

WCL/SEC/2017

March 24, 2017

BSE Ltd. (Scrip Code-532144) Listing Department, 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.: Result of voting at the Extra Ordinary General Meeting in compliance with Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Please take note of the results of voting (including e-voting) at Extra Ordinary General Meeting held on March 24, 2017.

Date of the EGM: March 24, 2017

Total number of shareholders on record date (i.e. cut off date): 57,992

No. of Shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group: 2

Public: 36

No. of Shareholders attended the meeting through Video Conferencing

Promoters and Promoter Group: Nil

Public: Nil

Item No. 1: Special Resolution for alteration of Articles of Association.

Resolution Required (Ordinary/Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	No. of shares held	Mode of Voting	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 & Promoter Group	121,983,165	E-Voting	-	0.00	-	-	-	-
		Poll	115,682,818	94.84	115,682,818	-	100.00	-
		Postal Ballot	-	-	-	-	-	-
		Total	115,682,818	94.84	115,682,818	-	100.00	-
Public -Institutions	50,478,812	E-Voting	32,500,231	64.38	32,500,231	-	100.00	-
		Poll	-	0.00	-	-	-	-
		Postal Ballot	-	0.00	-	-	-	-
		Total	32,500,231	64.38	32,500,231	-	100.00	-
Public - Non Institutions	92,764,132	E-Voting	28,206,963	30.41	28,205,403	1,560	99.99	0.01
		Poll	35,018	0.04	35,018	-	100.00	-
		Postal Ballot	-	0.00	-	-	-	-
		Total	28,241,981	30.44	28,240,421	1,560	99.99	0.01
Total	265,226,109		176,425,030	66.52	176,423,470	1,560	100.00	0.00

Accordingly, the above resolution has been passed by the Shareholders of the Company.



Welspun Corp Ltd.

Welspun House, 5th Floor, Kamala City, Senapati Bapat Marg, Lower Parel (West), Mumbai 400 013, India.

T : +91 2265136000, F : +91 2224908020,

E-mail : companysecretary_wcl@welspun.com, Website : www.welspuncorp.com

Registered Office : Welspun City, Village Versamedi, Taluka Anjar, District Kutch, Gujarat 370 110, India.

T : +91 2836 662222 F : +91 2836 279060

Corporate Identification No. : L27100GJ1995PLC025609

Item No. 2: Special Resolution to approve appointment of, and remuneration to Mr. Lalitkumar Naik as Managing Director and Chief Executive Officer of the Company.

Resolution 2: Appointment of, and remuneration to Mr. Lalitkumar Naik as MD & CEO

Resolution Required (Ordinary/Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Category	No. of shares held	Mode of Voting	No. of votes polled	% of votes Polled on outstanding	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 & Promoter Group	121,983,165	E-Voting	-	0.00	-	-	-	-
		Poll	115,682,818	94.84	115,682,818	-	100.00	-
		Postal Ballot	-	0.00	-	-	-	-
		Total	115,682,818	94.84	115,682,818	-	100.00	-
Public -Institutions	50,478,812	E-Voting	32,500,231	64.38	32,500,231	-	100.00	-
		Poll	-	0.00	-	-	-	-
		Postal Ballot	-	0.00	-	-	-	-
		Total	32,500,231	64.38	32,500,231	-	100.00	-
Public - Non Institutions	92,764,132	E-Voting	28,207,598	30.41	28,205,266	2,332	99.99	0.01
		Poll	35,018	0.04	35,018	-	100.00	-
		Postal Ballot	-	0.00	-	-	-	-
		Total	28,242,616	30.45	28,240,284	2,332	99.99	0.01
Total	265,226,109		176,425,665	66.52	176,423,333	2,332	100.00	0.00

Accordingly, the above resolution has been passed by the Shareholders of the Company.

Thanking you.
Yours faithfully,

For Welspun Corp Limited


Pradeep Joshi
Company Secretary
FCS - 4959



Welspun Corp Ltd.

Welspun House, 5th Floor, Kamala City, Senapati Bapat Marg, Lower Parel (West), Mumbai 400 013, India.
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Corporate Identification No. : L27100GJ1995PLC025609

JMJA & Associates LLP

Company Secretaries & Corporate Counsellors

SCRUTINIZER'S REPORT

To,
The Chairman,
Welspun Corp Limited,
Welspun City, Village Versamedi,
Taluka Anjar, Dist Kutch,
Gujarat – 370 110

SUB: SCRUTINIZER'S REPORT ON THE E-VOTING PROCESS FOR RESOLUTION TO APPOINT MANAGING DIRECTOR/CEO UNDER SECTION 196 OF THE COMPANIES ACT, 2013 AND TO AMEND THE ARTICLES OF ASSOCIATION UNDER SECTION 14 OF THE COMPANIES ACT, 2013.

