WELSPUN ENTERPRISES

August 13, 2019

WEL/SEC/2019

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10,	
BSE Limited	National Stock Exchange of India Limited
1 st Floor, Rotunda Bldg,	Exchange Plaza, C-1, Block-G,
Dalal Street, Fort,	Bandra Kurla Complex, Bandra (East),
Mumbai - 400 001.	Mumbai - 400 051.
Scrip Code: 532553	NSE Symbol: WELENT

Dear Sir/Madam,

Sub: Voting Results of the 25th Annual General Meeting pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the Scrutinizer's Report

Please take note of the results of voting (including e-voting) at Annual General Meeting held on Monday, August 12, 2019.

Date of the AGM: August 12, 2019 Total number of shareholders on record date (i.e. cut-off date): 50,349

No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: 4 Public: 29

No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Nil Public: Nil

Item No. 1: Ordinary Resolution to receive, consider and adopt the Financial Statement for the Financial Year ended on March 31, 2019 and the Report of Directors and Auditors thereon.

Resolution Req	uired (Ordinary	/Special)	Ordinary					
Whether promo interested in the			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)]*10 0	(7)= [(5)/(2)]*100
Promoter &		E-Voting	11,809,052	16.82	11,809,052	-	100.00	0.00
Promoter & Promoter	70,225,003	Poll	58,415,951	83.18	58,415,951		100.00	0.00
Group	70,225,005	Postal Ballot	-	0.00	-	-	-	-
Gloup		Total	70,225,003	100.00	70,225,003	-	100.00	0.00
		E-Voting	4,281,139	32.33	4,281,139	-	100.00	0.00
Public -	12 241 (05	Poll	-	0.00	-	-		-
Institutions	13,241,685	Postal Ballot	-	0.00	-	-	-	-
		Total	4,281,139	32.33	4,281,139	-	100.00	0.00
		E-Voting	2,107,388	3.26	2,107,388	-	100.00	0.00
Public – Non	(4 (1()(0	Poll	909	0.00	909	-	100.00	0.00
Institutions	64,616,368	Postal Ballot	-	0.00	-	-	-	-
		Total	2,108,297	3.26	2,108,297	-	100.00	0.00
Total Weispun Ente	148,083,056		76,614,439	51.74	76,614,439	-	100.00	0.00

Welspun House, Kamala City, Senapati Bapat Marg, Lower Parel (West), Mumbai 400 013, India. T : +91 22 6613 6000 / 2490 8000 F : +91 22 2490 8020

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Item No. 2: Ordinary Resolution to consider declaration of dividend for the Financial Year 2018-19 at the rate of 20% (i.e. Rs. 2/-) per share on 148,083,056 Equity Shares.

Resolution Req	uired (Ordinary	y/Special)	Ordinary					
Whether promo			No					
interested in th	e agenda/resolu	tion?						
Category	No. of	Mode of	No. of votes	% of votes	No. of Votes	No. of	% of votes	% of Votes
	shares held	Voting	polled	Polled on	- in favour	votes –	in favour	against on
				outstanding		against	on votes	votes
				shares			polled	polled
	(1)		(2)	(3) =	(4)	(5)	(6)=	(7)=
				[(2)/(1)]*100			[(4)/(2)]*100	[(5)/(2)]*100
Dromotor 6		E-Voting	11,809,052	16.82	11,809,052	-	100.00	0.00
Promoter & Promoter 70,225,003	Poll	58,415,951	83.18	58,415,951	-	100.00	0.00	
Group	70,225,005	PostalBallot	-	0.00			at.	×.
Group		Total	70,225,003	100.00	70,225,003	-	100.00	0.00
		E-Voting	4,394,464	33.19	4,394,464	-	100.00	0.00
Public -	13,241,685	Poll	-	0.00	-	-	-	
Institutions	10,241,000	PostalBallot	-	0.00	-	-	-	-
		Total	4,394,464	33.19	4,394,464	-	100.00	0.00
		E-Voting	2,107,388	3.26	2,107,364	24	100.00	0.00
Public – Non	64,616,368	Poll	909	0.00	909	-	100.00	0.00
Institutions	04,010,000	PostalBallot	-	0.00	-	-	-	-
		Total	2,108,297	3.26	2,108,273	24	100.00	0.00
Total	148,083,056		76,727,764	51.81	76,727,740	24	100.00	0.00

Item No. 3: Ordinary Resolution to appoint a Director in place of Mr. Sandeep Garg (DIN: 00036419), as a director of the Company, liable to retire by rotation.

