

WCL/SEC/2016

September 30, 2016

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 21st Annual 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 Annual General Meeting held on September 29, 2016.

Date of the AGM: September 29, 2016

Total number of shareholders on record date (i.e. cut off date): 60,910

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: Ordinary Resolution to receive, consider and adopt the Balance Sheet as at March 31, 2016 and the Profit and Loss Account for the year ended on that date and the Report of Directors and Auditors thereon.

Resolution Required (Ordinary/Special)			Ordinary					
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 vote polled
	(1)		(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	116,133,165	E-Voting	-	0.00	-	-	-	-
		Poll	102,434,545	88.20	102,434,545	-	100.00	-
		Postal Ballot	-	-	-	-	-	-
		Total	102,434,545	88.20	102,434,545	-	100.00	-
Public -Institutions	53,249,880	E-Voting	13,828,847	25.97	13,828,847	-	100.00	-
		Poll	-	0.00	-	-	-	-
		Postal Ballot	-	0.00	-	-	-	-
		Total	13,828,847	25.97	13,828,847	-	100.00	-
Public - Non Institutions	95,843,064	E-Voting	52,768	0.06	52,457	311	99.41	0.59
		Poll	24,234	0.03	24,234	-	100.00	-
		Postal Ballot	-	0.00	-	-	-	-
		Total	77,002	0.08	76,691	311	99.60	0.40
Total	265,226,109		116,340,394	43.86	116,340,083	311	100.00	0.27

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



Welspun Corp Limited

Welspun House, 5th 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_wcl@welspun.com Website : www.welspuncorp.com

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

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

Corporate Identity Number: L27100GJ1995PLCO25609

Item No. 2: Ordinary Resolution to consider declaration of dividend for the financial year 2015-16 at the rate of 10% (i.e. Rs. 0.50) per share on 265,226,109 Equity Shares.

Resolution Required (Ordinary/Special)		Ordinary						
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	116,133,165	E-Voting	-	0.00	-	-	-	-
		Poll	102,434,545	88.20	102,434,545	-	100.00	-
		Postal Ballot	-	0.00	-	-	-	-
		Total	102,434,545	88.20	102,434,545	-	100.00	-
Public -Institutions	53,249,880	E-Voting	13,828,847	25.97	13,828,847	-	100.00	-
		Poll	-	0.00	-	-	-	-
		Postal Ballot	-	0.00	-	-	-	-
		Total	13,828,847	25.97	13,828,847	-	100.00	-
Public - Non Institutions	95,843,064	E-Voting	52,758	0.06	52,757	1	100.00	0.00
		Poll	24,234	0.03	24,234	-	100.00	-
		Postal Ballot	-	0.00	-	-	-	-
		Total	76,992	0.08	76,991	1	100.00	0.00
Total	265,226,109		116,340,384	43.86	116,340,383	1	100.00	0.00

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

Item No. 3: Ordinary Resolution to appoint a Director in place of Mr. Rajesh R. Mandawewala (holding DIN 00007179) who retires by rotation and being eligible offers himself for re-appointment.

Resolution Required (Ordinary/Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		Yes, Mr. Mandawewala, the appointee is interested to the extent of his shareholding in the Company.						
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 vote polled
	(1)		(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	116,133,165	E-Voting	-	0.00	-	-	-	-
		Poll	102,434,545	88.20	102,434,545	-	100.00	-
		Postal Ballot	-	0.00	-	-	-	-
		Total	102,434,545	88.20	102,434,545	-	100.00	-
Public -Institutions	53,249,880	E-Voting	13,828,847	25.97	11,889,234	1,939,613	85.97	14.03
		Poll	-	0.00	-	-	-	-
		Postal Ballot	-	0.00	-	-	-	-
		Total	13,828,847	25.97	11,889,234	1,939,613	85.97	14.03
Public - Non Institutions	95,843,064	E-Voting	52,768	0.06	50,300	2,468	95.32	4.68
		Poll	24,234	0.06	24,234	-	100.00	-
		Postal Ballot	-	0.03	-	-	-	-
		Total	77,002	0.08	74,534	2,468	96.79	3.21
Total	265,226,109		116,340,394	43.86	114,398,313	1,942,081	98.33	1.67

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



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Corporate Identity Number: L27100GJ1995PLC025609

Item No. 4: Ordinary Resolution to appoint a Director in place of Mr. Braja Mishra (holding DIN 00007089) who retires by rotation and being eligible offers himself for re-appointment.

