



WCL/SEC/2013

July 1, 2013

To,

Bombay Stock Exchange Ltd. (Scrip Code-532144) Department of Listing, P. J. Towers, Dalal Street, Mumbai - 400 001.	National Stock Exchange of India Ltd. (Symbol: WELCORP, Series EQ) Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051.
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Dear Sir/ Madam,

Sub.: Corporate Governance Report for the QE 30.06.2013

Pursuant to Clause 49 of the Listing Agreement, we are enclosing herewith the Corporate Governance Report for the quarter ended 30.06.2013.

Kindly take the same on record.

Thanking you.

Yours faithfully,
For Welspun Corp Limited

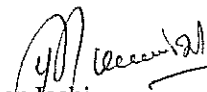

Pradeep Joshi
Company Secretary

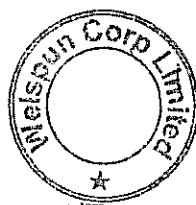
Corporate Office
Welspun House, 5th floor
Kamala City,
Senapati Bapat Marg,
Lower Parel (West),
Mumbai - 400013
Tel: +91 22 66136000
Fax: +91 22 24908020
www.welspuncorp.com

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE FOR THE QUARTER ENDED
on 30th June, 2013

Name of the Company : Welspun Corp Limited			
Particulars	Clause of Listing Agreement	Compliance Status (Yes/ No)	Remark
I. Board of Directors	49 I		
(A) Composition of Board	49(IA)	Yes	The Company has optimum combination of executive and non-executive directors with not less than 50% being independent and non executive.
(B) Non-executive Directors' compensation and disclosure	49(IB)	Yes	None of the non executive directors are receiving remuneration other than sitting fees
(C) Other Provisions	49(IC)	Yes	
(D) Code of Conduct	49(1D)	Yes	
II. Audit Committee	49II		
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	The company has an Audit Committee of the Board of Directors comprising of 4 independent directors. The Chairman of the Committee is an independent director. Executives, Statutory Auditors and Internal Auditors of the Company attend meetings of the Committee.
(B) Meeting of Audit Committee	49(II B)	Yes	
(C) Powers of Audit Committee	49(II C)	Yes	
(D) Role of Audit Committee	49(II D)	Yes	
(E) Review of Information by Audit Committee	49(II E)	Yes	
III. Subsidiary Companies	49(III)	Yes	
IV. Disclosures	49(IV)		
(A) Basis of related party transactions	49(IV A)	Yes	
(B) Disclosure of Accounting Treatment	49(IV B)	Yes	
(C) Board Disclosures	49(IV C)	Yes	
(D) Proceeds from Public Issue, Rights Issue, etc	49(IV D)	Yes	
(E) Remuneration to Directors	49(IV E)	Yes	
(F) Management	49(IV F)	Yes	
(G) Shareholders	49(IV G)	Yes	
V. CEO/CFO Certification	49 (V)	Yes	
VI. Report on Corporate Governance	49(VI)	Yes	
VII. Compliance	49(VII)	Yes	

For Welspun Corp Limited


Pradeep Joshi
Company Secretary
Mumbai, July 1, 2013



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