

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

Name of the listed entity: **Welspun India Limited**

Quarter ending: **June 30, 2022**

<b>I. Composition of Board of Directors</b>										
<b>Title (Mr./Ms.)</b>	<b>Name of Director</b>	<b>PAN &amp; DIN</b>	<b>Category (Chairperson/Executive/Non-Executive/Independent/Nominee)</b>	<b>Date of appointment in the current term/cessation</b>	<b>Tenure</b>	<b>No. of Directorship in Listed entities including this listed entity* %</b>	<b>No. of memberships in Audit/Stakeholder Committee(s) including this listed entity*</b>	<b>No. of post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity*</b>	<b>No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)</b>	<b>Whether special resolution is passed? (Refer Regulation 17(1A) of Listing Regulations). Date of Passing Special Resolution</b>
Mr.	Balkrishan Goenka	DIN: 00270175 PAN: AEOPG4891D	Chairperson - Non-executive Director	17.01. 1985	-	04	-	-	-	-
Mr.	Rajesh Mandawala	DIN: 00007179 PAN: AACPM2601D	Managing Director - Executive Director	26.10. 1989	-	04	01	-	-	-
Ms.	Dipali Goenka	DIN: 00007199 PAN: AEOPG4886L	CEO & Joint Managing Director - Executive Director	01.04. 2013	-	03	01	-	-	-
Ms.	Anisha Motwani	DIN: 06943493 PAN: AAAPM1617P	Non - Executive – Independent Director	22.10.2021	Upto 21.10 .2026	05	08	01	05	-

**Welspun India Limited**

Welspun House, 6th 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 / 2490 8021

E-mail : companysecretary\_wil@welspun.com Website : www.welspunindia.com

Registered Address: Welspun City, Village Versamedi, Taluka Anjar, District Kutch, Gujarat 370 110, India.

T : +91 2836 661 111 F : +91 2836 279 010

Works: Survey No. 76, Village Morai, Vapi, District Valsad, Gujarat 396 191, India.

T : +91 260 2437437 F : +91 260 22437088

Corporate Identity Number: L17110GJ1985PLC033271

Mr.	Arun Todarwal	DIN: 00020916 PAN: AAGPT5697L	Non - Executive – Independent Director	01.04.2019	Upto 31.03 .2024	02	04	03	02	-
Mr.	Pradeep Poddar	DIN: 00025199 PAN: AAEPP3550C	Non - Executive – Independent Director	15.09.2019	Upto 14.09 .2022	03	08	03	03	-
Mr.	Arvind Kumar Singhal	DIN: 00709084 PAN: AAOPS3306H	Non - Executive – Independent Director	01.04. 2019	Upto 31.03 .2024	04	04	01	04	-

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

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

Whether Regular Chairperson appointed – Yes  
Whether Chairperson is related to managing director of CEO – Yes

<b>II. Composition of Committee</b>					
<b>Sr. No</b>	<b>Name of Committee</b>	<b>Whether Regular Chairperson appointed</b>	<b>Name of Committee Members</b>	<b>Date of Appointment</b>	<b>Category (Chairperson/Executive/Non-Executive/Independent/Nominee)</b>
1.	Audit Committee	Yes	Mr. Arun Todarwal Mr. Pradeep Poddar Ms. Anisha Motwani	01-04-2014 07-08-2017 14-05-2021	Chairman – Non-Executive - Independent Director Member - Non-Executive - Independent Director Member - Non-Executive - Independent Director
2.	Nomination & Remuneration Committee	Yes	Mr. Arun Todarwal Mr. Pradeep Poddar Ms. Anisha Motwani	01-04-2014 07-08-2017 14-05-2021	Chairman – Non-Executive - Independent Director Member – Non-Executive - Independent Director Member – Non-Executive - Independent Director
3.	Risk Management Committee	Yes	Mr. Arun Todarwal Mr. Pradeep Poddar Mr. Rajesh Mandawewala Mr. Sanjay Gupta Mr. Shreeram Phanse	01-04-2019 01-04-2019 01-04-2019 01-04-2019 28-07-2021 01-04-2019	Chairman – Non-Executive - Independent Director Member – Non-Executive - Independent Director Member – Executive Director Member – Chief Financial Officer Member – Head of Internal Audit
4.	The Stakeholders' Relationship, Share	Yes	Mr. Arun Todarwal	03-02-2022	Chairman – Non-Executive – Independent Director

### Welspun India Limited

Welspun House, 6th 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 / 2490 8021

E-mail : companysecretary\_wil@welspun.com Website : www.welspunindia.com

Registered Address: Welspun City, Village Versamedi, Taluka Anjar, District Kutch, Gujarat 370 110, India.

