

Name of the listed entity: Welspun Corp Limited

Quarter/Year ending: December 31, 2018

Format to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Title (Mr./Ms.)	Name of the Director	PAN & DIN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	Date of Appointment 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.	Atul Desai	DIN : 00019443 PAN - AABPD9483F	Independent	01.10.2014	Upto 30.09.2019	6	9	5	-
Mr.	Balkrishan Goenka	DIN : 00270175 PAN - AEOPG4891D	Chairman - Non-Executive	26.04.1995	-	4	2	1	-
Mr.	Desh Raj Dogra	DIN - 00226775 PAN - ADZPD5926E	Independent	10.02.2017	Upto 09.02.2022	4	9	3	1
Mr.	Dhruv Kaji	DIN - 00192559 PAN - AFYPK4124N	Independent	05.09.2018	Upto 04.09.2023	6	7	2	-
Mr.	K. H. Viswanathan	DIN : 00391263 PAN - AAHPK4759M	Independent	01.04.2014	Upto 31.03.2019	3	8	3	2
Mr.	Kaushik Subramaniam	DIN - 08190548 PAN - ATZPS3233K	Non-Executive-Nominee	21.08.2018	-	1	-	-	-
Mr.	Rajesh R. Mandawewala	DIN : 00007179 PAN - AACPM2601D	Non-Executive	26.04.1995	-	4	4	-	-

Mr.	Raj Kumar Jain	DIN : 00026544 PAN - ADWJP7140B	Independent	01.04.2014	Upto 31.03.2019	2	6	1	1
Mrs.	Revathy Ashok	DIN 00057539 PAN ACLPR3951Q	Independent	07.08.2014	Upto 31.03.2019	5	6	2	1
Mr.	S. Krishnan	DIN - 06829167 PAN - ABBPS3256L	Executive	01.12.2017	-	1	-	-	-
Mr.	Utsav Baijal	DIN - 02592194 PAN - AFBPB8278H	Non- Executive- Nominee	10.11.2012	-	1	2	-	-
Mr.	Vipul Mathur	DIN : 07990476 PAN: AIGPM2125C	Managing Director and CEO	01.12.2017	-	1	-	-	-

\* Details regarding Directorship, Chairmanship / Membership in other Committees is as per last disclosure available with the 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	K. H. Viswanathan Raj Kumar Jain Desh Raj Dogra Utsav Baijal	Chairman - Independent Member - Independent Member - Independent Member - Nominee of Insight Solutions Limited
2	Nomination & Remuneration Committee	Raj Kumar Jain K. H. Viswanathan Dhruv Kaji Utsav Baijal	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 Utsav Baijal 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	Date(s) of Meeting (if any) in the relevant	Maximum gap between any two consecutive
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quarter	quarter	meetings (in number of days)
July 23, 2018	-	-
September 5, 2018	-	43 days
	November 1, 2018	56 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 18, 2018 November 1, 2018 November 14, 2018 December 20, 2018	Yes	July 19, 2018 July 20, 2018 July 23, 2018 September 5, 2018 September 12, 2018	- 1 days 2 days 43 days 6 days 35 days 12 days 12 days 35 days
Nomination & Remuneration Committee	Nil	Yes	July 30, 2018 August 3, 2018 August 16, 2018	- 3 days 12 days
Share Transfer and Investor Grievance and Stakeholders Relationship Committee	18.10.2018	Yes	July 19, 2018	- 90 days
Corporate Social Responsibility Committee	Nil	Yes	July 30, 2018	-

#### 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, 2018, no material transactions were entered into with these Companies.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

## VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (LODR) Regulations, 2015.
2. The composition of the following Committees is in terms of SEBI (LODR) 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. The report for the previous quarter ended September 30, 2018 was placed before Board of Directors at Meeting held on November 1, 2018.  
Any comments/observations/advice of Board of Directors may be mentioned here - Not Applicable.

**For Welspun Corp Limited**

**Pradeep Joshi**  
**Company Secretary**  
**FCS - 4959**

**Mumbai, January 7, 2019**