

WIL/SEC/2021

September 01, 2021

<b>Bombay Stock Exchange Limited</b> Department of Corporate Services, SP. J. Towers, Dalal Street, Mumbai – 400 001 (Scrip Code-514162)	<b>National Stock Exchange of India Limited</b> Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051 (Symbol : WELSPUNIND)
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Dear Sirs/ Madam,

**Sub: Voting Results of the 36<sup>th</sup> Annual General Meeting pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 alongwith the Scrutinizer's Report.**

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Regulations) read with SEBI Circular No. CIR/CFD/CMD/8/2015 dated November 04, 2015 and other relevant provisions, if any, of the Regulations, we are enclosing herewith the details of the E-Voting Results declared on September 01, 2021 alongwith the Scrutinizer's Report dated September 01, 2021 on e-voting at the Annual General Meeting, held on August 31, 2021, in respect of the resolutions stated in the Notice dated July 28, 2021.

Please note that for the purpose of disclosure, invalid votes have not been considered.

This is for your reference and record. Kindly acknowledge the receipt of the same.

**For Welspun India Limited**



**Shashikant Thorat**  
**Company Secretary**  
**ICSI Membership No. : FCS-6505**

**Welspun India Limited**

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

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Corporate Identity Number: L17110GJ1985PLC033271

### Voting Results

<b>Date of AGM/EGM</b> (the resolution was passed through e-voting)	August 31, 2021
<b>Total number of shareholders on record date (Cut-off date) on 24.08.2021</b>	128,156
<b>No. of Shareholders present in the meeting either in person or through proxy</b> Promoters and Promoter Group: 0 Public : 0	N.A.
<b>No. of Shareholders attended the meeting through Video Conferencing</b> Promoters and Promoter Group: 7 Public : 60	67

### Agenda-Wise disclosure

**Resolution 1: To consider and adopt the audited financial statements, on standalone and consolidated basis, for the financial year ended March 31, 2021 and the reports of the Board of Directors and the Auditors thereon.**

Resolution Required (Ordinary/Special)					Ordinary			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Category	No. of shares held	Mode of Voting	No. of votes polled	% of votes Polled on outstanding shares	No. of Votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
	(1)		(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
<b>Promoter &amp; Promoter Group</b>	695,163,462	<b>E-Voting</b>	695,162,432	<b>99.99</b>	695,162,432	-	100.00	-
		<b>Insta Poll</b>	-	-	-	-	-	-
		<b>Postal Ballot</b>	-	-	-	-	-	-
		<b>Total</b>	<b>695,162,432</b>	<b>100.00</b>	<b>695,162,432</b>	-	<b>100.00</b>	-
<b>Public Institutions</b>	134,581,386	<b>E-Voting</b>	101,195,350	<b>75.19</b>	101,195,350	-	100.00	-
		<b>Insta Poll</b>	-	-	-	-	-	-
		<b>Postal Ballot</b>	-	-	-	-	-	-
		<b>Total</b>	<b>101,195,350</b>	<b>74.66</b>	<b>95,239,096</b>	-	<b>100.00</b>	-
<b>Public Non Institutions</b>	158,313,636	<b>E-Voting</b>	1,523,933	0.96	1,523,727	206	99.98	0.01
		<b>Insta Poll</b>	2,420	0.00	2420	-	100.00	-
		<b>Postal Ballot</b>	-	-	-	-	-	-
		<b>Total</b>	<b>1,526,353</b>	<b>0.96</b>	<b>1,526,147</b>	<b>206</b>	<b>99.98</b>	<b>0.01</b>
<b>Total</b>	<b>988,058,484</b>		<b>797,884,135</b>	<b>80.75</b>	<b>797,883,929</b>	<b>206</b>	<b>100.00</b>	<b>0.00</b>




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**Resolution 2: To declare dividend of Re. 0.15 per share on Equity Shares for the financial year 2020-21.**

