

Compliance with Requirements of Regulation 17 to 27 of SEBI (LODR) Regulations 2015.

II Annual Affirmations		
Particulars	Regulation Number	Compliance status as on March 31, 2018 and September 11, 2018 (Yes/No/NA)
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or	16(1)(b) & 25(6)	Yes
Board composition	17(1)	Yes
Meeting of Board of directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	N.A.
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	N.A.
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party	23(2), (3)	Yes
Approval for material related party transactions	23(4)	Yes
Composition of Board of Directors of unlisted material	24(1)	Yes
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes

Welspun Corporation 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



Disclosure of Shareholding by Non- Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior	26(2) & 26(5)	Yes

III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. – Yes

In connection with the above application, we hereby confirm that Welspun Corp Limited is in compliance with the provisions of regulations 17-27 of the Listing Regulations.

For Welspun Corp Limited


Pradeep Joshi
 Company Secretary
 FCS-4959



Date: September 11, 2018
Place: Mumbai

Welspun Corp Limited

Welspun House, 5th Floor, Kamala City, Senapati Bapat Marg, Lower Parel (West), Mumbai 400 013, India.

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7/13/2018

Corporate Governance.html

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	Quarterly
Date of Report	30-06-2018
Risk management committee	Not 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															
Is there any change in information of board of directors compare to previous quarter															
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	Balkrishnan Goenka	AEOPG4891D	00270175	Non-Executive - Non Independent Director	Chairperson		26-04-1995			3	2	0		
3	Mr	Desh Raj Dogra	ADZPD5926E	00226775	Non-Executive - Independent Director	Not Applicable		10-02-2017		60	3	7	3		
4	Mr	K. H. Viswanathan	AAHPK4759M	00391263	Non-Executive - Independent Director	Not Applicable		01-04-2014		60	2	8	3		



Annexure I															
Annexure I to be submitted by listed entity on quarterly basis															
I. Composition of Board of Directors															
Sl. No.	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	Munoo Bhandari	ARRPB0319B	00054831	Non-Executive - Nominee Director	Not Applicable		18-08-2011			1	2	0		
6	Mr	Rajesh R. Mandawewala	AACPM2601D	00007179	Non-Executive - Non Independent Director	Not Applicable		26-04-1995			4	3	0		
7	Mr	Raj Kumar Jain	ADWPJ7140B	00026544	Non-Executive - Independent Director	Not Applicable		01-04-2014		60	2	4	2		
8	Mr	Ram Gopal Sharma	AOQPS3114R	00026514	Non-Executive - Independent Director	Not Applicable		01-04-2014		60	3	9	4		



Annexure I															
Annexure I to be submitted by listed entity on quarterly basis															
I. Composition of Board of Directors															
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	7	2		
10	Mr	S. Krishnan	ABBPS3256L	06829167	Executive Director	Not Applicable		01-12-2017			1	0	0		
11	Mr	Utsav Bajaj	AFBPP8278H	02592194	Non-Executive - Nominee Director	Not Applicable		10-11-2012			1	0	0		
12	Mr	Vipul Mathur	AIGPM2125C	07990476	Executive Director	Not Applicable	CEO-MD	01-12-2017			1	0	0		



Audit Committee Details					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	00391263	K. H. Viswanathan	Non-Executive - Independent Director	Chairperson	
2	00026514	Ram Gopal Sharma	Non-Executive - Independent Director	Member	
3	00026544	Rajkumar Jain	Non-Executive - Independent Director	Member	
4	00054831	Mintoo Bhandari	Non-Executive - Nominee Director	Member	



Nomination and remuneration committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	00026544	Rajkumar Jain	Non-Executive - Independent Director	Chairperson	
2	00026514	Ram Gopal Sharma	Non-Executive - Independent Director	Member	
3	00391263	K. H. Viswanathan	Non-Executive - Independent Director	Member	
4	00054831	Mintoo Bhandari	Non-Executive - Nominee Director	Member	



Stakeholders Relationship Committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	00391263	K. H. Viswanathan	Non-Executive - Independent Director	Chairperson	
2	00054831	Mintoo Bhandari	Non-Executive - Nominee Director	Member	
3	00270175	Balkrishan Goenka	Non-Executive - Non Independent Director	Member	
4	00007179	Rajesh Mandawewala	Non-Executive - Non Independent Director	Member	



Risk Management Committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks



Corporate Social Responsibility Committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	00026514	Ram Gopal Sharma	Non-Executive - Independent Director	Chairperson	
2	00270175	Balkrishan Goenka	Non-Executive - Non Independent Director	Member	
3	00007179	Rajesh Mandawewala	Non-Executive - Non Independent Director	Member	



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



Annexure I			
Annexure I			
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)
1	23-01-2018		
2	08-02-2018		15
3		25-04-2018	75
4		02-05-2018	6
5		08-06-2018	36



Annexure I							
IV. Meeting of Committees							
Disclosure of notes on meeting of committees explanatory							
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
1	Audit Committee		Yes		22-01-2018		
2	Audit Committee		Yes		29-01-2018	7	
3	Audit Committee		Yes		08-02-2018	9	
4	Audit Committee		Yes		29-03-2018	48	
5	Audit Committee	25-04-2018	Yes			26	
6	Audit Committee	02-05-2018	Yes			6	



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
7	Audit Committee	08-06-2018	Yes			36	
8	Nomination and remuneration committee	25-04-2018	Yes				
9	Nomination and remuneration committee	08-06-2018	Yes			43	
10	Stakeholders Relationship Committee		Yes		29-01-2018		
11	Stakeholders Relationship Committee		Yes		08-02-2018	9	
12	Corporate Social Responsibility Committee		Yes		29-03-2018		



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)



7/13/2018

Corporate Governance.html

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 June 30, 2018, 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)	NA
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)



7/13/2018

Corporate Governance.html

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



Text Block	
Textual Information(1)	The report for the previous quarter ended March 31, 2018 was placed before Board of Directors at Meeting held on May 02, 2018.



7/13/2018

Corporate Governance.html

Signatory Details	
Name of signatory	MR. PRADEEP JOSHI
Designation of person	Company Secretary
Place	MUMBAI
Date	13-07-2018



