

To,
Bombay Stock Exchange Limited
Department of Corporate Services,
SP. J. Towers, Dalal Street,
Mumbai – 400 001
(Scrip Code-514162)

Kind Attention: Ms. Bhagyashri

Ref: Your e-mail dated October 04, 2018

Dear Madam,

This is with reference to your above mentioned e-mail dated October 04, 2018, please refer to our response as given below:

1. On listing module, verify pre network. Provide details of Transferor Company under company details – **Details have been added.**
2. In Annexure VI brief details – Mention PAN along with the name of promoter and mention PAN and DIN along with name of directors - **Attached**
3. Attach the audited / unaudited financials of the latest quarter (were it is due) accompanied mandatorily by the Limited Review Report of the auditor along with audited financials – **Attached**
4. If as per the company, approval from the shareholders through postal ballot and e-voting, as required under Para (I)(A)(9)(a) of Annexure I of SEBI Circular no.CIR/CFD/CMD/16/2015 dated November 30, 2015, is not applicable then as required under Para (I)(A)(9)(c) of said SEBI circular, submit the following: a) An undertaking certified by the auditor clearly stating the reasons for non applicability of Sub Para 9(a) b) Certified copy of Board of Director's resolution approving the aforesaid auditor certificate - **In terms of Para (I)(A)(9)(a) of Annexure I of the SEBI Circular no. CFD/DIL3/CIR/2017/21 dated March 10, 2017, the Company shall obtain shareholders' approval through e-voting and the same shall be acted upon only if the votes cast by the public shareholders in favor of the proposal are more than the number of votes cast by the public shareholders against it. Hence, undertaking by auditor duly certified by the Board as per Para (I)(A)(9)(c) of said SEBI circular is not applicable.**
5. Undertaking that the transferee entity will not issue/reissue shares not covered under the draft scheme – **The Company hereby undertakes that "In connection with the proposed Scheme, the Transferee Company will not issue / reissue any equity shares, not covered under the Scheme."**

 

6. Undertaking that as on date of application there are no outstanding Warrants/instruments/agreements which give right to any person to take the equity shares in the transferee entity at any future date - **The Company hereby undertake that “As on the date of application, there are no outstanding warrants / instruments / agreements in the Transferor Company which give right to any person to be the beneficiary of equity shares in the Transferee Company at any future date.”**
7. Provide Details of Directors along with DIN and PAN and Details of Promoters along with PAN of both the companies involved in the scheme on the letterhead of company and signed - **Attached**

Trust the above clarifies your queries. Kindly take note of the same on record.

Thanking you,

Yours Faithfully,

For Welspun India Limited


Shashikant Thorat
Company Secretary
FCS - 6505