Resolution Required (Ordinary/Special)					Ordinary			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Category	No. of shares held	Mode of Voting	No. of votes polled	% of votes Polled on outstanding shares	No. of Votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
	(1)		(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
<b>Promoter &amp; Promoter Group</b>	695,163,462	<b>E-Voting</b>	695,162,432	<b>99.99</b>	695,162,432	-	100.00	-
		<b>Insta Poll</b>	-	-	-	-	-	-
		<b>Postal Ballot</b>	-	-	-	-	-	-
		<b>Total</b>	<b>695,162,432</b>	<b>100.00</b>	<b>695,162,432</b>	-	<b>100.00</b>	-
<b>Public Institutions</b>	134,581,386	<b>E-Voting</b>	102,566,435	<b>76.21</b>	102,566,435	-	100.00	-
		<b>Insta Poll</b>	-	-	-	-	-	-
		<b>Postal Ballot</b>	-	-	-	-	-	-
		<b>Total</b>	<b>102,566,435</b>	<b>76.21</b>	<b>102,566,435</b>	-	<b>100.00</b>	-
<b>Public Non Institutions</b>	158,313,636	<b>E-Voting</b>	1,523,933	0.96	1,523,376	557	99.96	0.04
		<b>Insta Poll</b>	2,420	0.00	2420	-	100.00	-
		<b>Postal Ballot</b>	-	-	-	-	-	-
		<b>Total</b>	<b>1,526,353</b>	<b>0.96</b>	<b>1,525,796</b>	<b>557</b>	<b>99.96</b>	<b>0.04</b>
<b>Total</b>	<b>988,058,484</b>		<b>799,255,220</b>	<b>80.89</b>	<b>799,254,663</b>	<b>557</b>	<b>99.99</b>	<b>0.01</b>



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**Resolution 3: To appoint a Director in place of Ms. Dipali Goenka (DIN 00007199), who retires by rotation, and being eligible, offers herself for re-appointment.**

Resolution Required (Ordinary/Special)					Ordinary			
Whether promoter/promoter group are interested in the agenda/resolution?					Yes			
Category	No. of shares held	Mode of Voting	No. of votes polled	% of votes Polled on outstanding shares	No. of Votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
	(1)		(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
<b>Promoter &amp; Promoter Group</b>	695,163,462	<b>E-Voting</b>	695,162,432	<b>99.99</b>	695,162,432	-	100.00	-
		<b>Insta Poll</b>	-	-	-	-	-	-
		<b>Postal Ballot</b>	-	-	-	-	-	-
		<b>Total</b>	<b>695,162,432</b>	<b>100.00</b>	<b>695,162,432</b>	-	<b>100.00</b>	-
<b>Public Institutions</b>	134,581,386	<b>E-Voting</b>	102,566,435	<b>76.21</b>	99,180,646	3,385,789	96.69	3.30
		<b>Insta Poll</b>	-	-	-	-	-	-
		<b>Postal Ballot</b>	-	-	-	-	-	-
		<b>Total</b>	<b>102,566,435</b>	<b>76.21</b>	<b>99,180,646</b>	<b>3,385,789</b>	<b>96.69</b>	<b>3.30</b>
<b>Public Non Institutions</b>	158,313,636	<b>E-Voting</b>	1,523,933	0.96	1,523,054	879	99.94	0.06
		<b>Insta Poll</b>	2,420	0.00	2420	-	100.00	-
		<b>Postal Ballot</b>	-	-	-	-	-	-
		<b>Total</b>	<b>1,526,353</b>	<b>0.96</b>	<b>1,525,474</b>	<b>879</b>	<b>99.94</b>	<b>0.06</b>
<b>Total</b>	<b>988,058,484</b>		<b>799,255,220</b>	<b>80.89</b>	<b>795,868,552</b>	<b>3,386,668</b>	<b>99.58</b>	<b>0.42</b>




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**Resolution 4: Appointment of M/s. Kiran J. Mehta and Co., Cost Accountants as the Cost Auditors of the Company for the financial year ending March 31, 2022.**