Resolution Req	uired (Ordinary	/Special)	Ordinary				÷	
Whether promo	ter/promoter gr	oup are	No					
interested in the	e agenda/ resolu	ition?						
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
Promoter &		E-Voting	11,809,052	16.82	11,809,052	-	100.00	0.00
Promoter &	70 225 002	Poll	58,415,951	83.18	58,415,951	5 8	100.00	0.00
Group	70,225,003	PostalBallot	-	0.00	-	-	-	
Group		Total	70,225,003	100.00	70,225,003	-	100.00	0.00
	~	E-Voting	4,394,464	33.19	4,394,464	-	100.00	0.00
Public -	13,241,685	Poll	-	0.00	-	-	-	-
Institutions	13,241,003	PostalBallot	~	0.00	-	-	=	-
		Total	4,394,464	33.19	4,394,464	-	100.00	0.00
		E-Voting	2,107,388	3.26	2,106,992	396	99.98	0.02
Public – Non	64 616 269	Poll	909	0.00	909	5 0	100.00	0.00
Institutions	64,616,368	PostalBallot	-	0.00	-	-	-	-
		Total	2,108,297	3.26	2,107,901	396	99.98	0.02
Total	148,083,056		76,727,764	51.81	76,727,368	396	100.00	0.00

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Item No. 4: Ordinary Resolution to ratify the appointment of, and remuneration to, M/s MGB & Co. LLP, Chartered Accountant, as Statutory Auditors of the Company to hold office from the conclusion of the 25th Annual General Meeting till the conclusion of the 26th Annual General Meeting.

Resolution Req	uired (Ordinary	/Special)	Ordinary					
Whether promo	ter/promoter gr	oup are	No					
interested in the	e agenda/resolu	tion?						
Category	No. of	Mode of	No. of votes	% of votes	No. of Votes	No. of	% of votes	% of Votes
	shares held	Voting	polled	Polled on	– in favour	votes –	in favour	against on
				outstanding		against	on votes	votes
				shares			polled	polled
	(1)		(2)	(3) =	(4)	(5)	(6)=	(7)=
				[(2)/(1)]*100			[(4)/(2)]*100	[(5)/(2)]*100
Promoter &		E-Voting	11,809,052	16.82	11,809,052	-	100.00	0.00
Promoter &	70 225 002	Poll	58,415,951	83.18	58,415,951	-	100.00	0.00
Group	70,225,003	PostalBallot	-	0.00	-	<u></u>	-	-
oroup		Total	70,225,003	100.00	70,225,003	-	100.00	0.00
		E-Voting	4,394,464	33.19	4,394,464	1.0	100.00	0.00
Public -	13,241,685	Poll	-	0.00	-	-	-	
Institutions	10,241,000	PostalBallot	-	0.00	-	-	-	-
		Total	4,394,464	33.19	4,394,464	-	100.00	0.00
		E-Voting	2,107,388	3.26	2,107,388	-	100.00	0.00
Public – Non	64 616 269	Poll	909	0.00	909		100.00	0.00
Institutions	64,616,368	PostalBallot	-	0.00	-	-		-
		Total	2,108,297	3.26	2,108,297	-	100.00	0.00
Total	148,083,056		76,727,764	51.81	76,727,764	-	100.00	0.00

Item No. 5: Special Resolution to appoint Dr. Aruna Sharma (DIN - 06515361), as an Independent Director, not liable to retire by rotation.

