

**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	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Half Yearly
Date of Report	30-09-2022
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

**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																			
Whether Chairperson related to Promoter								No																			
								Disqualification of Directors under section 164 of the Companies Act, 2013																			
Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(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			
Mrs	Amita Misra	ADSPM0325P	07942122	Non-Executive - Independent Director	Not Applicable		09-07-1955	No				Active	NA		07-08-2019	22-10-2019		35	3	3	4	1					
Mr	Balkrishan Goenka	AEOPG4891D	00270175	Non-Executive - Non Independent Director	Chairperson related to Promoter		15-08-1966	No				Active	NA		26-04-1995	31-08-2020			4	0	0	0					
Mr	Desh Raj Dogra	ADZPD5926E	00226775	Non-Executive - Independent Director	Not Applicable		21-09-1954	No				Active	NA		10-02-2017	10-02-2022		65	6	6	6	3					
Mrs	Dipali Goenka	AEOPG4886L	00007199	Non-Executive - Non Independent Director	Not Applicable		13-10-1969	No				Active	NA		29-10-2020	31-08-2021			3	0	1	0					

## I. Composition of Board of Directors

### Disclosure of notes on composition of board of directors explanatory

#### Whether the listed entity has a Regular Chairperson

Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(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
Mr	Arun Todarwal	AAGPT5697L	00020916	Non-Executive - Independent Director	Not Applicable		16-06-1957	No				Active	NA		28-10-2002	01-04-2019		3	2	2	3	2		
Mr	Rajesh R. Mandawewala	AACPM2601D	00007179	Non-Executive - Non Independent Director	Not Applicable		05-05-1962	No				Active	NA		26-04-1995	31-08-2021			4	0	1	0		
Mrs	Revathy Ashok	ACLPR3951Q	00057539	Non-Executive - Independent Director	Not Applicable		16-01-1959	No				Active	NA		07-08-2014	01-04-2019		99	6	6	10	4		
Mr	Vipul Mathur	AIGPM2125C	07990476	Executive Director	Not Applicable	CEO-MD	21-03-1970	No				Active	NA		01-12-2017	31-08-2020			2	0	2	0		

## I. Composition of Board of Directors

### Disclosure of notes on composition of board of directors explanatory

#### Whether the listed entity has a Regular Chairperson

Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(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
Mr	K. H. Viswanathan	AAHPK4759M	00391263	Non-Executive - Independent Director	Not Applicable		11-05-1962	No				Active	NA		28-10-2002	01-04-2019	01-07-2022	96	0	0	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	00020916	Arun Todarwal	Non-Executive - Independent Director	Chairperson	01-07-2022		Textual Information(1)
2	00226775	Desh Raj Dogra	Non-Executive - Independent Director	Member	12-10-2018		
3	07942122	Amita Misra	Non-Executive - Independent Director	Member	09-12-2020		
4	00391263	K. H. Viswanathan	Non-Executive - Independent Director	Chairperson	28-10-2002	01-07-2022	

**Sr Text Block**

Textual Information(1)

In place of Mr. K.H. Viswanathan, who resigned from the Board of Directors and Committees of the Board of Directors of the Company w.e.f. July 1, 2022.

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	00020916	Arun Tadarwal	Non-Executive - Independent Director	Chairperson	01-07-2022		Textual Information(1)
2	00226775	Desh Raj Dogra	Non-Executive - Independent Director	Member	18-01-2020		
3	00057539	Revathy Ashok	Non-Executive - Independent Director	Member	09-12-2020		
4	00391263	K. H. Viswanathan	Non-Executive - Independent Director	Chairperson	28-10-2002	01-07-2022	

**Sr Text Block**

Textual Information(1)

In place of Mr. K.H. Viswanathan, who resigned from the Board of Directors and Committees of the Board of Directors of the Company w.e.f. July 1, 2022.

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	00057539	Revathy Ashok	Non-Executive - Independent Director	Member	09-12-2020		
2	00020916	Arun Tadarwal	Non-Executive - Independent Director	Chairperson	01-07-2022		Textual Information(1)
3	07990476	Vipul Mathur	Executive Director	Member	09-02-2020		
4	00391263	K. H. Viswanathan	Non-Executive - Independent Director	Chairperson	28-10-2002	01-07-2022	

**Sr Text Block**

Textual Information(1)

In place of Mr. K.H. Viswanathan, who resigned from the Board of Directors and Committees of the Board of Directors of the Company w.e.f. July 1, 2022.