Resolution Required (Ordinary/Special)					Special			
Whether promoter/promoter group are interested in the agenda/resolution?					Yes			
Category	No. of shares held	Mode of Voting	No. of votes polled	% of votes Polled on outstanding shares	No. of Votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
	(1)		(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
<b>Promoter &amp; Promoter Group</b>	695,163,462	<b>E-Voting</b>	695,162,432	<b>99.99</b>	695,162,432	-	100.00	-
		<b>Insta Poll</b>	-	-	-	-	-	-
		<b>Postal Ballot</b>	-	-	-	-	-	-
		<b>Total</b>	<b>695,162,432</b>	<b>100.00</b>	<b>695,162,432</b>	-	<b>100.00</b>	-
<b>Public Institutions</b>	134,581,386	<b>E-Voting</b>	102,566,435	<b>76.21</b>	102,566,435	-	100.00	-
		<b>Insta Poll</b>	-	-	-	-	-	-
		<b>Postal Ballot</b>	-	-	-	-	-	-
		<b>Total</b>	<b>102,566,435</b>	<b>76.21</b>	<b>102,566,435</b>	-	<b>100.00</b>	-
<b>Public Non Institutions</b>	158,313,636	<b>E-Voting</b>	1,523,933	0.96	1,523,572	361	99.98	0.02
		<b>Insta Poll</b>	2,420	0.00	2420	-	100.00	-
		<b>Postal Ballot</b>	-	-	-	-	-	-
		<b>Total</b>	<b>1,526,353</b>	<b>0.96</b>	<b>1,525,992</b>	<b>361</b>	<b>99.98</b>	<b>0.02</b>
<b>Total</b>	<b>988,058,484</b>		<b>799,255,220</b>	<b>80.89</b>	<b>799,254,859</b>	<b>361</b>	<b>100.00</b>	<b>0.00</b>




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**Resolution 5: Alteration of the Articles of Association of the Company.**

Resolution Required (Ordinary/Special)					Special			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Category	No. of shares held	Mode of Voting	No. of votes polled	% of votes Polled on outstanding shares	No. of Votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
	(1)		(2)	(3) = $[(2)/(1)] * 100$	(4)	(5)	(6) = $[(4)/(2)] * 100$	(7) = $[(5)/(2)] * 100$
<b>Promoter &amp; Promoter Group</b>	695,163,462	<b>E-Voting</b>	695,162,432	<b>99.99</b>	695,162,432	-	100.00	-
		<b>Insta Poll</b>	-	-	-	-	-	-
		<b>Postal Ballot</b>	-	-	-	-	-	-
		<b>Total</b>	<b>695,162,432</b>	<b>100.00</b>	<b>695,162,432</b>	-	<b>100.00</b>	-
<b>Public Institutions</b>	134,581,386	<b>E-Voting</b>	102,566,435	<b>76.21</b>	102,566,435	-	100.00	-
		<b>Insta Poll</b>	-	-	-	-	-	-
		<b>Postal Ballot</b>	-	-	-	-	-	-
		<b>Total</b>	<b>102,566,435</b>	<b>76.21</b>	<b>102,566,435</b>	-	<b>100.00</b>	-
<b>Public Non Institutions</b>	158,313,636	<b>E-Voting</b>	1,523,572	0.96	1,508,559	15,013	99.01	0.99
		<b>Insta Poll</b>	2,420	0.00	2420	-	100.00	-
		<b>Postal Ballot</b>	-	-	-	-	-	-
		<b>Total</b>	<b>1,525,992</b>	<b>0.96</b>	<b>1,510,979</b>	<b>15,013</b>	<b>99.01</b>	<b>0.99</b>
<b>Total</b>	<b>988,058,484</b>		<b>799,254,859</b>	<b>80.89</b>	<b>799,239,846</b>	<b>15,013</b>	<b>99.99</b>	<b>0.00</b>



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**Resolution 6: Payment of commission of 1% of consolidated net profits of the Company for a period of 5 years commencing from April 1, 2021 to Mr. Balkrishan Goenka, Chairman and Non-Executive Director of the Company.**