Resolution Req	uired (Ordinary	/Special)	Special					
Whether promo	ter/promoter gr	oup are	No					
interested in the	e agenda/resolu	tion?						
Category	No. of	Mode of	No. of votes	% of votes	No. of Votes	No. of	% of votes	% of Votes
	shares held	Voting	polled	Polled on	– in favour	votes –	in favour	against on
				outstanding	11	against	on votes	votes polled
				shares			polled	
	(1)		(2)	(3) =	(4)	(5)	(6)=	(7)=
				[(2)/(1)]*100			[(4)/(2)]*100	[(5)/(2)]*100
D		E-Voting	11,809,052	16.82	11,809,052	-	100.00	0.00
Promoter &	TO 005 000	Poll	58,415,951	83.18	58,415,951	-	100.00	0.00
Promoter Group	70,225,003	PostalBallot	-	0.00	08	-	3	đ.
		Total	70,225,003	100.00	70,225,003	-	100.00	0.00
		E-Voting	4,394,464	33.19	4,394,464	÷	100.00	0.00
Public -	13,241,685	Poll	-	0.00	-	-	-	-
Institutions	13,241,005	PostalBallot	-	0.00		=	-	-
		Total	4,394,464	33.19	4,394,464	-	100.00	0.00
		E-Voting	2,107,388	3.26	2,106,992	396	99.98	0.02
Public – Non	(4 (1()(9	Poll	909	0.00	909	-	100.00	0.00
Institutions	64,616,368	PostalBallot		0.00	12	-	-	-
		Total	2,108,297	3.26	2,107,901	396	99.98	0.02
Total Welspun Ente	148,083,056		76,727,764	51.81	76,727,368	396	100.00	0.00

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Item No. 6: Special Resolution to appoint Mr. Raghav Chandra, (DIN - 00057760), as an Independent Director, not liable to retire by rotation.

Resolution Req	uired (Ordinary	/Special)	Special					
Whether promo	ter/promoter gr	oup are	No					
interested in the	e agenda/resolu	tion?						
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
D 1 1		E-Voting	11,809,052	16.82	11,809,052	-	100.00	0.00
Promoter &	70 005 000	Poll	58,415,951	83.18	58,415,951	-	100.00	0.00
Promoter Group	70,225,003	PostalBallot	-	0.00	-	-	-	-
Group		Total	70,225,003	100.00	70,225,003	-	100.00	0.00
		E-Voting	4,394,464	33.19	4,394,464	-	100.00	0.00
Public -	13,241,685	Poll	-	0.00	-	-	-	-
Institutions	13,241,005	PostalBallot		0.00	-	-	.	-
		Total	4,394,464	33.19	4,394,464	-	100.00	0.00
		E-Voting	2,107,388	3.26	2,107,004	384	99.98	0.02
Public – Non	64 616 269	Poll	909	0.00	909	-	100.00	1.7
Institutions	64,616,368	PostalBallot	-	0.00	-	-	÷	-
		Total	2,108,297	3.26	2,107,913	384	99.98	0.02
Total	148,083,056		76,727,764	51.81	76,727,380	384	100.00	0.00

Item No. 7: Ordinary Resolution to ratify the remuneration to, M/s. Kiran J. Mehta, Cost Accountants as Cost Auditors of the Company for the financial year 2019-20

Resolution Req	uired (Ordinary	/Special)	Ordinary					
Whether promo	ter/promoter gr	oup are	No		52			
interested in the	e agenda/resolu	tion?						
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
D ()		E-Voting	11,809,052	16.82	11,809,052		100.00	0.00
Promoter & 70.	70 225 002	Poll	58,415,951	83.18	58,415,951	12	100.00	0.00
Group	70,225,003	PostalBallot	-	0.00		-	-	-
Gibup		Total	70,225,003	100.00	70,225,003	-	100.00	0.00
		E-Voting	4,394,464	33.19	4,394,464	-	100.00	0.00
Public -	13,241,685	Poll	-	0.00	-	-	-	-
Institutions	13,241,065	PostalBallot	-	0.00	-	-		-
		Total	4,394,464	33.19	4,394,464	-	100.00	0.00
		E-Voting	2,107,388	3.26	2,107,388	-	100.00	0.00
Public – Non	(1 (1()(9	Poll	909	0.00	909	0	100.00	0.00
Institutions	64,616,368	PostalBallot	-	0.00				
		Total	2,108,297	3.26	2,108,297	0	100.00	0.00
Total	148,083,056		76,727,764	51.81	76,727,764	0	100.00	0.00

Weispun Enterprises Limited

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Item No. 8: Ordinary Resolution for approval of material related party transactions for EPC Contracts entered into/to be entered between the Company and Project SPVs upto Rs. 10,000 crore for each project and upto Rs. 30,000 crore for all projects upto 5th Anniversary of the date of passing of the shareholders resolution approving the proposal or Annual General Meeting to be held in calendar year 2024, whichever is later.

