



WPL/SEC/2014

October 09, 2014

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: WELPROJ	The Managing Director, Vadodara Stock Exchange Ltd, 'Fortune Towers', Sayajigunj, Vadodara – 390 005
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Dear Sir/Madam,

**Sub.: Corporate Governance Report and Shareholding Pattern for the quarter ended September 30, 2014**

Please find enclosed herewith Corporate Governance Report pursuant to clause 49 and Shareholding Pattern pursuant to clause 35 of the Listing Agreement for the quarter ended September 30, 2014.

Kindly take the same on record.

Thanking You.  
For Welspun Projects Limited

**Nilesch Javker**  
Company Secretary



Encl: as above

**Corporate Office**

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## Name of the Company : WELSPUN PROJECTS LIMITED

Scrip Code :- NSE: WELPROJ

BSE: 532553

Quarter Ended :

30/09/2014

Name of the Scrip : Welspun Projects Limited

Class of Security : Equity

PARTLY PAID SHARE	No. of Partly paid-up Shares	As a % of total No. of Partly paid-up Shares	As a % of total No. of Shares of the Company
Held by Promoter/ Promoter Group	NIL	NIL	NIL
Held by public	NIL	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
OUTSTANDING CONVERTIBLE SECURITIES (Foreign Currency Convertible Bonds) and (Compulsorily Convertible Debenture)	No. of Outstanding Securities	As a % of total No. of Outstanding Convertible Securities	As a % of total No. of Shares of the Company assuming full conversion of the Convertible Securities
Held by Promoter/ Promoter Group	NIL	NIL	NIL
Held by public	NIL	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
WARRANTS	No. of Warrants	As a % of total No. of Warrants	As a % of total No. of Shares of the Company assuming full conversion of Warrants
Held by Promoter/ Promoter Group	NIL	NIL	NIL
Held by public	NIL	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
<b>Total Paid-Up capital of the Company, assuming full conversion of Warrants and Convertible Securities</b>			<b>40,000,000</b>

Sr. No.	Category of Shareholder	Number of Shareholders	Total number of shares	Number of shares held in dematerialized form	Total shareholding as a percentage of total number of shares		Shares pledged or otherwise encumbered	
					As a % of (A+B) <sup>1</sup>	As a % of (A+B+C)	No. of shares	As a % (IX=VIII/IV)* 100
I	II	III	IV	V	VI	VII	VIII	
(A)	<b>Shareholding of Promoter and Promoter Group<sup>2</sup></b>							
1	<b>Indian</b>							
(a)	Individuals/ Hindu Undivided Family	-	-	-	-	-	-	-
(b)	Central Government/ State Government(s)	-	-	-	-	-	-	-
(c)	Bodies Corporate	1	24,448,445	24,448,445	61.12	61.12	-	-
(d)	Financial Institutions/ Banks	-	-	-	-	-	-	-
(e)	Any Others(Specify)	-	-	-	-	-	-	-
(e-i)	<b>Sub Total(A)(1)</b>	<b>1</b>	<b>24,448,445</b>	<b>24,448,445</b>	<b>61.12</b>	<b>61.12</b>	<b>-</b>	<b>-</b>
2	<b>Foreign</b>							
a	Individuals (Non-Residents Individuals/ Foreign)	-	-	-	-	-	-	-
b	Bodies Corporate	-	-	-	-	-	-	-
c	Institutions	-	-	-	-	-	-	-
d	Qualified Foreign Investor	-	-	-	-	-	-	-
e	Any Others(Specify)	-	-	-	-	-	-	-
e-i	<b>Sub Total(A)(2)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
	<b>Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)</b>	<b>1</b>	<b>24,448,445</b>	<b>24,448,445</b>	<b>61.12</b>	<b>61.12</b>	<b>-</b>	<b>-</b>
(B)	<b>Public shareholding</b>						N.A.	N.A.
1	<b>Institutions</b>							
(a)	Mutual Funds/ UTI	-	-	-	-	-	-	-
(b)	Financial Institutions / Banks	-	-	-	-	-	-	-
(c)	Central Government/ State Government(s)	-	-	-	-	-	-	-
(d)	Venture Capital Funds	-	-	-	-	-	-	-
(e)	Insurance Companies	-	-	-	-	-	-	-
(f)	Foreign Institutional Investors	2	1,481,545	1,481,545	3.70	3.70	-	-
(g)	Foreign Venture Capital Investors	-	-	-	-	-	-	-
(h)	Qualified Foreign Investor	-	-	-	-	-	-	-
(i)	Any Other (specify)	-	-	-	-	-	-	-
	<b>Sub-Total (B)(1)</b>	<b>2</b>	<b>1,481,545</b>	<b>1,481,545</b>	<b>3.70</b>	<b>3.70</b>	<b>N.A.</b>	<b>N.A.</b>
B 2	<b>Non-institutions</b>							
(a)	Bodies Corporate	293	6,954,191	6,953,647	17.39	17.39	N.A.	N.A.
(b)	<b>Individuals</b>							
I	Individual shareholders holding nominal share capital up to Rs 1 lakh	7,300	2,791,666	2,791,530	6.98	6.98		
II	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.	50	2,549,673	2,549,673	6.37	6.37		
(c)	Qualified Foreign Investor	-	-	-	-	-	-	-
(d)	Any Other (specify)	-	-	-	-	-	-	-
(d-i)	Overseas - Bodies Corporate	2	342,334	342,334	0.86	0.86		
(d-ii)	Clearing member	11	30,528	30,528	0.08	0.08		
(d-iii)	Non Resident Indians (Repat & Non Repat)	59	79,701	79,701	0.20	0.20		
(d-iv)	Hindu Undivided Family	272	1,315,917	1,315,917	3.29	3.29		
(d-v)	Trust	1	6,000	6,000	0.02	0.02		
	<b>Sub-Total (B)(2)</b>	<b>7,988</b>	<b>14,070,010</b>	<b>14,069,330</b>	<b>35.18</b>	<b>35.18</b>	<b>N.A.</b>	<b>N.A.</b>
	<b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>	<b>7,990</b>	<b>15,551,555</b>	<b>15,550,875</b>	<b>38.88</b>	<b>38.88</b>	<b>N.A.</b>	<b>N.A.</b>
	<b>TOTAL (A)+(B)</b>	<b>7,991</b>	<b>40,000,000</b>	<b>39,999,320</b>	<b>100.00</b>	<b>100.00</b>	<b>N.A.</b>	<b>N.A.</b>
(C)	<b>Shares held by Custodians and against which Depository Receipts have been issued</b>							
(1)	Promoter and Promoter Group	-	-	-	-	-	-	-
(2)	Public	-	-	-	-	-	-	-
	<b>GRAND TOTAL (A)+(B)+(C)</b>	<b>7,991</b>	<b>40,000,000</b>	<b>39,999,320</b>	<b>100.00</b>	<b>100.00</b>	<b>N.A.</b>	<b>N.A.</b>