Resolution Required (Ordinary/Special)					Special			
Whether promoter/promoter group are interested in the agenda/resolution?					Yes			
Category	No. of shares held	Mode of Voting	No. of votes polled	% of votes Polled on outstanding shares	No. of Votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
	(1)		(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
<b>Promoter &amp; Promoter Group</b>	695,163,462	<b>E-Voting</b>	695,162,432	<b>99.99</b>	695,162,432	-	100.00	-
		<b>Insta Poll</b>	-	-	-	-	-	-
		<b>Postal Ballot</b>	-	-	-	-	-	-
		<b>Total</b>	<b>695,162,432</b>	<b>100.00</b>	<b>695,162,432</b>	-	<b>100.00</b>	-
<b>Public Institutions</b>	134,581,386	<b>E-Voting</b>	102,566,435	<b>76.21</b>	40,960,109	61,606,326	39.94	60.06
		<b>Insta Poll</b>	-	-	-	-	-	-
		<b>Postal Ballot</b>	-	-	-	-	-	-
		<b>Total</b>	<b>102,566,435</b>	<b>76.21</b>	<b>40,960,109</b>	<b>61,606,326</b>	<b>39.94</b>	<b>60.06</b>
<b>Public Non Institutions</b>	158,313,636	<b>E-Voting</b>	1,523,697	0.96	1,503,187	20,510	98.65	1.34
		<b>Insta Poll</b>	2,420	0.00	2420	-	100.00	-
		<b>Postal Ballot</b>	-	-	-	-	-	-
		<b>Total</b>	<b>1,526,117</b>	<b>0.96</b>	<b>1,505,607</b>	<b>20,510</b>	<b>98.66</b>	<b>1.34</b>
<b>Total</b>	<b>988,058,484</b>		<b>799,254,984</b>	<b>80.89</b>	<b>737,628,148</b>	<b>61,626,836</b>	<b>92.29</b>	<b>7.71</b>




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**Resolution 7: Payment of commission of 1% of consolidated net profits of the Company for the financial years 2020-21 and 2021-22 to Mr. Rajesh Mandawewala, Managing Director**

Resolution Required (Ordinary/Special)					Special			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Category	No. of shares held	Mode of Voting	No. of votes polled	% of votes Polled on outstanding shares	No. of Votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
	(1)		(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
<b>Promoter &amp; Promoter Group</b>	695,163,462	<b>E-Voting</b>	695,162,432	<b>99.99</b>	695,162,432	-	100.00	-
		<b>Insta Poll</b>	-	-	-	-	-	-
		<b>Postal Ballot</b>	-	-	-	-	-	-
		<b>Total</b>	<b>695,162,432</b>	<b>100.00</b>	<b>695,162,432</b>	-	<b>100.00</b>	-
<b>Public Institutions</b>	134,581,386	<b>E-Voting</b>	102,566,435	<b>76.21</b>	52,531,900	50,034,535	51.22	48.78
		<b>Insta Poll</b>	-	-	-	-	-	-
		<b>Postal Ballot</b>	-	-	-	-	-	-
		<b>Total</b>	<b>102,566,435</b>	<b>76.21</b>	<b>52,531,900</b>	<b>50,034,535</b>	<b>51.22</b>	<b>48.78</b>
<b>Public Non Institutions</b>	158,313,636	<b>E-Voting</b>	1,523,733	0.96	242,953	1,280,780	15.94	84.05
		<b>Insta Poll</b>	2,420	0.00	2420	-	100.00	-
		<b>Postal Ballot</b>	-	-	-	-	-	-
		<b>Total</b>	<b>1,526,153</b>	<b>0.96</b>	<b>245,373</b>	<b>1,280,780</b>	<b>16.08</b>	<b>83.92</b>
<b>Total</b>	<b>988,058,484</b>		<b>799,254,984</b>	<b>80.89</b>	<b>747,939,705</b>	<b>51,315,315</b>	<b>93.58</b>	<b>6.42</b>



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**Resolution 8: Re-appointment of Ms. Dipali Goenka as the Joint Managing Director of the Company for a period of five years with effect from April 1, 2021**

