

WEL/SEC/2024

March 29, 2024

To,

BSE Limited 1 st Floor, Rotunda Bldg, Dalal Street, Fort, Mumbai - 400 001. Scrip Code: 532553	National Stock Exchange of India Limited Exchange Plaza, C-1, Block-G, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051. NSE Symbol: WELENT
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Dear Madam / Sir,

Sub: Scrutinizer's Report and Result of E-voting of the Extra – Ordinary General Meeting of the Company held through Video Conferencing on March 29, 2024.

With reference to the above, we enclose herewith the following:

1. Report of Scrutinizer dated March 29, 2024.
2. Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/8/2015 dated November 04, 2015 and other relevant provisions, if any, of the Regulations.

The voting results along with the scrutinizer's report will also be made available on the Company's website at www.welspunenterprises.com

This above is for your information and record please.

Thanking you.

Yours faithfully,

For Welspun Enterprises Limited

Nidhi Tanna
Company Secretary
ACS-30465

Welspun Enterprises Limited

Welspun House, Kamala City, Senapati Bapat Marg, Lower Parel (W), Mumbai 400013, India

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E-mail: companysecretary_wel@welspun.com | Website: www.welspunenterprises.com

Registered Address: Welspun City, Village Versamedi, Taluka Anjar, District Kutch, Gujarat 370110. India

T: +91 28 3666 2222 | F: +91 28 3627 9010

Corporate Identity Number: L45201GJ1994PLC023920



MIHEN HALANI & ASSOCIATES

Practicing Company Secretaries

A-501/L, Jaswanti Allied Business Centre, Kachpada, Ramchandralane Extn. Rd,
Malad (West), Mumbai – 400 064, Tel No.: 022 6236 0279 Email: mihenhalani@mha-cs.com

CONSOLIDATED SCRUTINIZER'S REPORT

To,
The Chairman,
WELSPUN ENTERPRISES LIMITED ("the Company")

Dear Sir,

Sub: Consolidated Scrutinizer's Report on voting through electronic means in terms of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 of an Extra-Ordinary General Meeting ("the EOGM / the meeting") of the members of Welspun Enterprises Limited ("the Company") held on Friday, March 29, 2024 at 3:30 p.m. IST through Video Conferencing ("VC") or any Other Audio Visual Means (OAVM).

We, M/s. Mihen Halani & Associates, Practicing Company Secretaries appointed by the Board of Directors of the Company as the Scrutinizer to scrutinize the e-voting process in accordance with section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, General Circulars No. 14/2020 dated April 8, 2020; 17/2020 dated April 13, 2020; 22/2020 dated June 15, 2020; 33/2020 dated September 28, 2020; 39/2020 dated December 31, 2020; 10/2021 dated June 23, 2021; 20/2021 dated December 08, 2021; 3/2022 dated May 5, 2022; 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023, issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as 'MCA Circulars'), all other Circulars issued thereunder by the SEBI, applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification or re-enactment thereof for the time being in force and as amended from time to time), for EOGM of the Company held through Video Conferencing ("VC").

1. considering the relaxations granted by the MCA and SEBI, notice of the meeting, was sent through electronic mode to those members whose email addresses were registered with the Registrar and Share Transfer Agent of the Company / Depository Participant(s).
2. The members of the Company as on cut-off date i.e. **Friday, March 22, 2024**, were entitled to vote on the resolutions (as set out in the notice of the EOGM of the Company).
3. The Company had availed the e-voting facility provided by National Securities Depository Limited ("the NSDL"). The remote e-voting period commenced on Tuesday, March 26, 2024, at 09:00 A.M. and ended on Thursday, March 28, 2024, at 05:00 P.M. (both days inclusive) ("remote e-voting period").

4. The Company had also availed e-voting facility provided by NSDL to the members present at the meeting through VC and who had not cast their vote during the said remote e-voting period.
5. Post conclusion of the meeting, the votes cast during the remote e-voting period and during the meeting were unblocked in the presence of two witnesses, Ms. Aayushi Desai and Ms. Devanshi Damani who are not in the employment of the Company and counted thereafter. They have signed below in confirmation of the votes being unblocked in their presence.