Dear Sir,

At the outset, I would like to thank you for appointing me as a Scrutinizer for the remote e-voting and e-voting by your members at the Extra Ordinary General meeting (EGM) of your Company held on Friday, 24th March, 2017 at 11.00 A.M.

I am pleased to submit the Scrutinizer's Report, which is comprehensive and self explanatory in all aspects.

For JMJA & Associates LLP
Practising Companies Secretary



CS Jigar Shah
Partner

CS Jigar Shah
Enrolled Partner

C.P. No.:- 13936 | Membership No. F - 8918

Place: Anjar

Date: March 24, 2017

Enclosure: A/a

SCRUTINIZER'S REPORT

[Pursuant to section 108 read with Rule 20 of the Companies (Management and Administration), Rules, 2014 and Regulation 44 of SEBI (LODR) Regulations, 2015

Name of the Company:	Welspun Corp Limited
Meeting:	Extra Ordinary General meeting
Date & Time:	Friday, 24 th March, 2017 at 11.00 a.m.
Venue:	Welspun City, Village Versamedi, Taluka Anjar Anjar GJ 370110 IN

1. Appointment as Scrutinizer:

I have been appointed as a Scrutinizer by Welspun Corp Limited (herein referred to as the Company), vide a resolution passed by the Board of Directors of the Company at their meeting held on 10th February, 2017, pursuant to Section 108 of the Companies Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, to carry out the scrutiny of the Remote e-voting as well as the electronic voting conducted in an Extra Ordinary General meeting (EGM) held on Friday, 24th March, 2017 at 11.00 a.m. at Welspun City, Village Versamedi, Taluka Anjar, Anjar Gujarat - 370110, for and in respect of all the resolutions, as mentioned in the Notice of EGM ("said EGM", here in after).

2. Dispatch of Notice convening Meeting:

The Company has informed that, on the basis of the Register of Members and the list of Beneficiary owners made available by the depositories viz., National Securities Depository Limited (NSDL), completed dispatch of the Notice of EGM as under:

- On 25th February, 2017 by email to 40,116 members who had registered their email-ids with the Company/ Depositories.
- On 27th February, 2017 by Courier to 17,750 members in physical form.
- On 27th February, 2017 by Registered Post to 1,099 members in physical.

3. Cut-off date:

The cut-off date for determining eligibility to cast vote was on Friday, 17th March, 2017 and such persons who were the members of the Company as on the said date were entitled to cast their vote either by Remote e-voting or through ballot at the said EGM.

4. Remote E-voting:

i. Agency:

The Company had appointed NSDL as the agency for providing the remote e-voting platform.

For JMJA & Associates LLP



Jigar Shah
Designated Partner

ii. Remote e-voting:

Remote e-voting platform was open from 9:00 am on Tuesday, March 21, 2017 to 5:00 pm Thursday, March 23, 2017 and members were required to cast their votes electronically conveying their assent or dissent in respect of the Special Resolutions, on the e-voting platform provided by NSDL.

5. Advertisement in Newspaper:

I have been shown by the officers of the Company, the relevant advertisement of the said notice, in "Financial Express" and in "Kutch Mitra" published on 1st March, 2017 containing the following information:

- a. Statement that the business may be transacted by e- voting;
- b. The dispatch of notices of the said EGM was completed on 27th February, 2017.
- c. The date and time of commencement of voting through electronic means;
- d. The date and time of end of voting through electronic means;
- e. The statement that voting shall not be allowed beyond the said date and time;
- f. Website address of the company and agency, if any, where notice of the meeting is displayed
- g. Contact details, in case of grievances/ queries in respect of the Remote E-Voting.

6. Voting at EGM:

- i. As prescribed under Rule 20 of the Companies (Management and Administration) Rules, 2014, for the purpose of ensuring that members who have cast their votes through remote e-voting do not vote again at the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to members who have cast their votes through remote e-voting, such as their names, DP ID/Client ID, Folios, number of shares held but not the manner in which they have voted.