For Welspun Projects Limited

Company Secretary

Sr.No	Notes
1	
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4	NIL
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7	
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For Welspun Projects Limited



Company Secretary

(f)(b) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Promoter and Promoter Group"


Sr. No.	Name of the shareholder	Details of Shares Held		Shares pledged or otherwise encumbered		Details of Warrants		Details of Convertible Securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
		Number of shares held	As a % of Grand Total (A)+(B)+(C)	Number	As a % of Total (A)+(B)+(C) of sub clause I(a)	Number of Warrants Held	As a % of total number of Warrants of the same class	Number of convertible Securities held	As a % of total number of convertible securities of the same class	
I	II	III	IV	V	VI=(V/III)*100	VII	IX	X	XI	XII
	INDIAN PROMOTERS									
1	Welspun Infratech Limited	24,448,445	61.12	-	-	-	-	-	-	61.12
Sub Total		24,448,445	61.12	-	-	-	-	-	-	61.12
	FOREIGN CO-PROMOTERS									
	NIL									
Sub Total		-	-	-	-	-	-	-	-	-
Total		24,448,445	61.12	-	-	-	-	-	-	61.12

For Welspun Projects Limited

  
Company Secretary


(f) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Public" and holding more than 1% of the total number of shares of the Company

Sr. No.	Name of the shareholder	Number of shares held	Shares as a % of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in Statement at para D(e) above)	Details of Warrants		Details of Convertible Securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				Number of Warrants Held	As a % of total number of Warrants of the same class	Number of convertible Securities held	As a % of total convertible securities of the same class	
		III	IV	V	VI	VII	VIII	IX
1	SUBHKAM VENTURES (I) PVT LTD	1,606,034	4.02	-	-	-	-	4.01
2	INTERNATIONAL SYNTHRADES PVT LTD	1,363,909	3.41	-	-	-	-	3.41
3	MERRILL LYNCH CAPITAL MARKETS ESPAN	1,256,545	3.14	-	-	-	-	3.14
4	PRYANKA FINANCE PRIVATE LIMITED	1,047,543	2.62	-	-	-	-	2.62
5	SS CORPORATE SECURITIES LIMITED	1,014,991	2.54	-	-	-	-	2.54
6	ROORCHAND BHANSHALI	472,453	1.18	-	-	-	-	1.18
7	JTI WEALTH MANAGEMENT PVT LTD	420,064	1.05	-	-	-	-	1.05
8	MEENDU BHANSHALI	425,905	1.06	-	-	-	-	1.06
		7,607,444	19.01	-	-	-	-	19.01

For Welspun Projects Limited  
  
 Company Secretary

(I)(c) (ii) Statement showing holding of securities (including shares, warrants, convertible securities) of persons (together with PAC) belonging to the category "Public" and holding more than 5% of the total number of shares of the Company

Sr. No.	Name(s) of the shareholder(s) and the Persons Acting in Concert (PAC) with them	Number of shares held	Shares as a % of total number of shares [i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above]	Details of Warrants		Details of Convertible Securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				Number of Warrants Held	As a % of total number of Warrants of the same class	Number of convertible Securities held	As a % of total number of convertible securities of the same class	
I	II	III	IV	V	VI	VII	VIII	IX
1	NIL	-	-	-	-	-	-	-
	TOTAL	-	-	-	-	-	-	-

