

AGM NOTICE

NOTICE is hereby given that 16th Annual General Meeting of the Members of **WELSPUN GLOBAL BRANDS LIMITED** will be held through video conference / other video audio means on Wednesday, September 30, 2020 at 04.00 P.M. to transact the following business:

ORDINARY BUSINESS:

- 1) To consider and adopt the audited financial statements, on standalone basis, for the financial year ended March 31, 2020 and the reports of the Board of Directors and the Auditors thereon.
- 2) To appoint a Director in place of Mr. Rajesh Mandawewala (DIN: 00007179), who retires by rotation, and being eligible, offers himself for re-appointment.

By Order of the Board
sd/-

Nidhi Tanna
Company Secretary
ACS - 30465

Place: Mumbai
Date: June 29, 2020

Registered Office:

Survey No. 675, Welspun City,
Village Versamedi, Taluka Anjar,
District Kutch, Gujarat – 370110
Tel. No.: +91 2836 661111, Fax No.: +91 2836 279010
CIN: U71210GJ2004PLC045144
Website: <http://www.welspunindia.com/>
Email: Companysecretary_WGBL@welspun.com

NOTES

1. In terms of Section 152 of the Act, Mr. Rajesh Mandawewala (DIN: 00007179), Director, retires by rotation at the Meeting and being eligible has offered himself for re-appointment. Accordingly, a brief resume of Mr. Rajesh Mandawewala (DIN: 00007179) is provided as Annexure – 1 forming part of the Notice.
1. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its circular dated May 5, 2020 read with circulars dated April 08, 2020 and April 13, 2020 permitted the holding of the Annual General Meeting (“AGM”) through VC/OAVM, without the physical attendance of the Members at the AGM venue. In compliance with the provisions of the Companies Act, 2013 (“Act”) and MCA Circulars, the Company has decided to convene its 16th AGM through VC / OAVM.
2. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf who may or may not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC, physical attendance of Members has been dispensed with. Further as per the MCA Circulars, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for members on ‘first come first serve’ basis. This will not include large Shareholders (Shareholders holding 2% or more equity shares), Promoters, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee and Nomination and Remuneration Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of ‘first come first serve’ basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. As the Annual General Meeting of the Company is held through VC/OAVM, members are requested to seek information relating to the business specified in this Notice of AGM on or before September 29, 2020 by writing an email to companysecretary_wgbl@welspun.com mentioning their name, folio number/ demat account number, email id and mobile number.
6. As per the MCA General Circular 20/2020 dated 05th May, 2020, the Annual Report will be sent through electronic mode to only those Members whose email IDs are registered with the Registrar and Share Transfer Agent of the Company/ Depository Participant(s).
7. Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send a duly certified copy of the Board Resolution in terms of Section 113 of the Act, together with their specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting, to the Company’s Registrar and Transfer Agent.

8. Members who hold shares in dematerialized form are requested to write their DP ID and Client ID number(s) and those who hold share(s) in physical form are requested to write their Folio Number(s) in the attendance slip for attending the Meeting to facilitate identification of membership at the Meeting.
9. All the correspondence pertaining to shareholding, transfer of shares, transmission etc. should be lodged at the Company's Registrar and Transfer Agents: Purva Sharegistry (India) Private Ltd., Unit: Welspun Global Brands Limited, unit No. 9, Shiv Shakti Ind. Estt. J.R. Boricha Marg, Opp. Kasturba Hospital Lane, Lower Parel (E), Mumbai – 400 011. Tel. No. 022-2301 6761, 022-2301 8261, Fax No. 022-2301 2517, email- busicomp@vsnl.com, website - www.purvashare.com
10. Members are requested to immediately inform about their change of address, change of e-mail address, if any, to the Company's Share Transfer Agent.
11. The physical copies of the Annual Reports and other documents referred to in the Notice will be available at the Company's Registered Office for inspection during normal business hours on working days till the date of the meeting.
12. The Register of Directors and Key Managerial Personnel and their shareholdings, maintained under Section 170 of the Act, will be available for inspection by the Members at the Meeting.
13. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Act, will be available for inspection by the Members at the Meeting.
14. The shareholders who wish to nominate any person to whom his securities shall vest in the event of his death may do so by submitting the attached Nomination Form to the Company or the Registrar and Transfer Agent of the Company. A nomination may be cancelled, or varied by nominating any other person in place of the present nominee, by the holder of securities who has made the nomination, by giving a notice of such cancellation or variation.

