Obligation and Disclosure Requirements), Regulations, 2015. Corporate Governance Report as per Regulation 27(2) of Securities and Exchange Board of India (Listing

Name of the listed entity: Welspun India Limited

Quarter ending: March 31, 2017

Title Name of (Mr./ Director PAN & DIN Category Chairperson/Exc appointme Ms.) Director Chairperson/Exc appointme Director Ship in the Ship in this in the Ship in t	I. Com	I. Composition of Board of Directors	of Directors						
Chairperson/Exe appointme ship in the ship in high sin lips in high current term/kersat term/kersat including term/kersat including this ets) Balkrishan DIN: 00270175 Chairperson - I7.01. 1985 - 03 02 Goenka AEOPG4891D Director Managing Director Dipali Goenka DIN: 00007179 Managing Director Dipali Goenka DIN: 00007199 CEO & Joint PAN: AEOPG4886L Director Executive AEOPG4886L Director Director Dipali Goenka DIN: 00026514 Independent DIN: 00020916 Independent DI.04. 2014 Upto 03 0.3 0.4 0.5 0.0 0.0 0.0 0.0 0.0 0.0 0.0 0.0 0.0	Title	Name of	PAN & DIN	Category	Date of	Tenure	No. of	No. of	No. of post
Cuttive/Non-	(Mr./	Director		(Chairperson/Exe	appointme	*****	Director	members	O.
Executive/Indepe turrent ndent/Nominee) turrent ndent/Nominee) turrent turrent ndent/Nominee) ndent/Nomine	Ms.)			cutive/Non-	nt in the		Ship is	ili squ	Chairperso
Indent/Nomince Indent/Nomince Indent/Nomince Indent/Index Indent/Index Independent Independent Independent Index Index Independent I				Executive/Indepe	current		Listed	Audit/Sta	Josef Lovel Lovel Lovel
Balkrishan DIN: 00270175 Chairperson - 17.01. 1985 - 03 02				ndent/Nominee)	term/cessat		entities	Keholder	Audit/Stak
gthis c(s) listed including listed clip listed clip listed clip listed clip listed clip				-	ion		includin	Committe	eholder
Balkrishan DIN: 00270175 Chairperson - 17.01. 1985 - 03 02							gthis	e(s)	Committee
Balkrishan DIN: 00270175 Chairperson - 17.01. 1985 - 03 02							listed	including	angul Cario Cario Indi Indi Indi
Balkrishan DIN: 00270175 Chairperson - 17.01. 1985 - 03 02								this listed	isted
Balkrishan DIN: 00270175 Chairperson - 17.01.1985 - 03 02								entity*	entities
Balkrishan DIN: 00270175 Chairperson - 17.01. 1985 - 03 02									including
Balkrishan DIN: 00270175 Chairperson - 17.01. 1985 - 03 02									this listed
Balkrishan DIN: 00270175 Chairperson - 17.01. 1985 - 03 02 Goenka PAN: Non-executive - 04 04 04 Rajesh DIN: 00007179 Managing Director 26.10. 1989 - 04 04 Mandawewala PAN: -Executive 01.04. 2013 - 01 - Dipali Goenka DIN: 00007199 CEO & Joint Managing Director 01.04. 2013 - 01 - PAN: AEOPG4886L -Executive -Executive 01.04. 2013 - 01 - Ram Gopal DIN: 00026514 Independent 01.04. 2014 Upto 03 04# Ram Todarwal DIN: 00020916 Independent 01.04. 2014 Upto 03 04# Arun Todarwal DIN: 00020916 Independent 01.04. 2014 Upto 04 05#									entity*
Goenka PAN: Non-executive 4EOPG4891D Director 26.10.1989 - 04 04 Rajesh DIN: 00007179 Managing Director 26.10.1989 - 04 04 Mandawewala PAN: - Executive 01.04.2013 - 01 - Dipali Goenka DIN: 00007199 CEO & Joint Managing Director 01.04.2013 - 01 - PAN: AEOPG4886L - Executive Director 01.04.2013 - 01 - Ram Gopal DIN: 00026514 Independent 01.04.2014 Upto 03 04# Sharma AOQPS3114R Independent 01.04.2014 Upto 03 04# Arun Todarwal DIN: 00020916 Independent 01.04.2014 Upto 04 05#	Mr.	Balkrishan	DIN: 00270175	Chairperson -	17.01. 1985	1	03	02	ı