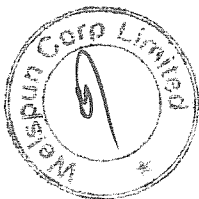
Resolution Required (Ordinary/Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	No. of shares held	Mode of Voting	No. of votes polled	% of votes Polled on outstanding shares	No. of Votes - in favour	No. of votes - against	% of votes in 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	116,133,165	E-Voting	-	0.00	-	-	-	-
		Poll	102,434,545	88.20	102,434,545	-	100.00	-
		Postal Ballot	-	0.00	-	-	-	-
		Total	102,434,545	88.20	102,434,545	-	100.00	-
Public -Institutions	53,249,880	E-Voting	13,828,847	25.97	13,031,386	797,461	94.23	5.77
		Poll	-	0.00	-	-	-	-
		Postal Ballot	-	0.00	-	-	-	-
		Total	13,828,847	25.97	13,031,386	797,461	94.23	5.77
Public - Non Institutions	95,843,064	E-Voting	52,768	0.06	50,440	2,328	95.59	4.41
		Poll	24,234	0.03	24,234	-	100.00	-
		Postal Ballot	-	0.00	-	-	-	-
		Total	77,002	0.08	74,674	2,328	96.98	3.02
Total	265,226,109		116,340,394	43.86	115,540,605	799,789	99.31	0.69

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

Item No. 5: Ordinary Resolution to ratify the appointment of, and remuneration to, M/s Price Waterhouse Chartered Accountants LLP having Firm Registration No. 012754N/ N500016 from the conclusion of the 21st Annual General Meeting till the conclusion of the 22nd Annual General Meeting.

Resolution Required (Ordinary/Special)			Ordinary					
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	116,133,165	E-Voting	-	0.00	-	-	-	-
		Poll	102,434,545	88.20	102,434,545	-	100.00	-
		Postal Ballot	-	0.00	-	-	-	-
		Total	102,434,545	88.20	102,434,545	-	100.00	-
Public -Institutions	53,249,880	E-Voting	13,828,847	25.97	11,889,234	1,939,613	85.97	14.03
		Poll	-	0.00	-	-	-	-
		Postal Ballot	-	0.00	-	-	-	-
		Total	13,828,847	25.97	11,889,234	1,939,613	85.97	14.03
Public - Non Institutions	95,843,064	E-Voting	42,148	0.04	40,812	1,336	96.83	3.17
		Poll	24,234	0.03	24,234	-	100.00	-
		Postal Ballot	-	0.00	-	-	-	-
		Total	66,382	0.07	65,046	1,336	97.99	2.01
Total	265,226,109		116,329,774	43.86	114,388,825	1,940,949	98.33	1.67

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



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Item No. 6: Ordinary Resolution to ratify the remuneration to, M/s. Kiran J. Mehta, Cost Accountants as Cost Auditors of the Company for the financial year 2016-17.

Resolution Required (Ordinary/Special)			Ordinary					
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	116,133,165	E-Voting	-	0.00	-	-	-	-
		Poll	102,434,545	88.20	102,434,545	-	100.00	-
		Postal Ballot	-	0.00	-	-	-	-
		Total	102,434,545	88.20	102,434,545	-	100.00	-
Public -Institutions	53,249,880	E-Voting	13,828,847	25.97	13,828,847	-	100.00	-
		Poll	-	0.00	-	-	-	-
		Postal Ballot	-	0.00	-	-	-	-
		Total	13,828,847	25.97	13,828,847	-	100.00	-
Public - Non Institutions	95,843,064	E-Voting	50,953	0.05	50,567	386	99.24	0.76
		Poll	24,234	0.03	24,234	-	100.00	-
		Postal Ballot	-	0.00	-	-	-	-
		Total	75,187	0.08	74,801	386	99.49	0.51
Total	265,226,109		116,338,579	43.86	116,338,193	386	100.00	0.00

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


Item No. 7: Special Resolution to approve borrowing upto Rs. 1,500 crores by issue of securities by way of private placement.