Resolution Required (Ordinary/Special)					Special			
Whether promoter/promoter group are interested in the agenda/resolution?					Yes			
Category	No. of shares held	Mode of Voting	No. of votes polled	% of votes Polled on outstanding shares	No. of Votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
	(1)		(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
<b>Promoter &amp; Promoter Group</b>	695,163,462	<b>E-Voting</b>	695,162,432	<b>99.99</b>	695,162,432	-	100.00	-
		<b>Insta Poll</b>	-	-	-	-	-	-
		<b>Postal Ballot</b>	-	-	-	-	-	-
		<b>Total</b>	<b>695,162,432</b>	<b>100.00</b>	<b>695,162,432</b>	-	<b>100.00</b>	-
<b>Public Institutions</b>	134,581,386	<b>E-Voting</b>	102,566,435	<b>76.21</b>	57,219,453	45,346,982	55.79	44.21
		<b>Insta Poll</b>	-	-	-	-	-	-
		<b>Postal Ballot</b>	-	-	-	-	-	-
		<b>Total</b>	<b>102,566,435</b>	<b>76.21</b>	<b>57,219,453</b>	<b>45,346,982</b>	<b>55.79</b>	<b>44.21</b>
<b>Public Non Institutions</b>	158,313,636	<b>E-Voting</b>	1,523,733	0.96	1,519,155	4,578	99.67	0.30
		<b>Insta Poll</b>	2,420	0.00	2420	-	100.00	-
		<b>Postal Ballot</b>	-	-	-	-	-	-
		<b>Total</b>	<b>1,526,153</b>	<b>0.96</b>	<b>1,521,575</b>	<b>4,578</b>	<b>99.70</b>	<b>0.30</b>
<b>Total</b>	<b>988,058,484</b>		<b>799,255,020</b>	<b>80.89</b>	<b>753,903,460</b>	<b>45,351,560</b>	<b>94.33</b>	<b>5.67</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

**Resolution 9: Re-appointment of Ms. Anisha Motwani as Independent Director of the Company for a period of five years with effect from October 22, 2021.**

Resolution Required (Ordinary/Special)					Special			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Category	No. of shares held	Mode of Voting	No. of votes polled	% of votes Polled on outstanding shares	No. of Votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
	(1)		(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
<b>Promoter &amp; Promoter Group</b>	695,163,462	<b>E-Voting</b>	695,162,432	<b>99.99</b>	695,162,432	-	100.00	-
		<b>Insta Poll</b>	-	-	-	-	-	-
		<b>Postal Ballot</b>	-	-	-	-	-	-
		<b>Total</b>	<b>695,162,432</b>	<b>100.00</b>	<b>695,162,432</b>	-	<b>100.00</b>	-
<b>Public Institutions</b>	134,581,386	<b>E-Voting</b>	102,566,435	<b>76.21</b>	97,853,100	4,713,335	95.40	4.60
		<b>Insta Poll</b>	-	-	-	-	-	-
		<b>Postal Ballot</b>	-	-	-	-	-	-
		<b>Total</b>	<b>102,566,435</b>	<b>76.21</b>	<b>97,853,100</b>	<b>4,713,335</b>	<b>95.40</b>	<b>4.60</b>
<b>Public Non Institutions</b>	158,313,636	<b>E-Voting</b>	1,523,697	0.96	1,507,439	16,258	98.93	1.07
		<b>Insta Poll</b>	2,420	0.00	2420	-	100.00	-
		<b>Postal Ballot</b>	-	-	-	-	-	-
		<b>Total</b>	<b>1,526,117</b>	<b>0.96</b>	<b>1,509,859</b>	<b>16,258</b>	<b>98.93</b>	<b>1.07</b>
<b>Total</b>	<b>988,058,484</b>		<b>799,254,984</b>	<b>80.89</b>	<b>794,525,391</b>	<b>4,729,593</b>	<b>99.41</b>	<b>0.60</b>




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Corporate Identity Number: L17110GJ1985PLC033271



**SPZ & ASSOCIATES  
COMPANY SECRETARIES**

**Off Add : A-Wing, 202, Kolshet Rd., Dhokali Naka, Cosmos Nest, Thane (W)  
PIN-400607, MB-9373059147,9960062228, E id : cssunilzore@gmail.com**

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### SCRUTINIZER REPORT

[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies, (Management and Administration) Rules, 2014 as amended]

