

**Form No. MGT - 9**  
**EXTRACT OF ANNUAL RETURN**  
**As on the financial year ended on March 31, 2019**

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies  
(Management and Administration) Rules, 2014]

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**I. REGISTRATION AND OTHER DETAILS**

- i. CIN :- U71210GJ2004PLC045144
- ii. Registration Date : December 14, 2004
- iii. Name of the Company : Welspun Global Brands Limited
- iv. Category / Sub Category of the Company: Public Limited Company
- v. Address of the Registered office and contact details: Survey No. 675,  
Anjar, Welspun City, Gujarat - 370110.  
  
Contact: Director, Tele.: 022-66136000; email id:  
companysecretary\_wgbl@welspun.com.
- vi. Whether listed company: No.
- vii. Name, address and contact details of Registrar and Transfer Agent, if any:  
Purva Shareregistry (India) Private Limited  
Unit no. 9, Shiv Shakti Ind. Estt.  
J. R. Boricha marg,  
Opp. Kasturba Hospital Lane,  
Lower Parel (E),  
Mumbai - 400 011  
Ph. No.: 022-23016761/8261

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

All the business activities contributing 10% or more of the total turnover of the company shall be stated:-

Sr. No.	Name and description of main products / services	NIC code of the product / service	% to total turnover of the company.
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1	Trading of Terry Towel, Bed Linen Products, Rugs	46411	___%
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### III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

Sr. No.	Name and Address of the Company	CIN / GLN	Holding/ Subsidiary / Associate	% Of Shares Held	Applicable Section
1	Christy Lifestyle LLC (USA) 3901, Gantz Road, Grove City, OH 43123	-	Subsidiary	95.91%	2(87)
2	CHT Holdings Limited UK Park Square, Bird Hall Lane, Stockport, Cheadle, Cheshire SK3 0XF	-	Subsidiary	95.91%	2(87)
3	Christy Home Textiles Limited Park Square, Bird Hall Lane, Stockport, Cheadle, Cheshire, SK3 0XF	-	Subsidiary	95.91%	2(87)
4	Christy Welspun Gmbh Obere Breite 14, 72336 Balingen	-	Subsidiary	95.91%	2(87)
5	Christy UK Limited Park Square, Bird Hall Lane, Stockport, Cheadle, Cheshire SK3 0XF	-	Subsidiary	95.91%	2(87)
6	Christy 2004 Limited Park Square, Bird Hall Lane, Stockport, Cheadle, Cheshire, SK3 0XF	-	Subsidiary	95.91%	2(87)
7	ER Kingsley (Textiles) Limited Park Square, Bird Hall Lane, Stockport, Cheadle, Cheshire SK3 0XF	-	Subsidiary	95.91%	2(87)
8	Prasert Multiventure Private Limited Welspun House, 7 <sup>th</sup> Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai -	U51901MH2017PTC291358	Holding (with effect from March 31, 2017)	0.00% (% holding in Welspun)	2(46)

	400013			India Limited - 67.59%)	
9	Welspun India Limited Welspun City, Village Versamedi, District Kutch, Taluka Anjar, Gujarat - 370110	L17110GJ1985PLC033271	Holding	98.03%	2(46)
10	Welspun Mauritius Enterprises Limited Les Cascades Building, Edith Cavell Street, Port Louis, Mauritius	-	Subsidiary	100.00%	2(87)
11	Welspun Holdings Private Limited, Cyprus 10, Diomidous Avenue, Building Alphamega - Acropolis, 3 <sup>rd</sup> Floor, Office 401, 2024 Nicosia, Cyprus	-	Subsidiary	95.91%	2(87)
12	Welspun UK Limited Park Square, Bird Hall Lane, Stockport, Cheadle, Cheshire SK3 0XF	-	Subsidiary	95.91%	2(87)
13	Welspun USA Inc. Suite No. 1118, 11 <sup>th</sup> Floor, Textile Building, 5 <sup>th</sup> Avenue, New York, NY - 10016, USA	-	Subsidiary	66.90%	2(87)
14	Welspun Home Textiles UK Limited Park Square, Bird Hall Lane, Stockport, Cheadle, Cheshire SK3 0XF	-	Subsidiary	95.91%	2(87)

**IV. SHARE HOLDING PATTERN (equity share capital break-up as percentage of Total Equity)**







C. shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand total (A+B+C)	23,529,408	4	23,529,412	100.00%	23,529,408	4	23,529,412	100.00%	0.00%

## ii. Shareholding of Promoters

Sr. No	Shareholder's name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of shares	% of total shares of the company	% of shares pledged / encumbered to total shares	No. of shares	% of total shares of the company	% of shares pledged / encumbered to total shares	
1	Welspun India Limited	23,065,497	98.03	0	23,065,497	98.03	0	0.00
2	Ms. Dipali Goenka	1	0.00	0	1	0.00	0	0.00
3	Mr. Devendra Patil (Nominee of Welspun India Limited)	1	0.00	0	1	0.00	0	0.00
4	Mr. Shashikant Thorat (Nominee of Welspun India Limited)	1	0.00	0	1	0.00	0	0.00
5	Ms. Nidhi Thakkar (Nominee of Welspun India Limited)	1	0.00	0	1	0.00	0	0.00
6	Mr. Varun Batra (Nominee of Welspun India Limited)	1	0.00	0	1	0.00	0	0.00
7	Balkrishan Goenka	1	0.00	0	1	0.00	0	0.00

iii. Change in Promoters' shareholding (NOT APPLICABLE)

iv. Shareholding pattern of top ten shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. no.	Shareholder's Name		Shareholding at the beginning of the year		Cumulative shareholding during the year.	
			No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
		<b>For each of the top 10 shareholders</b>				
1.	Bennett, Coleman and Company Limited	At the beginning of the year	463,909	1.97	463,909	1.97
		At the end of the year)	463,909	1.97	463,909	1.97

v. Shareholding of Directors and Key Managerial Personnel:

