

Name of the listed entity : Welspun Corp Limited

Quarter ending : December 31, 2015

I. Composition of Board of Directors

Title (Mr./ Ms.)	Name of the Director	PAN & DIN	Category (Chairperson / Executive / Non- Executive / Independent/ Nominee	Date of Appointme nt in the current term / cessation	Tenure	No. of directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)*%/	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)*	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)*	
								Listed Companies	Unlisted Public Companies
Mr.	Balkrishan Goenka	DIN : 00270175	Chairman - Non- Executive	26.04.1995	-	3	2	-	-
Mr.	Braja K. Mishra	DIN : 00007089	Managing Director	26.04.2012	-	1	-	-	-
Mr.	Rajesh R. Mandawewala	DIN : 00007179	Non- Executive	26.04.1995	-	4	3	-	-
Mr.	K. H. Viswanathan	DIN : 00391263	Independent	01.04.2014	Upto 31.03.2019	2	6	1	1
Mr.	Raj Kumar Jain	DIN : 00026544	Independent	01.04.2014	Upto 31.03.2019	2	4	1	1
Mr.	Ram Gopal Sharma	DIN : 00026514	Independent	01.04.2014	Upto 31.03.2019	3	6	3	1
Mr.	Nirmal Gangwal	DIN : 00012188	Independent	01.04.2014	Upto 31.03.2019	1	-	-	-
Mr.	Mukul Sarkar	DIN : 00893700	Non- Executive - Nominee	25.04.2011	-	1	-	-	-

Mr.	Mintoo Bhandari	DIN : 00054831	Non-Executive-Nominee	18.08.2011	-	2	4	-	-
Mr.	Utsav Baijal	DIN - 02592194	Non-Executive-Nominee	10.11.2012	-	2 ^{\$}	2 [@]	-	-
Mrs.	Revathy Ashok	DIN 00057539	Independent	07.08.2014	Upto 31.03.2019	2	6	1	1
Mr.	Atul Desai	DIN : 00019443	Independent	01.10.2014	Upto 30.09.2019	6	9	5	-

* Details regarding Directorship, Chairmanship /Membership in other Committees is as per last disclosure available with the Company.

\$ Includes Directorship as Alternate Director to Mr. Mintoo Bhandari in Welspun Enterprises Limited, a listed Company.

@ Membership of Committees as Alternate Director to Mr. Mintoo Bhandari in Welspun Enterprises Limited, a listed Company.

% Includes Directorship in all listed companies as Independent / Non-Independent / Executive / Non-executive / Nominee Director.

II. Composition of Committees

Sr. No.	Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)
1	Audit Committee	Ram Gopal Sharma Raj Kumar Jain K. H. Viswanathan Mintoo Bhandari	Chairman - Independent Member - Independent Member - Independent Member - Nominee of Insight Solutions Limited
2	Nomination & Remuneration Committee	Raj Kumar Jain Ram Gopal Sharma K. H. Viswanathan Mintoo Bhandari	Chairman - Independent Member - Independent Member - Independent Member - Nominee of Insight Solutions Limited
3	Risk Management Committee	Not Applicable	Not Applicable
4	Share Transfer and Investor Grievance and Stakeholders Relationship Committee	K. H. Viswanathan Mintoo Bhandari Balkrishan Goenka Rajesh R. Mandawewala	Chairman - Independent Member - Nominee of Insight Solutions Limited Member - Non Executive Member - Non Executive

III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive meetings (in number of days)
July 21, 2015	November 14, 2015	116 days

IV. Meeting of Committees

Name of the Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit	October 12, 2015 November 5, 2015 November 11, 2015	Yes	July 17, 2015 July 20, 2015 July 21, 2015	83 days between last meeting of previous quarter and first meeting of relevant quarter
Nomination & Remuneration Committee	November 5, 2015	Yes	July 20, 2015	-
Share Transfer and Investor Grievance and Stakeholders Relationship Committee	-	Yes	July 17, 2015	-

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Approval of the shareholders was obtained at the Annual General Meeting held on September 25, 2014 for entering into transactions with Welspun Tradings Limited and Welspun Tubular LLC, wholly owned subsidiaries of the Company. However, during the quarter ended December 31, 2015, no material transactions were entered into with these Companies.
Whether details of RPT entered into pursuant to	Yes

omnibus approval have been reviewed by Audit Committee	
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VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. The composition of the following Committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:
 - a. Audit Committee
 - b. Nomination & Remuneration Committee
 - c. Share Transfer and Investor Grievance and Stakeholders Relationship Committee
 - d. Risk management committee (applicable to the top 100 listed entities) - Not Applicable.
3. The Committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
4. The meetings of the Board of Directors and the above Committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
5. This report will be placed before Board of Directors at the next Board Meeting.
Any comments/observations/advice of Board of Directors may be mentioned here - Not Applicable.

For Welspun Corp Limited

Pradeep Joshi
Company Secretary
FCS - 4959