

General information about company	
Scrip code	532144
NSE Symbol	WELCORP
MSEI Symbol	NOTLISTED
ISIN	INE191B01025
Name of the entity	WELSPUN CORP LIMITED
Date of start of financial year	01-04-2018
Date of end of financial year	31-03-2019
Reporting Quarter	Yearly
Date of Report	31-03-2019
Risk management committee	Applicable

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Yes

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	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 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Atul Desai	AABPD9483F	00019443	Non-Executive - Independent Director	Not Applicable		01-10-2014		60	6	8	5		
2	Mr	Balkrishan Goenka	AEOPG4891D	00270175	Non-Executive - Non Independent Director	Chairperson		26-04-1995			4	2	1		
3	Mr	Desh Raj Dogra	ADZPD5926E	00226775	Non-Executive - Independent Director	Not Applicable		10-02-2017		60	3	7	2		
4	Mr	Dhruv Kaji	AFYPK4124N	00192559	Non-Executive - Independent Director	Not Applicable		05-09-2018		60	6	7	3		

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	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 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
5	Mr	K. H. Viswanathan	AAHPK4759M	00391263	Non-Executive - Independent Director	Not Applicable		01-04-2014		60	2	7	2		
6	Mr	Kaushik Subramaniam	ATZPS3233K	08190548	Non-Executive - Nominee Director	Not Applicable		21-08-2018			2	0	0		
7	Mr	Rajesh R. Mandawewala	AACPM2601D	00007179	Non-Executive - Non Independent Director	Not Applicable		26-04-1995			4	4	0		
8	Mr	Raj Kumar Jain	ADWPJ7140B	00026544	Non-Executive - Independent Director	Not Applicable		01-04-2014		60	2	6	1		

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	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 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
9	Mrs	Revathy Ashok	ACLPR3951Q	00057539	Non-Executive - Independent Director	Not Applicable		07-08-2014		55	4	9	3		
10	Mr	S. Krishnan	ABBPS3256L	06829167	Executive Director	Not Applicable		01-12-2017			1	0	0		
11	Mr	Utsav Baijal	AFBPB8278H	02592194	Non-Executive - Nominee Director	Not Applicable		10-11-2012			1	2	0		
12	Mr	Vipul Mathur	AIGPM2125C	07990476	Executive Director	Not Applicable	CEO-MD	01-12-2017			1	0	0		

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00391263	K. H. Viswanathan	Non-Executive - Independent Director	Chairperson	01-04-2014		
2	00026544	Raj Kumar Jain	Non-Executive - Independent Director	Member	01-04-2014		
3	00226775	Desh Raj Dogra	Non-Executive - Independent Director	Member	12-10-2018		
4	02592194	Utsav Baijal	Non-Executive - Nominee Director	Member	23-10-2018		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00026544	Raj Kumar Jain	Non-Executive - Independent Director	Chairperson	01-04-2014		
2	00391263	K. H. Viswanathan	Non-Executive - Independent Director	Member	01-04-2014		
3	00192559	Dhruv Kaji	Non-Executive - Independent Director	Member	12-10-2018		
4	02592194	Utsav Baijal	Non-Executive - Nominee Director	Member	03-08-2018		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00391263	K. H. Viswanathan	Non-Executive - Independent Director	Chairperson	01-04-2014		
2	02592194	Utsav Bajjal	Non-Executive - Nominee Director	Member	23-08-2018		
3	00270175	Balkrishan Goenka	Non-Executive - Non Independent Director	Member	18-08-2011		
4	00007179	Rajesh R. Mandawewala	Non-Executive - Non Independent Director	Member	18-08-2011		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00391263	K. H. Viswanathan	Non-Executive - Independent Director	Member	07-02-2019		
2	00026544	Raj Kumar Jain	Non-Executive - Independent Director	Member	07-02-2019		
3	00226775	Desh Raj Dogra	Non-Executive - Independent Director	Member	07-02-2019		
4	02592194	Utsav Baijal	Non-Executive - Nominee Director	Member	07-02-2019		
5	07990476	Vipul Mathur	Executive Director	Chairperson	07-02-2019		
6	99999999	Percy Birdy	Member	Member	07-02-2019		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00391263	K. H. Viswanathan	Non-Executive - Independent Director	Chairperson	12-10-2018		
2	00270175	Balkrishan Goenka	Non-Executive - Non Independent Director	Member	29-04-2014		
3	00007179	Rajesh R. Mandawewala	Non-Executive - Non Independent Director	Member	29-04-2014		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1				
Annexure 1				
III. Meeting of Board of Directors				
Disclosure of notes on meeting of board of directors explanatory				
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date
1	01-11-2018			
2		07-02-2019	97	
3		26-03-2019	46	
4		30-03-2019	3	

Annexure 1								
IV. Meeting of Committees								
Disclosure of notes on meeting of committees explanatory							Name of other committee	Reason for not providing date
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)		
1	Audit Committee	24-01-2019	Yes		18-10-2018	97		
2	Audit Committee	07-02-2019	Yes		01-11-2018	97		
3	Audit Committee	08-02-2019	Yes		14-11-2018	85		
4	Audit Committee	26-03-2019	Yes		20-12-2018	95		
5	Nomination and remuneration committee	02-01-2019	Yes			151		no meeting in previous quarter
6	Nomination and remuneration committee	07-02-2019	Yes			13		no meeting in previous quarter

Annexure 1

IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	Reason for not providing date
7	Stakeholders Relationship Committee	24-01-2019	Yes		18-10-2018	97		

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes of material transaction with related party			Textual Information(1)

Text Block	
Textual Information(1)	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 March 31, 2019, no material transactions were entered into with these Companies.

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	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.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	MR. PRADEEP JOSHI
2	Designation	Company Secretary and Compliance Officer

Text Block	
Textual Information(1)	The report for the previous quarter ended December 31, 2018 was placed before the Board of Directors in their meeting held on February 07, 2019 .

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.welspuncorp.com
2	Terms and conditions of appointment of independent directors	Yes		www.welspuncorp.com
3	Composition of various committees of board of directors	Yes		www.welspuncorp.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.welspuncorp.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.welspuncorp.com
6	Criteria of making payments to non-executive directors	NA		
7	Policy on dealing with related party transactions	Yes		www.welspuncorp.com
8	Policy for determining 'material' subsidiaries	Yes		www.welspuncorp.com
9	Details of familiarization programmes imparted to independent directors	Yes		www.welspuncorp.com

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.welspuncorp.com
11	email address for grievance redressal and other relevant details	Yes		www.welspuncorp.com
12	Financial results	Yes		www.welspuncorp.com
13	Shareholding pattern	Yes		www.welspuncorp.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3), (4)	Yes	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6), (7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3), (4),(5) & (6)	Yes	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II		
1	Name of signatory	MR. PRADEEP JOSHI
2	Designation	Company Secretary and Compliance Officer

Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	

Annexure II		
1	Name of signatory	Mr. Pradeep Joshi
2	Designation	Company Secretary and Compliance Officer

Signatory Details	
Name of signatory	MR. PRADEEP JOSHI
Designation of person	Company Secretary and Compliance Officer
Place	MUMBAI
Date	12-04-2019