Resolution Rec	uired (Ordinary	y/Special)	Ordinary					
	oter/promoter gi	~	Yes					
interested in th	e agenda/resolu	tion?						
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
Promoter &		E-Voting	-	0.00	-	<u></u>	-	-
	Promoter & 70,225,003	Poll	: 	0.00	-	-	-	-
Group	70,223,003	PostalBallot	-	0.00	-		-	-
Group		Total	-	-	-	-	-	-
		E-Voting	4,394,464	33.19	4,394,464	-	100.00	0.00
Public -	13,241,685	Poll	-	0.00	-	-	-	-
Institutions	13,241,005	PostalBallot	-	0.00	-	-	-	_
		Total	4,394,464	33.19	4,394,464	-	100.00	0.00
		E-Voting	2,107,388	3.26	2,107,316	72	100.00	0.00
Public – Non	64,616,368	Poll	909	0.00	909	-	100.00	-
Institutions	010,000	PostalBallot	-	0.00		-	-	-
		Total	2,108,297	3.26	2,108,225	72	100.00	0.00
Total	148,083,056		6,502,761	4.39	6,502,689	72	100.00	0.00

Item No. 9: Special Resolution authorizing Board of Directors under Section 180(1)(a) of the Companies Act, 2013 to mortgage, hypothecate, pledge and/or charge or create any security interest of the Company to secure borrowings for an aggregate amount not exceeding paid up capital plus free reserves plus securities premium plus Rs. 6,000 crore.

Resolution Req	uired (Ordinary	/Special)	Special					
Whether promo	ter/promoter gi	oup are	No					
interested in the	e agenda/resolu	tion?						
Category	No. of	Mode of	No. of votes	% of votes	No. of Votes	No. of	% of votes	% of Votes
	shares held	Voting	polled	Polled on	– in favour	votes –	in favour on	against on
				outstanding		against	votes polled	votes
				shares				polled
	(1)		(2)	(3) =	(4)	(5)	(6)=	(7)=
				[(2)/(1)]*100			[(4)/(2)]*100	[(5)/(2)]*100
Promoter &		E-Voting	11,809,052	16.82	11,809,052	-	100.00	-
Promoter &	70,225,003	Poll	58,415,951	83.18	58,415,951		100.00	-
Group	70,223,003	PostalBallot	~	0.00		-		
Group		Total	70,225,003	100.00	70,225,003	-	100.00	0.00
		E-Voting	4,394,464	33.19	4,394,464	-	100.00	0.00
Public-	13,241,685	Poll	-	0.00	-	-	-	-
Institutions	10,241,000	PostalBallot	-	0.00		1.4	-	-
Welspun Ente	rprises Limite	Total	4,394,464	33.19	4,394,464	-	100.00	0.00

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Public-		E-Voting	2,107,388	3.26	2,107,054	334	99.98	0.02
NonInstitutio	64,616,368	Poll	909	0.00	909	0	100.00	-
ns	04,010,308	PostalBallot	-	0.00	-	÷.	-	. .
115		Total	2,108,297	3.26	2,107,963	334	99.98	0.02
Total	148,083,056		76,727,764	51.81	76,727,430	334	100.00	0.00

Item No.10: Special Resolution approving increase in borrowing limits not exceeding the aggregate of paid up share capital plus free reserves plus securities premium plus Rs.3,500 crore under Section 180(1)(c) of the Companies Act, 2013.