T : +91 2836 661 111 F : +91 2836 279 010

Works: Survey No. 76, Village Morai, Vapi, District Valsad, Gujarat 396 191, India.

T : +91 260 2437437 F : +91 260 22437088

Corporate Identity Number: L17110GJ1985PLC033271

	Transfer and Investor Grievance Committee		Mr. Pradeep Poddar Mr. Arvind Kumar Singhal	30-07-2019 03-02-2022	Member - Non-Executive - Independent Director Member - Non-Executive – Independent Director
5.	ESG & CSR Committee	Yes	Mr. Arun Tadarwal Ms. Anisha Motwani Ms. Dipali Goenka	27-07-2018 03-03-2021 20-05-2014	Chairman – Non-Executive - Independent Director Member – Non-Executive - Independent Director Member – Executive Director, CEO & Joint Managing Director

<b>III. Meetings of Board of Directors</b>					
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met (Yes/No)	Number of Directors present (including independent director)	No. of Independent Directors attending the meeting
February 23, 2022	May 10, 2022	75 days	Yes	6	3
-	June 27, 2022	47 Days	Yes	7	4

<b>IV. Meeting of Committees</b>					
Date(s) of meeting of the Committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Date(s) of meeting of the committee in the previous quarter	Number of Directors present (including independent director)	No. of Independent Directors attending the meeting	Maximum gap between any two consecutive meetings in number of days
<b>1. Audit Committee Meeting</b>					
May 09, 2022	Yes	March 29, 2022	3	3	40 days
May 10, 2022	Yes	-	2	2	0 day
June 27, 2022	Yes		3	3	47 days
<b>2. Nomination &amp; Remuneration Committee</b>					
May 03, 2022	Yes	December 06, 2021	3	3	147 days
June 27, 2022	Yes	-	3	3	54 days
<b>3. The Stakeholders' Relationship, Share Transfer and Investor Grievance Committee</b>					
	Yes	February 03, 2022			
<b>4. Risk Management Committee</b>					

#### Welspun India Limited

Welspun House, 6th 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 / 2490 8021

E-mail : companysecretary\_wil@welspun.com Website : www.welspunindia.com

Registered Address: Welspun City, Village Versamedi, Taluka Anjar, District Kutch, Gujarat 370 110, India.

T : +91 2836 661 111 F : +91 2836 279 010

Works: Survey No. 76, Village Morai, Vapi, District Valsad, Gujarat 396 191, India.

T : +91 260 2437437 F : +91 260 22437088

Corporate Identity Number: L17110GJ1985PLC033271

April 18, 2022	Yes	January 03, 2022	2	2	104 days
----------------	-----	------------------	---	---	----------

<b>V. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance Status (Yes/No/NA)</b>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Approval of the shareholders was obtained at the Annual 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.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

## VI. Affirmations

1. The Composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
  - a. Audit Committee
  - b. Nomination & Remuneration Committee
  - c. Stakeholders Relationship Committee
  - d. Risk Management Committee
3. The Committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.
4. 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.
5. 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**  
**Company Secretary**  
**FCS: 6505**

**Date: July 21, 2022**  
**Place: Mumbai**

### Welspun India Limited

Welspun House, 6th 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 / 2490 8021  
E-mail : companysecretary\_wil@welspun.com Website : www.welspunindia.com

Registered Address: Welspun City, Village Versamedi, Taluka Anjar, District Kutch, Gujarat 370 110, India.  
T : +91 2836 661 111 F : +91 2836 279 010

Works: Survey No. 76, Village Morai, Vapi, District Valsad, Gujarat 396 191, India.  
T : +91 260 2437437 F : +91 260 22437088

Corporate Identity Number: L17110GJ1985PLC033271