Resolution Required (Ordinary/Special)			Ordinary					
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	116,133,165	E-Voting	-	0.00	-	-	-	-
		Poll	102,434,545	88.20	102,434,545	-	100.00	-
		Postal Ballot	-	0.00	-	-	-	-
		Total	102,434,545	88.20	102,434,545	-	100.00	-
Public -Institutions	53,249,880	E-Voting	13,828,847	25.97	13,828,847	-	100.00	-
		Poll	-	0.00	-	-	-	-
		Postal Ballot	-	0.00	-	-	-	-
		Total	13,828,847	25.97	13,828,847	-	100.00	-
Public - Non Institutions	95,843,064	E-Voting	52,698	0.05	46,967	5,731	89.12	10.88
		Poll	24,234	0.03	24,234	-	100.00	-
		Postal Ballot	-	0.00	-	-	-	-
		Total	76,932	0.08	71,201	5,731	92.55	7.45
Total	265,226,109		116,340,324	43.86	116,334,593	5,731	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



S.S.RISBUD & CO.

Company Secretaries

303, SaiAnand, SubhashNagar, ChendaniKoliwada, MithBunder Road, Thane (E)-400 603 Ph No:
022 25328047 Email:sanjayrisbud@yahoo.com

SCRUTINIZER'S REPORT-COMBINED

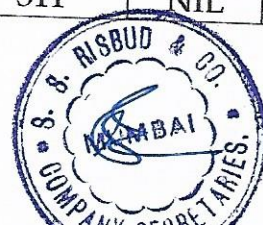
To,

The Chairman of 21st Annual General Meeting of the members of Welspun Corp Limited (the Company) held on 29th September, 2016 at Welspun City, Village Versamedi, Taluka Anjar, Dist Kutch, Anjar, Gujarat- 370110

Dear Sir,

1. I, Sanjay S. Risbud, Company Secretary in Practice, have been appointed as Scrutinizer by the Board of Directors of Welspun Corp Limited (the Company) for the purpose of scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules).
2. I have issued separate Scrutinizers Report dated 30th September, 2016 on the remote E-voting.
3. I have also been appointed as Scrutinizer by the Chairman of the Annual General Meeting (AGM) on poll under the provisions of Section 109 of the 2013 Act read with Rule 21 of the Rules, on the resolutions contained in the notice to the 21st Annual General Meeting (AGM) of the members of the Company, held on 29th September, 2016 at Welspun City, Village Versamedi, Taluka Anjar, Dist Kutch, Anjar, Gujarat- 370110.
4. I have issued separate Scrutinizer's Report dated 30th September, 2016 on the poll on the resolutions contained in the notice to the AGM. As requested by the management, I submit herewith my combined report on the result of e-voting together with that of Poll as under:-

Item No. of notice	Votes in favour of the resolution		Votes against the resolution		Invalid votes	Not Voted
	No. of Shares	% of votes in favour on votes polled	No. of shares	% of Votes against on votes polled	No. of shares	No. of cases
1. Consider and adopt	116,340,083	100	311	NIL	NIL	NIL

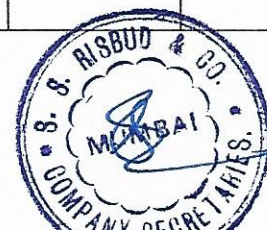


S.S.RISBUD & CO.

Company Secretaries

303, SaiAnand, SubhashNagar,ChendaniKoliwada,MithBunder Road, Thane (E)-400 603 Ph No:
022 25328047 Email:sanjayrisbud@yahoo.com

Audited Financial Statement, Report of the Board of Directors and Auditors thereon.(Ordinary Resolution)						
2. Declaration of dividend on Equity Shares.(Ordinary Resolution)	116,340,383	100	1	NIL	NIL	NIL
3. Re-appointment of Mr. Rajesh Mandawewala (DIN 00007179) as a director of the Company, liable to retire by rotation. (Ordinary Resolution)	114,398,313	98.33	1,942,081	1.67	NIL	NIL
4. Reappointment of Mr. Braja Mishra (DIN - 00007089) as a director of the Company, liable to retire by rotation (Ordinary Resolution)	115,540,605	99.31	799,789	0.69	NIL	NIL
5. Ratification of appointment of M/S. Price Waterhouse Chartered Accountants LLP, Chartered Accountants as Statutory Auditors and fixing their remuneration. (Ordinary Resolution)	114,388,825	98.33	1,940,949	1.67	NIL	NIL
6. Ratification of payment of	116,338,193	100	386	NIL	NIL	NIL



S.S.RISBUD & CO.