7. Counting Process:

- i. On completion of voting at the meeting, NSDL provided me with the list of members who had cast their votes, their holding details and details of vote cast on the resolution by eVoting.
- ii. The votes were reconciled with the records maintained by the Company and NSDL with respect to the authorizations/ proxies lodged with the Company.
- iii. That the said Remote e-voting at portal www.evoting.nsd.com was unblocked by me at 12.15 P.M. on March 24, 2017, that is after the voting by physical ballots were completed and counted. The said Remote e-voting was unblocked by me in the presence of the following persons, who are not in the employment of the Company:
 - a. Mr. Animesh Modi
 - b. Ms. Shikha Sangodkar

8. Results:

The result of votes cast by Remote e-voting mode has been downloaded from the aforesaid portal of NSDL, the agency which was appointed by the Company to provide and maintain the Remote e-voting platform for the aforesaid Remote e-voting.

- i. I observed that

For JMJA & Associates LLP


Jigar Shah Page 2 of 4
Designated Partner

JMJA & Associates LLP

- a. 37 Members had cast their votes at the meeting.
 - b. 87 Members had cast their votes through remote e-voting.
- ii. The consolidated result with respect to each item on the agenda as set out in the Notice of the EGM dated 10th February, 2017 is enclosed.
- iii. Based on the aforesaid results, I report that Resolutions as contained in the item no. 1 and item no. 2 of the Notice dated 10th February, 2017, have been passed as Special Resolutions.

For JMJA & Associates LLP,
Practising Company Secretaries
For JMJA & Associates LLP



CS Jigar Shah

Partner **Designated Partner** Jigar Shah

C.P. No. :- 13936 | Membership No. F8918

Place: Anjar

Date: March 24, 2017

That the details of voting, through Remote e-voting and through Ballot at the said EGM, in respect of the said 2 Resolutions, are as hereunder:

Item No. 1: Alteration of Articles of Association of the Company

Resolution Required (Ordinary/Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	No. of shares held	Mode of Voting	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 & Promoter Group	1219,83,165	E-Voting	-	0.00	-	-	-	-
		Poll	1156,82,818	94.84	1156,82,818	-	100.00	-
		Postal Ballot	-	-	-	-	-	-
		Total	1156,82,818	94.84	1156,82,818	-	-	100.00
Public -Institutions	504,78,812	E-Voting	325,00,231	64.38	325,00,231	-	100.00	-
		Poll	-	0.00	-	-	-	-
		Postal Ballot	-	0.00	-	-	-	-
		Total	325,00,231	64.38	325,00,231	-	-	100.00
Public - Non Institutions	927,64,132	E-Voting	282,06,963	30.41	282,05,403	1,560	99.99	0.01
		Poll	35,018	0.04	35,018	-	100.00	-
		Postal Ballot	-	0.00	-	-	-	-
		Total	282,41,981	30.44	282,40,421	1,560	99.99	0.01
Total	2652,26,109		1764,25,030	66.52	1764,23,470	1,560	100.00	0.00

Based on the aforesaid results, I report that the Resolution as contained in Item no. 1 of the Notice dated 10th February, 2017, has been passed as a Special Resolution.

Item No. 2: Appointment of Mr. Lalitkumar Naik as Managing Director and Chief Executive Officer.

Resolution Required (Ordinary/Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	No. of shares held	Mode of Voting	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 & Promoter Group	1219,83,165	E-Voting	-	0.00	-	-	-	-
		Poll	1156,82,818	94.84	1156,82,818	-	100.00	-
		Postal Ballot	-	0.00	-	-	-	-
		Total	1156,82,818	94.84	1156,82,818	-	-	100.00
Public -Institutions	504,78,812	E-Voting	325,00,231	64.38	325,00,231	-	100.00	-
		Poll	-	0.00	-	-	-	-
		Postal Ballot	-	0.00	-	-	-	-
		Total	325,00,231	64.38	325,00,231	-	-	100.00
Public - Non Institutions	927,64,132	E-Voting	282,07,598	30.41	282,05,266	2,332	99.99	0.01
		Poll	35,018	0.04	35,018	-	100.00	-
		Postal Ballot	-	0.00	-	-	-	-
		Total	282,42,616	30.45	282,40,284	2,332	99.99	0.01
Total	2652,26,109		1764,25,665	66.52	1764,23,333	2,332	100.00	0.00

Based on the aforesaid results, I report that the Resolution as contained in Item no. 2 of the Notice dated 10th February, 2017, has been passed as a Special Resolution.

For JMJA & Associates LLP
Practising Company Secretaries


CS Jigar Shah

Partner

C.P. No.:- 13936 | Membership No. F - 8918

Place: Anjar

Date: March 24, 2017