*100$                       | (7)<br>$=[(5)/(2)]*100$                  |
| Promoter<br>and<br>Promoter<br>Group | 68,293,598               | 68,006,869                | 99.86%                                               | 68,006,869                        | NIL                             | 99.86%                                        | 0.00%                                    |
| Public -<br>Institutional<br>holders | 16792330                 | 0                         | 0.00%                                                | 0                                 | NIL                             | 0.00%                                         | 0.00%                                    |
| Public-<br>Others                    | 14919587                 | 98,313                    | 0.14%                                                | 97459                             | NIL                             | 0.14%                                         | 0.00%                                    |
| Total                                | 100,005,515              | 68,105,182                | 100.00%                                              | 68,104,328                        | NIL                             | 100.00%                                       | 0.00%                                    |

\*Number of Invalid Votes: 854

5.3 Detail of the Agenda : Resolution confirming creation of security by way of first pari passu charge in favour of Exim Bank, Mumbai on movable and immovable fixed assets of the Company to secure repayment of working capital facilities of US\$ 15 million (United States Dollars Fifteen Million only) being availed by Welspun USA, Inc. from Exim Bank, Mumbai

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

| Promoter/<br>Public                  | No. of<br>shares<br>held | No. of<br>votes<br>polled | % of Votes<br>Polled on<br>outstandin<br>g<br>shares | No. of<br>Votes<br>- in<br>favour | No. of<br>Votes<br>-<br>against | % of Votes<br>in favour<br>on votes<br>polled | % of Votes<br>against on<br>votes polled |
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| Promoter<br>and<br>Promoter<br>Group | 68,293,598               | 68,006,869                | 99.86%                                               | 68,006,869                        | NIL                             | 99.86%                                        | 0.00%                                    |
| Public -<br>Institutional<br>holders | 16792330                 | 0                         | 0.00%                                                | 0                                 | NIL                             | 0.00%                                         | 0.00%                                    |
| Public-<br>Others                    | 14919587                 | 98,313                    | 0.14%                                                | 97459                             | NIL                             | 0.14%                                         | 0.00%                                    |
| Total                                | 100,005,515              | 68,105,182                | 100.00%                                              | 68,104,328                        | NIL                             | 100.00%                                       | 0.00%                                    |

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5.4 Detail of the Agenda : Resolution confirming issue of guarantee in favour of State Bank of Bikaner and Jaipur, to secure repayment of working capital facility of Rs. 25 Crore issued by the Bank to erstwhile Welspun Global Brands Limited

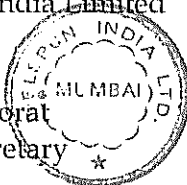
Mode of voting : Resolution required : Special  
In case of Postal Ballot : Postal ballot

| Promoter/<br>Public                  | No. of<br>shares<br>held | No. of<br>votes<br>polled | % of Votes<br>Polled on<br>outstandin<br>g<br>shares | No. of<br>Votes<br>- in<br>favour | No. of<br>Votes<br>-<br>against | % of Votes<br>in favour<br>on votes<br>polled | % of Votes<br>against on<br>votes polled |
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| Public –<br>Institutional<br>holders | 16792330                 | 0                         | 0.00%                                                | 0                                 | NIL                             | 0.00%                                         | 0.00%                                    |
| Public-<br>Others                    | 14919587                 | 98,313                    | 0.14%                                                | 97459                             | NIL                             | 0.14%                                         | 0.00%                                    |
| Total                                | 100,005,515              | 68,105,182                | 100.00%                                              | 68,104,328                        | NIL                             | 100.00%                                       | 0.00%                                    |

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For Welspun India Limited

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