

ANNEXURE – 9

Date: September 11, 2018

To,
 BSE Limited
 1st Floor, New Trading Wing,
 Rotunda Bldg, P.J. Towers,
 Dalal Street, Fort,
 Mumbai – 400 001
BSE Scrip Code: 532144

National Stock Exchange of India Ltd.,
 Exchange Plaza, 5th Floor,
 Plot No. C/1, G. Block,
 Bandra-Kurla Complex,
 Mumbai – 400 051
NSE Symbol: WELCORP

Ref: Compliance Report

Dear Sir/Madam,

It is hereby certified that the draft scheme of amalgamation involving Welspun Corp Limited ("WCL" or "Transferee Company") and Welspun Pipes Limited ("Amalgamating Company" or "Transferor Company") does not, in any way violate, override or limit the provisions of securities laws or requirements of the Stock Exchange(s) and the same is in compliance with the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and this circular, including the following:

| Sl. | Reference | Particulars | Whether Complied or not & How |
|-------------------------------|---|--|--|
| 1 | Regulations 17 to 27 of LODR Regulations. | Corporate governance requirements. | Complied. Enclosed as Annexure - 17 with the Application |
| 2 | Regulation 11 of LODR Regulations | Compliance with securities laws | Complied. |
| Requirements of this circular | | | |
| (a) | Para (I)(A)(2) | Submission of documents to Stock Exchanges | Complied. The documents have been submitted vide our application dated September 11, 2018 with BSE and September 11, 2018 with NSE. |

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: L27100GJ1995PLC025609



| | | | |
|-----|--------------------|---|--|
| (b) | Para (I)(A)(3) | Conditions for schemes of arrangement involving unlisted entities | Complied. The Transferee company will be complying with conditions mentioned at point (a) and (b) of Para (I)(A)(3) of the Circular. The transferee company is listed on BSE and NSE having nationwide terminals. |
| (c) | Para (I)(A)(4) (a) | Submission of Valuation Report | Complied. Enclosed as Annexure – 3 with the application. |
| (d) | Para (I)(A)(5) | Auditors certificate regarding compliance with Accounting Standards | Complied. Enclosed as Annexure – 8 with the application. |
| (e) | Para (I)(A)(9) | Provision of approval of public shareholders through e-voting | Complied. Enclosed as Annexure – 2 with the application |

Thanking You,

Yours Faithfully,

For Welspun Corp Limited



Vipul Mathur
Managing Director



Pradeep Joshi
Company Secretary



Percy Birdy
Chief Financial Officer

Welspun Corp Limited

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ANNEXURE – 9A

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To,
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1st Floor, New Trading Wing,
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Dalal Street, Fort,
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BSE Scrip Code: 532144

National Stock Exchange of India Ltd.,
Exchange Plaza, 5th Floor,
Plot No. C/1, G. Block,
Bandra-Kurla Complex,
Mumbai – 400 051
NSE Symbol: WELCORP

Ref: Compliance with all the Accounting Standards

Dear Sir/Madam,

Certified that the accounting treatment provided in the draft scheme of Amalgamation of Welspun Pipes Limited ("Amalgamating Company" or "Transferor Company") with Welspun Corp Limited ("Amalgamated Company" or "Transferee Company") are in compliance with all the Accounting Standards applicable to a listed entity.

Thanking You,

Yours Faithfully,

For Welspun Corp Limited



Vipul Mathur
Managing Director



Pradeep Joshi
Company Secretary



Percy Birdy
Chief Financial Officer

Welspun Corp Limited

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