By Order of the Board

sd/-

Nidhi Tanna
Company Secretary
ACS - 30465

Place: Mumbai

Date: June 29, 2020

Registered Office:

Survey No. 675, Welspun City,

Village Versamedi, Taluka Anjar,

District Kutch, Gujarat – 370110

Tel. No.: +91 2836 661111, Fax No.: +91 2836 279010

CIN: U71210GJ2004PLC045144

Website: <http://www.welspunindia.com/>

Email: Companysecretary_WGBL@welspun.com

Details of Directors seeking appointment / re-appointment in the forthcoming Annual General Meeting

Annexure 1

Mr. Rajesh Mandawewala

Name	Rajesh Mandawewala
Date of Birth	May 05, 1962
Date of Appointment	October 26, 1989
Qualifications	B.Com., Chartered Accountant
Nature of his expertise in specific functional areas	Mr. Mandawewala has vast experience in home-textiles and saw pipes businesses. He has been associated with the Company for more than 30 years. He has been at the helm of affairs of the Company and has played pivotal role in ascent of the Company.
Disclosure of relationships with other Directors and Key Managerial Personnel	None
Names of companies in which the person also holds the directorship	Welspun India Limited, AYM Syntex Limited (Formerly known as Welspun Syntex Limited), Welspun Corp Limited, Welspun Steel Limited, MGN Agro Properties Private Limited, Alspun Infrastructure Limited, Angel Power and Steel Private Limited, Welspun Enterprises Limited, Welspun Global Brands Limited, Mandawewala Enterprises Limited (Formerly known as Welspun Marine Logistics (Raigad) Limited), Connective Infrastructure Private Limited, RRM Realty Trader Private Limited, Rank Marketing LLP, Welspun Pipes Inc., USA, Welspun Tubular LLC., USA, Welspun Global Trade LLC., USA, Welspun Holdings Private Limited, Cyprus.
Names of companies and committees, of its Boards, in which the person holds membership	Welspun Corp Limited Corporate Social Responsibility Committee – Member, Share Transfer & Investor Grievance & Stakeholders’ Relationship Committee – Member AYM Syntex Limited Corporate Social Responsibility Committee – Member, Share Transfer & Investor Grievance & Stakeholders Committee – Member, Nomination and Remuneration Committee - Member

	<p>Welspun India Limited Corporate Social Responsibility Committee - Member, The Stakeholders' Relationship, Share Transfer and Investor Grievance Committee – Member Audit Committee - Member</p> <p>Welspun Enterprises Limited Corporate Social Responsibility Committee – Member</p> <p>Welspun Steel Limited Corporate Social Responsibility Committee – Member, Nomination and Remuneration Committee – Chairman</p> <p>Welspun Global Brands Limited Corporate Social Responsibility Committee – Member</p>
No. of shares held in the Company	-
No. of Board meetings attended	Refer Directors Report for the FY 2019-20

Form No. SH-13
Nomination Form

(Pursuant to Section 72 of the Companies Act, 2013 and Rule 19(1) of the Companies (Share Capital and Debentures) Rules 2014)

To,
The Company Secretary,
Welspun Global Brands Limited
Survey No. 675, Welspun City,
Village Versamedi, Taluka Anjar,
District Kutch, Gujarat – 370110.

I/ We _____ the holder(s) of the securities particulars of which are given hereunder wish to make nomination and do hereby nominate the following persons in whom shall vest, all the rights in respect of such securities in the event of my/our death.

1. PARTICULARS OF THE SECURITIES (in respect of which nomination is being made)

Nature of securities	Folio No.	No. of Securities	Certificate No.	Distinctive No.