Name: Ms. Aayushi Desai
 SD/-
 Signature

Name: Ms. Devanshi Damani
 SD/-
 Signature

6. On the basis of the votes exercised by the members of the Company by way of remote e-voting and e-voting at the EOGM, we have issued the Combined Scrutiniser's Report dated 29th March, 2024.
7. The register has been maintained electronically to record the assent or dissent, received, mentioning the particulars of name, address, folio number or DP ID / Client ID of the members, number of shares held by them and nominal value of such shares. There were no shares with differential voting rights in the Company. Hence, there is no requirement of maintaining the list of shares with differential voting rights.
8. The management of the Company is responsible for ensuring 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 of the EOGM of the Company. Our responsibility as the scrutinizer for the remote e-voting / e-voting process is restricted to make a Scrutinizer Report of the vote cast in favour / against the resolutions stated above, based on the reports generated from the e-voting system provided by the NSDL, the authorized agency to provide e-voting facilities, engaged by the Company for the purpose.
9. The details containing, *inter alia*, list of equity shareholders, who voted "For" or "Against" each of the resolutions put to vote, were generated from the e-voting website of NSDL i.e. <https://eservices.nsdl.com> and based on such reports generated, the result of the combined / consolidated e-voting is as under;



Sr. No.	Particulars of Resolution as given in the Notice of the EOGM	Particulars of Votes Cast				Result Declared
		Members Voting				
		No. of members voted	No. of votes cast by them	% of total no. of votes cast		
SPECIAL BUSINESS						
1.	Appointment of Mr. Subramanian Madhavan (DIN: 06451889) as an Independent Director of the company	Votes Cast in favour	183	7,93,98,896	99.29	The resolution passed as a Special Resolution
		Votes Cast against	22	5,70,659	0.71	
		Votes Cast invalid	-	-	-	
		Total	205	7,99,69,555	100	
2.	Payment of remuneration to Mr. Mohan Tandon (DIN: 00026460), Independent Director of the Company	Votes Cast in favour	191	7,98,84,562	99.89	The resolution passed as a Special Resolution
		Votes Cast against	14	85,000	0.11	
		Votes Cast invalid	-	-	-	
		Total	205	7,99,69,562	100	

Based on the above results of both remote e-voting and e-voting during the meeting, we hereby report that all the above resolutions have been duly passed by the members of the Company with the requisite majority.

Notes:

1. Votes casted by related parties on aforesaid resolutions are not considered in the above results.
2. No. of votes cast does not include no. of votes abstained & invalid votes.
3. Number of shareholders are not grouped on the basis of PAN.
4. The percentages are rounded off to the nearest decimals.

Date: 29.03.2024

Place: Mumbai

UDIN: **F009926E003650673**

For Mihen Halani & Associates
(Practicing Company Secretaries)

Mihen
Jyotindra
Halani

Digitally signed by Mihen Jyotindra Halani
DN: cn=Mihen Jyotindra Halani, o=MIHEN HALANI & ASSOCIATES, ou=Practicing Company Secretaries, email=mihen@miha.com, c=IN
Date: 2024.03.29 19:34:59 +05'30'

Mihen Halani
(Proprietor)
FCS No: 9926
CP No: 12015

Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Voting results	
Record date	22-03-2024
Total number of shareholders on record date	59313
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	4
b) Public	37
No. of resolution passed in the meeting	2

Resolution (1)									
Resolution required: (Ordinary / Special)				Special					
Whether promoter/promoter group are interested in the agenda/resolution?				No					
Description of resolution considered				Appointment of Mr. Subramanian Madhavan (DIN: 06451889) as an Independent Director of the company					
Category	Mode of voting	No. of shares held	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	
Promoter and Promoter Group	E-Voting		75454242	99.9990	75454242	0	100.0000	0.0000	
	Poll	75454962							
	Postal Ballot (if applicable)								
	Total		75454962	75454242	99.9990	75454242	0	100.0000	0.0000
Public- Institutions	E-Voting		4470459	44.3991	3900476	569983	87.2500	12.7500	
	Poll	10068809							
	Postal Ballot (if applicable)								
	Total		10068809	4470459	44.3991	3900476	569983	87.2500	12.7500
Public- Non Institutions	E-Voting		44854	0.0848	44178	676	98.4929	1.5071	
	Poll	52890039							
	Postal Ballot (if applicable)								
	Total		52890039	44854	0.0848	44178	676	98.4929	1.5071
Total			138413810	79969555	57.7757	79398896	570659	99.2864	0.7136
Whether resolution is Pass or Not.							Yes		

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Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Payment of Remuneration to Mr. Mohan Tandon (DIN: 00026460) Independent Director of the Company				
Category	Mode of voting	No. of shares held	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
Promoter and Promoter Group	E-Voting		75454242	99.9990	75454242	0	100.0000	0.0000
	Poll	75454962						
	Postal Ballot (if applicable)							
	Total	75454962	75454242	99.9990	75454242	0	100.0000	0.0000
Public- Institutions	E-Voting		4470459	44.3991	4387807	82652	98.1512	1.8488
	Poll	10068809						
	Postal Ballot (if applicable)							
	Total	10068809	4470459	44.3991	4387807	82652	98.1512	1.8488
Public- Non Institutions	E-Voting		44861	0.0848	42513	2348	94.7661	5.2339
	Poll	52890039						
	Postal Ballot (if applicable)							
	Total	52890039	44861	0.0848	42513	2348	94.7661	5.2339
Total		138413810	79969562	57.7757	79884562	85000	99.8937	0.1063

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