Company Secretaries


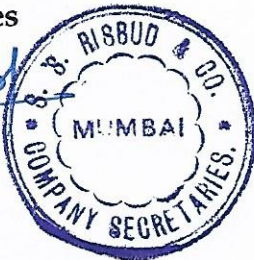
303, SaiAnand, SubhashNagar,ChendaniKoliwada,MithBunder Road, Thane (E)-400 603 Ph No:
022 25328047 Email:sanjayrisbud@yahoo.com

remuneration to the cost auditors. (Ordinary Resolution)						
7. Borrowing by offer of securities on a private placement basis. (Special Resolution)	116,334,593	100	5,731	NIL	NIL	NIL

5. The management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting & poll on the resolutions contained in the notice to the 21st Annual General Meeting (AGM) of the members of the company. My responsibility as scrutinizer for the e-voting process and for poll at the AGM is restricted to make Scrutinizer Report of the votes cast "In favour" or "Against" the resolutions stated above based on the reports generated from the e-voting system provided by NSDL, the authorized agency engaged by the company to provide remote e-voting and result of the Poll.

Thanking you,

For S.S. RISBUD & CO.
Company Secretaries

Sanjay S. Risbud
Proprietor
C.P. No. 5117
Place: Thane (Maharashtra)

Date:30.09.2016

S.S.RISBUD & CO.

Company Secretaries

303, Sai Anand, Subhash Nagar, Chendani Koliwada, Mith Bunder Road,

Thane (E)-400 603 , Ph No: 022 25328047

Email: sanjayrisbud@yahoo.com

FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
WELSPUN CORP LIMITED
Welspun City, Village Versamedi,
Taluka Anjar, Dist Kutch,
Anjar, Gujarat- 370110

**SUB: 21ST ANNUAL GENERAL MEETING OF WELSPUN CORP LIMITED
HELD ON 29TH SEPTEMBER, 2016 AT 10:30 A.M.**

Dear Sir,

I, Sanjay S. Risbud of M/s S.S. Risbud & Co., Thane, was appointed as a Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the 21st Annual General Meeting of WELSPUN CORP LIMITED held on Thursday, 29th September, 2016 at 10.30 a.m. at Welspun City, Village Versamedi, Taluka Anjar, Dist Kutch, Anjar, Gujarat- 370110.

I submit my reports as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized, serially numbered and initialed by me. The poll papers were reconciled with records, maintained by the Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the company.
3. We did not find any poll paper invalid



S.S.RISBUD & CO.

Company Secretaries

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Thane (E)-400 603 , Ph No: 022 25328047

Email:sanjayrisbud@yahoo.com

4. The result of the Poll is as under:

(a) **Resolution No.1:** Ordinary Resolution: Consider and adopt Audited Financial Statement, Report of the Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
36	102,458,779	100

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

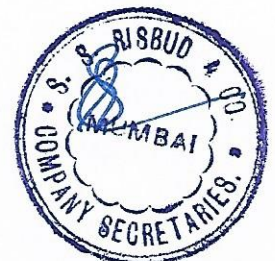
(iii) Invalid votes:

Total number of members whose votes were declared as invalid	Total number of votes cast by them
NIL	NIL

(b) **Resolution No.2:** Ordinary Resolution: Declaration of Dividend on Equity Shares.

(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
36	102,458,779	100



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(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared as invalid	Total number of votes cast by them
NIL	NIL

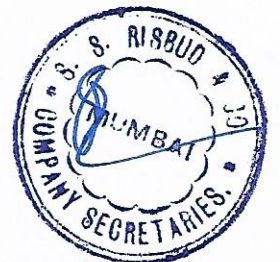
- (c) **Resolution No.3: Ordinary Resolution: Re-appointment of Mr. Rajesh Mandawewala (DIN - 00007179) as a director of the Company, liable to retire by rotation.**

(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
36	102,458,779	100

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL



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Email: sanjayrisbud@yahoo.com

(iii) Invalid votes:

Total number of members whose votes were declared as invalid	Total number of votes cast by them
NIL	NIL

(d) **Resolution No.4:** Ordinary Resolution: Re-appointment of Mr. Braja Mishra (DIN - 00007089) as a director of the Company, liable to retire by rotation.