To,  
The Chairman  
36<sup>th</sup>Annual General Meeting  
WELSPUN INDIA LIMITED (The "Company")  
(CIN-L17110GJ1985PLC033271)  
Regd. Office: Welspun City, Village Versamedi,  
TalukaAnjar, District Kutch, Gujarat - 370110

Dear Sir,

I, Sunil Purushottam Zore (Certificate of Practice No : 11837), a Company Secretary in practice, has been appointed by the Board of Directors of WELSPUN INDIA LIMITED ("The Company") as a scrutinizer for the purpose of Scrutinizing the remote e-voting process along with e-voting during the AGM (instapoll), and ascertaining the requisite majority on voting carried out as per the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 (4) (ix) of the Companies (Management and Administration) Rules, 2014 as amended, on the Resolutions contained in the notice (hereinafter referred to as "the resolutions") of the 36<sup>th</sup>Annual General Meeting (AGM) of the members of the Company, held on **Tuesday 31<sup>st</sup> day of August, 2021 at 11.00 A.M.** through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM') facility.

The notice dated, **July 28, 2021** convening the 36<sup>th</sup> AGM of the Company along with statement setting out material facts under section 102 of the Companies Act, 2013, was sent to the shareholders in respect of the resolutions to be passed at the said AGM of the Company.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the Notice to the 36<sup>th</sup> AGM of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process and instapoll is restricted to make a Scrutinizer's report of the votes, cast "in favour" or "against" the resolutions and "invalid" and "abstained" votes, based on the reports generated from the e-voting process system provided by Central Depository Services Limited (CDSL) the authorized agency engaged by the Company, to provide facilities for remote e-voting and e-voting during the AGM (instapoll).

Further to the above, I submit my report as under:-

i. The remote e-voting commenced on **Saturday, the 28th August 2021 (9:00 A.M.)** and ended on **Monday, the 30th August 2021 (5:00 P.M.)**.

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ZORE  
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**Nagpur Office : Block 98, Wing III, RajatSankul, Ganesh Peth, Nagpur-400 018**



**SPZ & ASSOCIATES  
COMPANY SECRETARIES**

**Off Add : A-Wing, 202, Kolshet Rd., Dhokali Naka, Cosmos Nest, Thane (W)  
PIN-400607, MB-9373059147,9960062228, E id : [cssunilzore@gmail.com](mailto:cssunilzore@gmail.com)**

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ii. The members who were on record of the Company as on the "cut-off date i.e. **Tuesday, August 24, 2021 (End of Day)** were entitled to vote on the resolutions as set out in the notice of the 36<sup>th</sup>AGM of the Company.

iii. The votes cast via remote e-voting were blocked on **Monday, the 30th August 2021 (5:00 P.M.)**, immediately after completion of voting hours.

iv. The facility for e-voting during AGM (instapoll) was provided at the 36<sup>th</sup> AGM on **Tuesday 31<sup>st</sup> day of August, 2021 at 11.00 A.M.** for those members who attended the meeting but not voted through remote e-voting facility, and such e-voting was blocked, after completion of such voting.

v. Thereafter considering remote e-voting and votes by e-voting during the AGM (instapoll), the combined result of the voting is annexed to this report as "**Annexure -A**". The details containing, inter alia, votes put in "for" or "against", on each of the resolutions that were put to vote, and whose votes became invalid and number of votes abstained from voting, were generated from the portal of CDSL and that "**Annexure - A**" is based on such reports.

vi. According to such report, it is confirmed that all resolution stand passed with the requisite the majority.

We hereby confirm that we are maintaining the register/record/report received from authorized agency and the Company in respect of the votes cast through e-voting votes by e-voting during the AGM (instapoll) by the shareholders of the Company.