Resolution Req	uired (Ordinary	/Special)	Special					
Whether promo	oter/promoter gr	oup are	No					
interested in th	e agenda/resolu	tion?						
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) =	(4)	(5)	(6)=	(7)=
				[(2)/(1)]*100			[(4)/(2)]*100	[(5)/(2)]*100
Promoter &		E-Voting	11,809,052	16.82	11,809,052	=	100.00	0.00
Promoter		Poll	58,415,951	83.18	58,415,951	-	100.00	0.00
Group	70,225,005	PostalBallot	-	0.00	-	-	-	-
Group		Total	70,225,003	100.00	70,225,003	-	100.00	0.00
5		E-Voting	4,281,139	32.33	4,281,139	-	100.00	0.00
Public-	13,241,685	Poll	-	0.00	-	-	-	-
Institutions	13,241,005	PostalBallot	-	0.00	-	-	-	-
		Total	4,281,139	32.33	4,281,139	-	100.00	0.00
		E-Voting	2,107,388	3.26	2,107,114	274	99.99	0.01
Public-Non	64 616 269	Poll	909	0.00	909	-	100.00	-
Institutions	64,616,368	PostalBallot	-	0.00	-	-	-	-
		Total	2,108,297	3.26	2,108,023	274	99.99	0.01
Total	148,083,056		76,614,439	51.74	76,614,165	274	100.00	0.00

Item No. 11: Special Resolution approving borrowing by offer of issue of securities on a private placement basis upto Rs. 2,000 crore.

Resolution Req	uired (Ordinary	/Special)	Special										
Whether promoter/promoter group are			No										
interested in the	e agenda/resolu	tion?											
Category	No. of	No. of Mode of		% of votes	No. of Votes	No. of	% of votes	% of Votes					
	shares held	Voting	polled	Polled on	- in favour	votes –	in favour on	against on					
				outstanding		against	votes polled	votes polled					
				shares									
	(1)		(2)	(3) =	(4)	(5)	(6)=	(7)=					
				[(2)/(1)]*100			[(4)/(2)]*100	[(5)/(2)]*100					
Promoter &		E-Voting	11,809,052	16.82	11,809,052	-	100.00	0.00					
Promoter	70,225,003	Poll	58,415,951	83.18	58,415,951	-	100.00	0.00					
Group	arprises Limite	PostalBallot	-	0.00	-	-	-	-					

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		Total	70,225,003	100.00	70,225,003	-	100.00	0.00
Public- Institutions	13,241,685	E-Voting	2,934,794	22.16	2,934,794	-	100.00	0.00
		Poll	-	0.00	-	-	-	-
		PostalBallot	-	0.00	-	-	-	-
		Total	2,934,794	22.16	2,934,794	-	100.00	0.00
Public-Non Institutions	64,616,368	E-Voting	2,107,388	3.26	2,106,982	406	99.98	0.02
		Poll	909	0.00	909	-	100.00	0.00
		PostalBallot	-	0.00	-	-	-	-
		Total	2,108,297	3.26	2,107,891	406	99.98	0.02
Total	148,083,056		75,268,094	50.83	75,267,688	406	100.00	0.00

Accordingly, the above resolutions have been passed by the Shareholders of the Company.

Thanking you.

FCS - 7805

For Welspun Enterprises Limited

Nor d Priva Pakhare **Company Secretary**

undste n

Welspun Enterprises Limited

Welspun House, Kamala City, Senapati Bapat Marg, Lower Parel (West), Mumbai 400 013, India. T : +91 22 6613 6000 / 2490 8000 F : +91 22 2490 8020 E-mail : companysecretary_wel@welspun.com Website : www.welspunenterprises.com

Registered Address: Welspun City, Village Versamedi, Taluka Anjar, District Kutch, Gujarat 370 110, India. T : +91 2836 662222 F : +91 2836 279010

US SPZ & ASSOCIATES COMPANY SECRETARIES Off.Add. : A-Wing, 202, Kolshet Rd., Dhokali Naka, Cosmos Nest, Thane (W), MH - 400 607, India

Mob.: 9373059147, 9960062228, Email: cssunilzore@gmail.com

SCRUTINIZER REPORT

(Pursuant to provision of Sections 108 and 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

Τо,

The Chairman of Annual General Meeting. Welspun Enterprises Limited (The "Company") (CIN- I 45201GJ1994PLC023920) Regd. Office: Welspun City, Village Versamedi, Taluka-Anjar, District Kutch, Gujarat 370 110, India.