(i) Voted in favour of the resolution

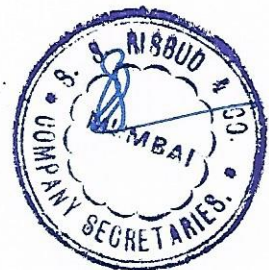
Number of members voted	Number of votes cast by them	% of total number of valid votes cast
36	102,458,779	100

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared as invalid	Total number of votes cast by them
NIL	NIL



S.S.RISBUD & CO.

Company Secretaries

303, Sai Anand, Subhash Nagar, Chendani Koliwada, Mith Bunder Road,

Thane (E)-400 603 , Ph No: 022 25328047

Email: sanjayrisbud@yahoo.com

- (e) **Resolution No.5** : Ordinary Resolution: Ratification of appointment of M/s. Price Waterhouse Chartered Accountants LLP, Chartered Accountants as Statutory Auditors and fixing their remuneration.

(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
36	102,458,779	100

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared as invalid	Total number of votes cast by them
NIL	NIL

- (f) **Resolution No.6** : Ordinary Resolution: Ratification of payment of remuneration to the Cost Auditors

(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
36	102,458,779	100



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Email: sanjayrisbud@yahoo.com

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared as invalid	Total number of votes cast by them
NIL	NIL

(g) **Resolution No.7 : Special Resolution: Borrowing by offer of securities on a private placement basis**

(i) Voted in favour of the resolution

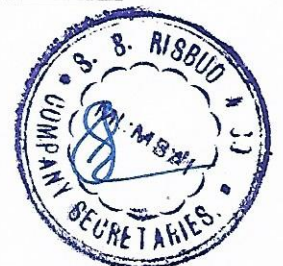
Number of members voted	Number of votes cast by them	% of total number of valid votes cast
36	102,458,779	100

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared as invalid	Total number of votes cast by them
NIL	NIL



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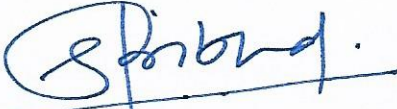
5. A Compilation of Data containing a list of equity shareholders who voted "FOR", "AGAINST" for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Thanking you.

Yours faithfully.

For S.S. RISBUD & CO.

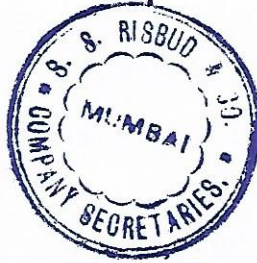
Company Secretaries



Sanjay S. Risbud

Proprietor

C.P. No.5117



Place: Thane (Maharashtra)

Date: 30.09.2016

S.S.RISBUD & CO.

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Ph No: 022 25328047 Email: sanjayrisbud@yahoo.com

SCRUTINIZER REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3) (xi) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of 21st Annual General Meeting of the members of **WELSPUN CORP LIMITED** (the Company) held on the 29th day of September, 2016 at 10.30 A.M. at Welspun City, Village Versamedi, Taluka : Anjar, Dist. Kutch, Gujarat - 370 110

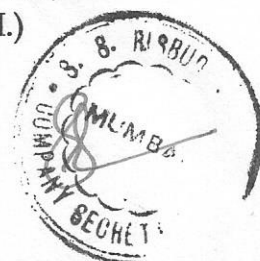
Dear Sir,

1. I, Sanjay S. Risbud of M/s S.S.Risbud & Co., Thane, have been appointed by the Board of Directors of Welspun Corp Limited (the Company) as a Scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolutions contained in the notice to the 21st Annual General Meeting (AGM) of the members of the Company, held on the 29th day of September, 2016 at 10.30 a.m. at Welspun City, Village Versamedi, Taluka : Anjar, Dist. Kutch, Gujarat - 370 110.

2. The management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the Notice to the 21st Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by NSDL, the authorized agency to provide e-voting facilities, engaged by the Company.

3. Further to the above, I submit my report as under:-

- i. The e-voting period remained open from Monday, 26th September, 2016 (9.00 A.M.) to Wednesday, 28th September, 2016 (5.00 P.M.)