2. PARTICULARS OF NOMINEE/S —

- (a) Name:
- (b) Date of Birth:
- (c) Father's/Mother's/Spouse's name:
- (d) Occupation:
- (e) Nationality:
- (f) Address:
- (g) E-mail id:
- (h) Relationship with the security holder:

3. IN CASE NOMINEE IS A MINOR --

- (a) Date of birth:
- (b) Date of attaining majority
- (c) Name of guardian:
- (d) Address of guardian:

4. PARTICULARS OF NOMINEE IN CASE MINOR NOMINEE DIES BEFORE ATTAINING AGE OF MAJORITY –

- (a) Name:
- (b) Date of Birth:
- (c) Father's/Mother's/Spouse's name:
- (d) Occupation:
- (e) Nationality:
- (f) Address:

- (g) E-mail id:
- (h) Relationship with the security holder:
- (i) Relationship with the minor nominee:

Name: _____

Address: _____

Name of the Security Holder(s) _____

Signatures: _____

Witness with name and address: _____

Instructions:

1. Please read the instructions given below very carefully and follow the same to the letter. If the form is not filled as per instructions, the same will be rejected.
2. The nomination can be made by individuals only. Non individuals including society, trust, body corporate, partnership firm, Karta of Hindu Undivided Family, holder of power of attorney cannot nominate. If the Shares are held jointly all joint holders shall sign (as per the specimen registered with the Company) the nomination form.
3. A minor can be nominated by a holder of Shares and in that event the name and address of the Guardian shall be given by the holder.
4. The nominee shall not be a trust, society, body corporate, partnership firm, Karta of Hindu Undivided Family, or a power of attorney holder. A non-resident Indian can be a nominee on re-patriable basis.
5. Transfer of Shares in favour of a nominee shall be a valid discharge by a Company against the legal heir(s).
6. Only one person can be nominated for a given folio.
7. Details of all holders in a folio need to be filled; else the request will be rejected.
8. The nomination will be registered only when it is complete in all respects including the signature of (a) all registered holders (as per specimen lodged with the Company) and (b) the nominee.
9. Whenever the Shares in the given folio are entirely transferred or dematerialised, then this nomination will stand rescinded.
10. Upon receipt of a duly executed nomination form, the Registrars & Transfer Agent of the Company will register the form and allot a registration number. The registration number and folio no. should be quoted by the nominee in all future correspondence.
11. The nomination can be varied or cancelled by executing fresh nomination form.
12. The Company will not entertain any claims other than those of a registered nominee, unless so directed by a Court.
13. The intimation regarding nomination / nomination form shall be filed in duplicate with the Registrars & Transfer Agents of the Company who will return one copy thereof to the Shareholders.
14. For shares held in dematerialized mode, nomination is required to be filed with the Depository Participant in their prescribed form.

WELSPUN GLOBAL BRANDS LIMITED

CIN : U71210GJ2004PLC045144

Registered Office : Survey No. 675, Welspun City, Village Versamedi, Taluka Anjar, District Kutch, Gujarat – 370110, India. Board No.: +91 2836 661111, Fax No. + 91 2836 279010,

Email : CompanySecretary_WGBL@welspun.com Website: www.welspunindia.com

Corporate Office : Welspun House, 6th Floor, Kamala City, Senapati Bapat Marg, Lower Parel (West), Mumbai – 400013. Board : +91 -22-66136000 Fax: +91-22-2490 8021

E-mail Registration-Cum-Consent Form

To,
The Company Secretary,
Survey No. 675, Welspun City,
Village Versamedi, Taluka Anjar,
District Kutch, Gujarat – 370110.

I/ we the members of the Company do hereby request you to kindly register/ update my e-mail address with the Company. I/ We, do hereby agree and authorize the Company to send me/ us all the communications in electronic mode at the e-mail address mentioned below. Please register the below mentioned e-mail address / mobile number for sending communication through e-mail/ mobile.

Folio No.	:	DP ID	–	:	Client ID	:
Name of the Registered Holder (1 st)		:				
Name of the joint holder(s)		:				
		:				
Registered Address		:				
			Pin:			
Mobile Nos. (to be registered)		:				
E-mail Id (to be registered)		:				

Signature of the Shareholder(s)*

* Signature of all the shareholders is required in case of joint holding.