Thanking you

Yours Faithfully  
For SPZ & Associates  
Company Secretaries

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CS Sunil Zore  
Certificate of Practice Number -11837  
Membership Number - A22144  
Firm Unique Identification Number- S2015MH305600  
Peer Review Certificate Number- 965/2020  
ICSIUDIN -A022144C000872831

Date : 01/09/2021

Place : Thane

## ANNEXURE-A

## SCRUTINIZER REPORT

Item No. of Notice	Type of Resolution	Resolution Details	Votes in favour of the resolution			Votes against the resolution			Votes abstain			Total Voting			Invalid votes		
			Number of members voted	Number of Votes cast by them	%age	Number of members voted	Number of votes cast by them	%age	Number of members voted	Number of votes cast by them	%age	Number of members voted (5+8+11)	Number of Votes cast by them (6+9+12)	%age (7+10+13)	Number of members voted	Number of votes cast by them	%age
1	2	3	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19
Item No. 1	Ordinary Resolution	To consider and adopt the audited financial statements, on standalone and consolidated basis, for the financial year ended March 31, 2021 and the reports of the Board of Directors and the Auditors thereon.	295	797881509	100%	3	206	0%	0	0	0	298	797881715	100%	0	0	0
Item 2	Ordinary Resolution	To declare dividend of Re. 0.15 per share on Equity Shares for the financial year 2020-21.	289	799252243	100%	10	557	0%	0	0	0	299	799252800	100%	0	0	0
Item 3	Ordinary Resolution	To appoint a Director in place of Ms. Dipali Goenka (DIN 00007199), who retires by rotation, and being eligible, offers herself for re-appointment.	280	795866132	99.58%	19	3386668	0.42%	0	0	0	299	799252800	100%	0	0	0
Item 4	Special Resolution	Appointment of M/s. Kiran J. Mehta and Co., Cost Accountants as the Auditors of the Company for the financial year ending March 31, 2022	294	799252439	100%	5	361	0%	0	0	0	299	799252800	100%	0	0	0
Item 5	Special Resolution	Alteration of the Articles of Association of the Company.	285	799237426	100%	11	15013	0%	0	0	0	296	799252439	100%	0	0	0
			291	799239846	100%	11	15013	0%	0	0	0	302	799254859	100%	0	0	0

Item 6	Special Resolution	Payment of commission of 1% of consolidated net profits of the Company for a period of 5 years commencing from April 1, 2021 to Mr. Balkrishan Goenka, Chairman and Non-Executive Director of the Company	E-voting	160	737625728	92.29%	137	61626836	7.71%	0	0	0	297	799252564	100	0	0	0
			Instapoll	6	2420	100%	0	0	0	0	0	0	6	2420	100%	0	0	0
			Total	166	737628148	92.29%	137	61626836	7.71%	0	0	0	303	799254984	100%	0	0	0
Item 7	Special Resolution	Payment of commission of 1% of consolidated net profits of the Company for the financial years 2020-21 and 2021-22 to Mr. Rajesh Mandawewala, Managing Director	E-voting	160	747937285	93.58%	138	51315315	6.42%	0	0	0	298	799252600	100%	0	0	0
			Instapoll	6	2420	100%	0	0	0	0	0	0	6	2420	100%	0	0	0
			Total	166	747939705	93.58%	138	51315315	6.42%	0	0	0	304	799255020	100%	0	0	0
Item 8	Special Resolution	Re-appointment of Ms. Dipali Goenka as the Joint Managing Director of the Company for a period of five years with effect from April 1, 2021	E-voting	191	753901040	94.33%	107	45351560	5.67%	0	0	0	298	799252600	100%	0	0	0
			Instapoll	6	2420	100%	0	0	0	0	0	0	6	2420	100%	0	0	0
			Total	197	753903460	94.33%	107	45351560	5.67%	0	0	0	304	799255020	100%	0	0	0
Item 9	Special Resolution	Re-appointment of Ms. Anisha Motwani as Independent Director of the Company for a period of five years with effect from October 22, 2021.	E-voting	270	794522971	99.41%	27	4729593	0.59%	0	0	0	297	799252564	100%	0	0	0
			Instapoll	6	2420	100%	0	0	0	0	0	0	6	2420	100%	0	0	0
			Total	276	794525391	99.41%	27	4729593	0.59%	0	0	0	303	799254984	100%	0	0	0

Note - E-voting means remote e-voting and Instapoll means e-voting during the AGM

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