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	00226775	Desh Raj Dogra	Non-Executive - Independent Director	Member	07-02-2019		
2	07990476	Vipul Mathur	Executive Director	Member	07-02-2019		
3	99999999	Percy Birdy	Chief Financial Officer	Member	07-02-2019		Textual Information(1)
4	07942122	Amita Misra	Non-Executive - Independent Director	Chairperson	07-02-2020		
5	00020916	Arun Tadarwal	Non-Executive - Independent Director	Member	01-07-2022		Textual Information(2)
6	00391263	K. H. Viswanathan	Non-Executive - Independent Director	Member	07-02-2019	01-07-2022	Textual Information(3)

**Sr Text Block**

Textual Information(1)	Mr. Birdy, CFO of the Company is the member of the Risk Management Committee.
Textual Information(2)	In place of Mr. K.H. Viswanathan, who resigned from the Board of Directors and Committees of the Board of Directors of the Company w.e.f. July 1, 2022.
Textual Information(3)	.

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	01-07-2022	
2	00007199	Dipali Goenka	Non-Executive - Non Independent Director	Member	22-05-2021		
3	07990476	Vipul Mathur	Executive Director	Member	09-12-2020		
4	00057539	Revathy Ashok	Non-Executive - Independent Director	Chairperson	22-05-2021		
5	00020916	Arun Todarwal	Non-Executive - Independent Director	Member	01-07-2022		Textual Information(1)

**Sr Text Block**

Textual Information(1)

In place of Mr. K.H. Viswanathan, who resigned from the Board of Directors and Committees of the Board of Directors of the Company w.e.f. July 1, 2022.

<b>Other Committee</b>						
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	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	23-05-2022				Yes	8	8	4
2	27-05-2022		3		Yes	8	7	4
3	27-06-2022		30		Yes	8	7	4
4		04-08-2022	37		Yes	8	7	4

**Annexure 1**

**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors (All directors including Independent director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	21-04-2022				Yes	3	3	3	0
2	Audit Committee	20-05-2022				Yes	3	3	3	0
3	Audit Committee	27-05-2022				Yes	3	3	3	0
4	Audit Committee	27-06-2022				Yes	3	3	3	0
5	Audit Committee	26-07-2022	28			Yes	3	3	3	0
6	Audit Committee	28-07-2022	1			Yes	3	3	3	0

**Annexure 1**

**IV. Meeting of Committees**

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors (All directors including Independent director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Audit Committee	04-08-2022	6			Yes	3	3	3	0
8	Audit Committee	29-09-2022	55			Yes	3	3	3	0
9	Nomination and remuneration committee	20-05-2022				Yes	3	3	3	0
10	Nomination and remuneration committee	27-06-2022	37			Yes	3	3	3	0
11	Nomination and remuneration committee	03-08-2022	36			Yes	3	3	3	0
12	Stakeholders Relationship Committee	20-05-2022				Yes	3	3	2	0
13	Stakeholders Relationship Committee	04-08-2022	75			Yes	3	3	2	0
14	Risk Management Committee	12-09-2022	38			Yes	4	4	3	1
15	Corporate Social Responsibility Committee	26-07-2022				Yes	4	4	2	0

**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	NA	
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 September 30, 2022, no material transactions were entered into with the Company.

**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 1000 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	PRADEEP JOSHI
2	Designation	Company Secretary and Compliance Officer

**Text Block**

Textual Information(1)

The report for the previous quarter June 30, 2022 was placed before the Board of Directors at its meeting held on August 4, 2022.

**Annexure III****III. Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

**Annexure III**

1	Name of signatory	PRADEEP JOSHI
2	Designation	Company Secretary and Compliance Officer

<b>Additional Half yearly Disclosure</b>			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
<b>I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below</b>			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
<b>(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By</b>			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
<b>(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by</b>			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(D) Additional Information			Textual Information(2)
<b>II. Affirmations</b>			
Affirmations		Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.		Yes	Textual Information(3)
Name	PERCY BIRDY		

Designation	CFO		
Place	MUMBAI		
Date	19-10-2022		

**Signatory Details**

Name of signatory	PRADEEP JOSHI
Designation of person	Company Secretary and Compliance Officer
Place	MUMBAI
Date	19-10-2022