Rajesh AEOPG4891D Director 26.10.1989 - 04 04 Mandawewala PAN: - Executive 26.10.1989 - 04 04 Mandawewala PAN: - Executive 01.04.2013 - 01 - Dipali Goenka DIN: 00007199 CEO & Joint 01.04.2013 - 01 - PAN: AEOPG4886L - Executive 01.04.2013 - 01 - Ram Gopal DIN: 00026514 Independent 01.04.2014 Upto 03 04# Sharma AOQPS3114R Independent 01.04.2014 Upto 03 04# Arun Todarwal DIN: 00020916 Independent 01.04.2014 Upto 04 05#		Goenka	PAN:	Non-executive					
Rajesh DIN: 00007179 Managing Director 26.10. 1989 - 04 04 Mandawewala PAN: - Executive - Executive 01.04. 2013 - 04 04 Dipali Goenka DIN: 00007199 CEO & Joint Managing Director 01.04. 2013 - 01 - PAN: AEOPG4886L - Executive - Executive - Director - Director 01.04. 2014 Upto 03 04# Ram Gopal DIN: 00026514 Independent 01.04. 2014 Upto 03 04# Sharma AOQPS3114R Independent 01.04. 2014 Upto 03 04# Arun Todarwal DIN: 00020916 Independent 01.04. 2014 Upto 04 05#			AEOPG4891D	Director					
Mandawewala PAN: AACPM2601D - Executive - Executive Dipali Goenka DIN: 00007199 CEO & Joint Managing Director 01.04. 2013 - 01 - PAN: AEOPG4886L - Executive Director 01.04. 2014 Upto 03 04* Ram Gopal Sharma DIN: 00026514 Independent 01.04. 2014 Upto 03 04* Arun Todarwal DIN: 00020916 Independent 01.04. 2014 Upto 04 05*	Mr.	Rajesh	DIN: 00007179	Managing Director	26.10. 1989	1	92	04	ı
Dipali Goenka DiN: 00007199 Director 01.04. 2013 - 01 - PAN: PAN: AEOPG4886L - Executive - Executive - Executive 01.04. 2014 Upto 03 04* Ram Gopal Sharma PAN: PAN: AOQPS3114R Independent 01.04. 2014 Upto 03 04* Arun Todarwal PAN: PAN: PAN: PAN: PAN: PAN: PAN: PAN:		Mandawewala	PAN:	- Executive					
Dipali Goenka DIN: 00007199 CEO & Joint PAN: Managing Director AEOPG4886L - Executive Director DIN: 00026514 Independent PAN: AOQPS3114R Arun Todarwal DIN: 00020916 Independent DIO4. 2014 Upto 31.03.2019 O4 O5 O5 O5 O5 O5 O5 O5			AACPM2601D	Director					
PAN: Managing Director AEOPG4886L - Executive Ram Gopal DIN: 00026514 Independent 01.04. 2014 Upto 03 04# Sharma AOQPS3114R AOQPS3114R 01.04. 2014 Upto 03 04# Arun Todarwal DIN: 00020916 Independent 01.04. 2014 Upto 04 05# Apan: Din: 00020916 Independent 01.04. 2014 Upto 04 05#	Ms.	Dipali Goenka	DIN: 00007199	CEO & Joint	01.04. 2013	ı	01	ı	ı
AEOPG4886L - Executive Director Director Director Director O1.04. 2014 Upto O3 O4# Sharma AOQPS3114R Arun Todarwal DIN: 00020916 Independent O1.04. 2014 Upto O4 O5# O4 O5# O4 O5# O5# O4 O5#			PAN:	Managing Director					
Ram Gopal DIN: 00026514 Independent 01.04. 2014 Upto 03 04"			AEOPG4886L	- Executive			wygolajdillog y kalik		
Ram Gopal DIN: 00026514 Independent 01.04. 2014 Upto 03 04" Sharma PAN:				Director					
Sharma PAN: 31.03.2019	Mr.	Ram Gopal	DIN: 00026514	Independent	01.04. 2014	Upto	03	04"	04"
Arun Todarwal DIN: 00020916 Independent 01.04. 2014 Upto 04 05"		Sharma	PAN:			31.03.2019			
Arun Todarwal DIN: 00020916 Independent 01.04. 2014 Upto 04 05" PAN: 31.03.2019			AOQPS3114R						
	Mr.	Arun Todarwal	DIN: 00020916	Independent	01.04. 2014	Upto	04	05"	01"
			PAN:			31.03.2019			