For Welspun Projects Limited  
  
 Company Secretary

(I)(d) Statement showing details of locked-in shares

Sr. No.	Name of the shareholder	Category of Shareholders (Promoters/ Public)	No. of Shares	Locked-in shares as a % of total number of shares [i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above]
1				
	TOTAL		-	

For Welspun Projects Limited

  
Company Secretary

(II)(a) Statement showing details of Depository Receipts (DRs)

Sr. No.	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of outstanding DRs	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a % of total number of shares [i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above]
		-	-	-
	<b>TOTAL</b>	-	-	-

For Watspun Projects Limited




Company Secretary



(II)(b) Statement showing Holding of Depository Receipts (DRs), where underlying Shares held by Promoter/Promoter Group are in excess of 1% of the total number of shares

Sr. No.	Name of the DR Holder	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares [i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above]
1			-	-
2			-	-
		<b>TOTAL</b>	-	-

For Welspun Projects Limited  
  
 Company Secretary

(III) (a) Statement showing the voting pattern of shareholders, if more than one class of shares/securities is issued by the issuer.  
(Give description of voting rights for each class of security.)

Class X: Equity Shares of Rs. 10 each fully paid-up ranking pari-passu in all respect

Class Y:

Class Z:)

Category Code	Category of Shareholder	Number of Voting Rights held in each class of securities			Total Voting Rights (III + IV + V)	Total Voting Rights i.e. (VI)	
		Class X (III)	Class Y (IV)	Class Z (V)		As a % of (A + B) (VII)	As a % of (A + B + C) (VIII)
(A)	Promoter and Promoter Group						
(1)	Indian						
(a)	Individuals/ Hindu Undivided Family	-	-	-	-	-	-
(b)	Central Government/ State Government(s)	-	-	-	-	-	-
(c)	Bodies Corporate	24,448,445	-	-	24,448,445	61.12	61.12
(d)	Financial Institutions/ Banks	-	-	-	-	-	-
(e)	Any Other (specify)	-	-	-	-	-	-
	Sub-Total (A)(1)	24,448,445	-	-	24,448,445	61.12	61.12
(2)	Foreign						
(a)	Individuals (Non-Resident Individuals/ Foreign Individuals)	-	-	-	-	-	-
(b)	Bodies Corporate	-	-	-	-	-	-
(c)	Institutions	-	-	-	-	-	-
(d)	Qualified Foreign Investor	-	-	-	-	-	-
(e)	Any Other (specify)	-	-	-	-	-	-
	Sub-Total (A)(2)	-	-	-	-	-	-
	Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	24,448,445	-	-	24,448,445	61.12	61.12
(B)	Public shareholding						
(1)	Institutions						
(a)	Mutual Funds/UTI	-	-	-	-	-	-
(b)	Financial Institutions/ Banks	-	-	-	-	-	-
(c)	Central Government/ State Government(s)	-	-	-	-	-	-
(d)	Venture Capital Funds	-	-	-	-	-	-
(e)	Insurance Companies	-	-	-	-	-	-
(f)	Foreign Institutional Investors	1,481,545	-	-	1,481,545	3.70	3.70
(g)	Foreign Venture Capital Investors	-	-	-	-	-	-
(h)	Qualified Foreign Investor	-	-	-	-	-	-
(i)	Any Other (specify)	-	-	-	-	-	-
	Sub-Total (B)(1)	1,481,545	-	-	1,481,545	3.70	3.70
(2)	Non-institutions						
(a)	Bodies Corporate	6,954,191	-	-	6,954,191	17.39	17.39
(b)	Individuals : - i. Individual shareholders holding nominal share capital up to Rs. 1 lakh.	2,791,666	-	-	2,791,666	6.98	6.98
	ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.	2,549,673	-	-	2,549,673	6.37	6.37
(c)	Qualified Foreign Investor	-	-	-	-	-	-
(d)	Any Other (specify)	-	-	-	-	-	-
(di)	Overseas-Bodies Corporate	342,334	-	-	342,334	0.86	0.86
(dii)	Clearing Member	30,528	-	-	30,528	0.08	0.08
(diii)	Non-resident Indians	79,701	-	-	79,701	0.20	0.20
(div)	Hindu Undivided Family	1,315,917	-	-	1,315,917	3.29	3.29
(dv)	Trust	6,000	-	-	6,000	0.02	0.02
	Sub-Total (B)(2)	14,070,010	-	-	14,070,010	35.18	35.18
	Total Public Shareholding (B)= (B)(1)+(B)(2)	15,551,555	-	-	15,551,555	38.88	38.88
	TOTAL (A)+(B)	40,000,000	-	-	40,000,000	100.00	100.00
(C)	Shares held by Custodians and against which Depository Receipts have been issued	-	-	-	-	-	-
	GRAND TOTAL (A)+(B)+(C)	40,000,000	-	-	40,000,000	100.00	100.00

For Welspun Projects Limited

Company Secretary