Sr. no.			Shareholding at the beginning of the year		Cumulative shareholding during the year.	
			No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
		<b>For each of the Directors and KMPs</b>				
<b>Shareholding of Directors and KMP</b>						
1.	Mr. Balkrishan Goenka - Chairman	At the beginning of the year	1	0.00	1	0.00
		At the end of the year	1	0.00	1	0.00
2.	Ms. Dipali Goenka - Managing Director	At the beginning of the year	1	0.00	1	0.00
		At the end of the year	1	0.00	1	0.00
3.	Ms. Nidhi Tanna -	At the beginning of the year	1	0.00	1	0.00



Company Secretary (Nominee of Welspun India Limited)	At the end of the year	1	0.00	1	0.00
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Mr. Rajesh Mandawewala, Mr. K H Viswanathan, Mr. Arun Todarwal, Mr. Atul Desai, Ms. Revathy Ashok and Mr. Mukesh Khandelwal - Chief Financial Officer (upto April 06, 2019), Mr. Sandeep Kumar, Chief Financial Officer (w.e.f. May 24, 2019), did not hold any share of the Company, any time during the year.

## V. INDEBTEDNESS

### Indebtedness of the Company including interest outstanding/ accrued but not due for payment.

Rs. million

	Secured loans excluding deposits	Unsecured loans	Deposits	Total indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i. Principal Amount	1,151.26	845.59	-	2,356.85
ii. Interest due but not paid	-	-	-	-
iii. Interest accrued but not due	-	-	-	-
<b>Total (I + ii + iii)</b>	1,151.26	845.59	-	2,356.85
<b>Change in indebtedness during the financial year.</b>				
• Addition/ (Reduction) Net	(651.74)	73.44	-	(578.30)
<b>Net change</b>	(651.74)	73.44	-	(578.30)
<b>Indebtedness at the end of the financial year</b>				
i. Principal Amount	859.52	919.03	-	1,778.55
ii. Interest due but not paid	-	-	-	-
iii. Interest accrued but not due	-	-	-	-

<b>Total (i+ii+iii)</b>	859.52	919.03	-	1,778.55
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## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL.

### A. Remuneration to Managing Director, whole-time directors and/or Manager (Rs. In million)

Sr. No	Particulars of Remuneration	Name of MD/WTD/Manager		Total Amount (Rs.in million)
		Ms. Dipali Goenka		
1	Gross Salary a) Salary as per provisions contained in section 17(1) of the Income Tax Act 1961. b) Value of perquisites u/s. 17(2) Income Tax Act, 1961 c) Profits in lieu of salary under section 17(3) Income Tax Act, 1961	19,500,000		19,500,000
2	Stock Option	-		-
3.	Sweat equity	-		-
4	Commission - As % of profit - Others, specify.....	8,894,673.58		8,894,673.58
5	Others, please specify	-		-
	Total (A)	<b>28,394,674</b>		<b>28,394,674</b>
	Ceiling as per the Act.	28,394,674		28,394,674

\* Apart from above, Ms. Dipali Goenka, Managing Director, receives Rs. 25.50 million as remuneration(including variable pay) and commission of 1% of profits also from Welspun India Limited, holding Company of your Company.

### B. Remuneration to other directors

Sr. No.	Particulars of Remuneration	Name of Directors				Total amount (Rs.)
		K H Viswanathan	Arun Todarwal	Atul Desai	Ms. Revthy Ashok	
	1. Independent Directors • Fee for attending board committee meetings	646,000	562,000	558,000	210,000	19,76,000

	<ul style="list-style-type: none"> <li>• Commission</li> <li>• Others, please specify</li> </ul>					
	Total (1)	646,000	562,000	558,000	210,000	19,76,000
	2. Other Non-Executive Directors	Balkrishan Goenka				
	<ul style="list-style-type: none"> <li>• Fee for attending board committee meetings</li> <li>• Commission</li> <li>• Others, please specify (Advisory Fees)</li> </ul>	-	-	-	-	-
	Total (2)	-	-	-	-	-
	Total (B) = (1 + 2)					19,76,000
	Total Managerial Remuneration (A+B)					30,370,674
	Overall Ceiling as per the Act. (11%)					62,468,282

Note: The above mentioned sitting fees paid to the non-executive Directors was within the limits prescribed under the Companies Act, 2013 for payment of sitting fees.

### C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

(Rs. in million)

Sr. No.	Particulars of Remuneration	Key Managerial Personnel		
		Chief Financial Officer (Mukesh Khandelwal resigned w.e.f April 06, 2019)	Company Secretary (Ms. Nidhi Tanna)	Total
1	Gross Salary	9.99	1.15	11.14
	a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	-	-	-
	b) Value of perquisites u/s. 17(2) Income Tax Act, 1961	-	-	-
	c) Profits in lieu of salary under section 17(3) Income Tax Act, 1961	-	-	-
2	Stock Option	-	-	-

3	Sweat Equity	-	-	-
4	Commission - As % of profit - Others, specify	-	-	-
5	Others, please specify	-	-	-
	Total	9.99	1.15	11.14

VII. **PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES UNDER COMPANIES ACT, 2013: NIL**

**For and on behalf of the Board of Directors**

**Sd/-  
Balkrishan Goenka  
Chairman  
DIN 00270175**

**Mumbai  
May 24, 2019**