		AAGPT5697L						**************************************
Mr.	Pradeep Poddar	Pradeep Poddar DIN: 00025199 PAN:	Independent	15.09.2016	Upto 14.09.2019	02	01	01
		AAEPP3550C						AVVA Property of the Control of the
Mr.	Arvind Kumar	DIN: 00709084	Independent	25.09.2014	Upto	02	-#	1
	Singhal	PAN:			31.03.2019			
		AAOPS3306H						estables
Ms.	Padma Betai	DIN: 00937921	DIN: 00937921 Nominee Director	22.08.2015	1	01	I	ı
		PAN:			·			
		AADPB2882J						

* Details regarding Directorship, Chairmanship / Membership in other Committees is as per last disclosure available with the

Company

Apart from above, the following Director(s) holds Membership and Chairmanship in Audit Committee of unlisted public limited company:

	The second secon	
1	1	Mr. Arvind Kumar Singhal
4	ហ	Mr. Arun Todarwal
2	(y	Mr. Ram Gopal Sharma
Chairmanship	Membership	Name of Director

% Includes Directorship in all listed companies regardless of whether as Independent / Non-Independent / Executive / Nonexecutive Nominee Director.



	De la companya del companya de la companya del companya de la comp	nt Committee	4. Risk Management Committee
1	December 23, 2016	Yes	March 23, 2017
ance Committee	msfer and Investor Griev	3. The Stakeholders' Relationship, Share Transfer and Investor Grievance Committee	The Stakeholder
		Yes	March 23, 2017
		2. Nomination & Remuneration Committee	2. Nomination & R
50 days		Yes	March 23, 2017
05 days		Yes	January 31, 2017
01 day	1	Yes	January 25, 2017
. 03 days	1	Yes	January 23, 2017
27 days	December 22, 2016	Yes	January 19, 2017
	***************************************	e Meeting	1. Audit Committee Meeting
in number of days	pi evions quai ci	(истану)	Terevant quarter
between any two	the committee in the	of Quorum met	the Committee in the
Maximum gap	Date(s) of meeting of	Whether requirement	Date(s) of meeting of
		ees	IV. Meeting of Committees

Whether details of RPT entered into pursuant to omnibus Yes approval have been reviewed by Audit Committee		Whether shareholder approval obtained for material RPT	Whether prior approval of audit committee obtained	Subject	V. Related Party Transactions
Yes	General Meeting held on September 25, 2014 for entering into transactions with Welspun Global Brands Limited and Welspun Captive Power Generation Limited, wholly owned subsidiaries of the Company.	Approval of the shareholders was obtained at the Annual	Yes	Compliance Status (Yes/No/NA)	



II. Com	II. Composition of Committee	, , , , , , , , , , , , , , , , , , ,	A A A A A A A A A A A A A A A A A A A
Sr. No	Name of Committee	Name of Committee	Category
		Members	(Chairperson/Executive/Non-
*****			Executive/Independent/Nominee)
-	Audit Committee	Mr. Ram Gopal Sharma	Chairman – Independent
		Mr. Arun Todarwal	Member - Independent
		Mr. Rajesh Mandawewala	Member – Executive Director
2.	Nomination & Remuneration	Mr. Ram Gopal Sharma	Chairman – Independent
	Committee	Mr. Arun Todarwal	Member - Independent
		Mr. Balkrishan Goenka	Member - Non-Executive Director
ņ	Risk Management	Not Applicable	Not Applicable
	Committee	11000	
4.	The Stakeholders'	Mr. Ram Gopal Sharma	Chairman - Independent
	Relationship, Share Transfer	Mr. Balkrishan Goenka	Member - Non-Executive Director
	and Investor Grievance	Mr. Rajesh Mandawewala	Member - Executive Director
	Committee		Line septiments

•	November 15, 2016	the previous quarter	Datc(s) of Meeting (if any) in	III. Meetings of Board of Directors	
March 23, 2017	January 31, 2017	the relevant quarter	Date(s) of Meeting (if any) in	rs	
50 days	76 days	consecutive (in number of days)	Maximum gap between any two	1.000-1	The state of the s



VI. Affirmations

- Regulations, 2015. The Composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements)
- The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- Audit Committee
- Nomination & Remuneration Committee
- Stakeholders Relationship Committee
- The Committee members have been made aware of their powers, role and responsibilities as specified in SEBI Risk Management Committee (applicable to the top 100 listed companies) - Not Applicable
- The meetings of the board of directors and the above committees have been conducted in the manner as specified in (Listing Obligations and Disclosure Requirements), Regulations, 2015.
- Çh SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This report will be placed before Board of Directors at the next Board Meeting

Any comments/ observations/ advice of Board of Directors may be mentioned here - Not applicable

For Welspun India Limited

Shashikant Thorat Date: April 07, 2017 Company Secretary

Place: Mumbai

Corporate Governance Report as per Regulation 27(2) of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements), Regulations, 2015 read with Circular Ref. No. CIR/CFD/CMD/5/2015 dated September 24, 2015.

Name of the listed entity: Welspun India Limited

Quarter ending: March 31, 2017

I. Disclosure on website in terms of Listing Regulations	
Item	Compliance Status (Yes/No/NA)
Details of business	Yes
Terms and conditions of appointment of independent directors	Yes
Composition of various committees of Board of Directors	Yes
Code of conduct of Board of Directors and senior managerial personnel	Yes
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes
Criteria of making payments to non-executive directors	Yes
Policy on dealing with related party transactions	Yes
Policy for determining 'material' subsidiaries	Yes
Details of familiarisation programmes imparted to Independent Directors	Yes
Contact information of the designated official of the listed entity who are responsible for assisting and handling investor grievances	Yes
Email address for grievance redressal and other relevant details	Yes
Financial results	Yes
Shareholding pattern	Yes
Details of agreement entered into with the media companies and/or their associates	NA
New name and the old name of the listed entity	NA

Particulars	Regulation Number	Compliance Status (Yes/No/NA)
Independent Director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	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)	Yes
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)	NA
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	23(2), (3)	Yes

related party transactions		
Approval for material related party transactions	23(4)	Yes
Composition of Board of Directors of unlisted material subsidiary	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 Director	25(3) & (4)	Yes
Familiarization of Independent Directors	25(7)	Yes
Membership 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
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to Obligations of Directors and Senior Management	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

For Welspun India Limited

Shashikant Thorat Company Secretary Date: April 07, 2017

Place: Mumbai