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- ii. The members of the Company as on the "cut-off" date i.e. 22nd September, 2016 were entitled to vote on the resolutions (items no. 1 to 7 as set out in the notice of the 21st AGM of the Company)
- iii. The votes cast were unblocked on 29th September, 2016 at 11.30 A.M. in the presence of two witnesses, Ms. Nikita Phadnis and Ms. Sneha Lohogaonkar who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

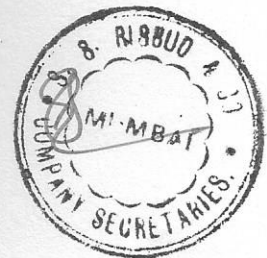


Name: Ms. Nikita Phadnis



Name: Ms. Sneha Lohogaonkar

Thereafter, the details containing inter alia, list of Equity Shareholders, who voted "for" "against" each of the resolutions that were put to vote, were generated from the e-voting website of NSDL i.e. <https://www.evoting.nsdl.com/> is as under :



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(a) **Resolution No. 1: Ordinary Resolution - :** Consider and adopt Audited Financial Statement, Report of the Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
135	13,881,304	99.99

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	311	0.01

(iii) Invalid votes:

Total number of members whose votes were declared as invalid	Total number of votes cast by them
NIL	NIL

(b) **Resolution No. 2: Ordinary Resolution - :** Declaration of Dividend on Equity Shares.

(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
136	13,881,604	99.99



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(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes caste
1	1	0.01

(iii) Invalid votes:

Total number of members whose votes were declared as invalid	Total number of votes cast by them
NIL	NIL

- (c) **Resolution No.3:** Ordinary Resolution - : Re-appointment of Mr. Rajesh Mandawewala (DIN - 00007179) as a director of the Company, liable to retire by rotation.

(i) Voted in favour of the resolution

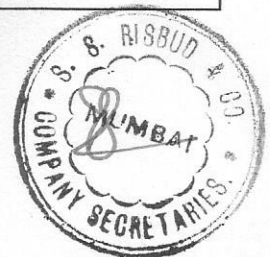
Number of members voted	Number of votes cast by them	% of total number of valid votes caste
114	11,939,534	86.00

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes caste
23	1,942,081	14.00

(iii) Invalid votes:

Total number of members whose votes were declared as invalid	Total number of votes cast by them
NIL	NIL



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(d) **Resolution No.4:** Ordinary Resolution - : Re-appointment of Mr. Braja Mishra (DIN - 00007089) as a director of the Company, liable to retire by rotation.

(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes caste
121	13081826	94.24

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes caste
16	799789	5.76

(iii) Invalid votes:

Total number of members whose votes were declared as invalid	Total number of votes cast by them
NIL	NIL

(e) **Resolution No.5:** Ordinary Resolution - :Ratification of appointment of M/s. Price Waterhouse Chartered Accountants LLP, Chartered Accountants as Statutory Auditors and fixing their remuneration .

(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes caste
120	11,930,046	86.01



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(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes caste
14	1,940,949	13.99

(iii) Invalid votes:

Total number of members whose votes were declared as invalid	Total number of votes cast by them
NIL	NIL

(f) **Resolution No.6:** Ordinary Resolution - : Ratification of payment of remuneration to the Cost Auditors

(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes caste
131	13,879,414	99.99

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes caste
4	386	0.01

(iii) Invalid votes:

Total number of members whose votes were declared as invalid	Total number of votes cast by them
NIL	NIL



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(g) **Resolution No.7: Special Resolution - : Borrowing by offer of securities on a private placement basis**

(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes caste
129	13,875,814	99.96

(ii) Voted against the resolution

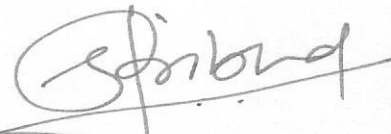
Number of members voted	Number of votes cast by them	% of total number of valid votes caste
7	5731	0.04

(iii) Invalid votes:

Total number of members whose votes were declared as invalid	Total number of votes cast by them
NIL	NIL

Thanking You.

For S.S. RISBUD & CO.
Company Secretaries



Sanjay S. Risbud
Proprietor
C.P. No. 5117



Place: Thane (Maharashtra)

Date: 30.09.2016