



WEL/SEC/2015

July 8, 2015

To,

The Manager, Dept. of Corporate Services, Bombay Stock Exchange Ltd, 1 <sup>st</sup> Floor, Rotunda Bldg, Dalal Street, Fort Mumbai - 400 001 Scrip Code: 532553	The Asst. Vice President, Listing Department National Stock Exchange of (I) Ltd., Exchange Plaza, C-1, Block-G, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051 NSE Symbol: WELENT	The Managing Director, Vadodara Stock Exchange Ltd, 'Fortune Towers', Sayajigunj, Vadodara - 390 005
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**Re: Clause 49 of the Listing Agreement**

Dear Sir / Madam,

**Quarterly Report on Compliance of Corporate Governance**

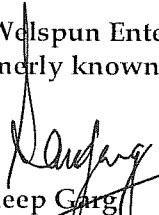
With reference to Clause 49 of the Listing Agreement, please find enclosed herewith Quarterly Report on Compliance of Corporate Governance for the quarter ended on June 30, 2015.

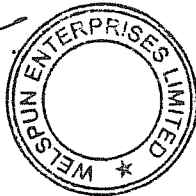
Please take the same on your record.

Thanking you,

Yours faithfully,

**For Welspun Enterprises Limited**  
(Formerly known as Welspun Projects Limited)

  
Sandeep Garg  
Managing Director  
DIN: 00036419



Encl: as above

**Corporate Office**

Welspun House,  
Kamala City,  
Senapati Bapat Marg,  
Lower Parel (West),  
Mumbai - 400013

Tel: +91 2266136000

Fax: +91 2224908020

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www.welspunenterprises.com



**Quarterly Compliance Report on Corporate Governance**

Name of the Company:

**Welspun Enterprises Limited**  
(Formerly known as Welspun Projects Limited)

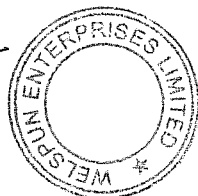
Quarter ending on:

**June 30, 2015**

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
<b>H. Board of Directors</b>	<b>49 (II)</b>		
(A) Composition of Board	49 (IIA)	Yes	
(B) Independent Directors	49 (IIB)	Yes	
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	
(D) Other provisions as to Board and Committees	49 (IID)	Yes	
(E) Code of Conduct	49 (IIE)	Yes	
(F) Whistle Blower Policy	49 (IIF)	Yes	
<b>III. Audit Committee</b>	<b>49 (III)</b>		
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	
(B) Meeting of Audit Committee	49 (IIIB)	Yes	
(C) Powers of Audit Committee	49 (IIIC)	Yes	
(D) Role of Audit Committee	49 (IIID)	Yes	
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	
<b>IV. Nomination and Remuneration Committee</b>	<b>49 (IV)</b>	Yes	
<b>V. Subsidiary Companies</b>	<b>49 (V)</b>	Yes	
<b>VI. Risk Management</b>	<b>49 (VI)</b>	Yes	
<b>VII. Related Party Transactions</b>	<b>49 (VII)</b>	Yes	
<b>VII I. Disclosures</b>	<b>49 (VIII)</b>		
(A) Related party transactions	49 (VIII A)	N.A.	
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	
(C) Remuneration of Directors	49 (VIII C)	Yes	
(D) Management	49 (VIII D)	Yes	
(E) Shareholders	49 (VIII E)	Yes	
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII I)	Yes	
<b>IX. CEO/CFO Certification</b>	<b>49 (IX)</b>	Yes	
<b>X. Report on Corporate Governance</b>	<b>49 (X)</b>	Yes	
<b>XI. Compliance</b>	<b>49 (XI)</b>	Yes	

For Welspun Enterprises Limited  
(Formerly known as Welspun Projects Limited)

*Sandeep Gang*  
Sandeep Gang  
Managing Director  
DIN: 00036419  
Mumbai  
July 8, 2015



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