<u>Subject:</u> Combined Report of Scrutinizer on E-Voting & Ballot Process for passing the resolutions in the 25th Annual General Meeting of the Company held on August 12, 2019.

Dear Sir,

The Board of Directors of the Company at its meeting held on May 15, 2019 has appointed CS Sunil Zore (Certificate of Practice No. 11837) Proprietor of M/s SPZ & Associates, Company Secretaries, having office at 202, Wing "A", Cosmos Nest, Dhokali Naka, Thane (W)-400607 as Scrutinizer to conduct E-Voting & Ballot Process, pursuant to Sections 108 and 110 of the Companies Act, 2013 read with rules of the Companies (Management & Administration) Rule, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in a fair and transparent manner and ascertaining the requisite majority in E-voting and Ballot Process carried out as per the provisions of the Companies Act, 2013 to pass the resolutions as per the Notice of 25th Annual General Meeting of the Company dated May 15, 2019 (The "Notice").

The Company has appointed National Securities Depository Limited (NSDL) as the Service Provider ("Service Provider"), for extending the facility of E-voting Process to the shareholders of the Company which commenced from Friday, August 9, 2019 (9:00 am) and ended on Sunday, August 11, 2019 (5:00 pm).

The Service Provider had provided a system for recording the votes of the shareholders electronically on all the items of the business sought to be transacted at the Annual General Meeting.

The Cut-off Date for the purposes of identifying the shareholders who will be entitled to vote on the resolutions placed for approval of the shareholders was August 5, 2019. As on Cut-off Date, there were 50349 shareholders of the Company having 14,80,53,036, company shares.

SAN

SPZ & ASSOCIATES COMPANY SECRETARIES Off.Add.: A-Wing, 202, Kolshet Rd., Dhokali Naka, Cosmos Nest, Thane (W), MH - 400 607, India Mob.: 9373059147, 9960062228, Email: cssunilzore@gmail.com

The Notices sent (both through email and physical form) contained the detailed procedure to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014.

At the end of the voting period on Sunday, August 11, 2019 (5:00 pm), the voting portal of the Service Provider was blocked forthwith. The votes cast through e-Voting facility was duly unblocked by me as a Scrutinizer in the presence of Mr. Tomson Koshy and Ms. Chanchal Sharma who acted as the witnesses, as prescribed in Sub Rule 3(xi) of Rule 20 of Companies (Management and Administration) Rules, 2014.

As a Scrutinizer the report of the E-Voting and Ballot Process carried out by the shareholders was duly complied, the details of which are given in <u>Annexure "A"</u> which is part of this report.

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

We hereby confirm that we are maintaining the Register received from the Service Provider and the Company in electronic and physical form, in respect of the votes cast through e-voting and through Ballot Process by the shareholders of the Company. We have handed over these records to you.

Thanking you

Yours Faithfully For SPZ & Associates Company Secretaries

CS Suril

CP NO. 11837 Place : Welspun City, Anjar Date : 12/08/2019

Yours worky

Mr. Tomson Koshy Witness



Ms. Chanchal Sharma Witness

		Scrutinizer Report Votes in favour of the resolution						Votes againest the resolution				Tota Voting		
Item No. of Notice	Type of Resolution	Resolution Details	Type of Voting	Number cf members present and voting (in person cr by	In favour of the f Number of Votes cast by them	%age	Number of	Number of votes cast by them	%age	Number of members present and voting (m person or by proxy)	Number of Votes cast by them (é+9)	% age (7+10)	Invalid v Number of members present and voting (in person or by proxy)	Num ber
				proxy)						(*+8)				
1	2	3	4	5	6	7	8	9	10	11	2	13	14	15
		To receive, consider and adopt the financial statements		53		-	0			53	18197579 58416860		-	-
tem No.	Ordirnary	for the financial year enced March 31, 2019 and the	Ballot	10	58416860	-	0	5	-	10	56410800	-	-	-
Resolution re	reports of the Board of Directors and the Auditors thereon.		63		100.0009	0	C	0	63	76614439		-	-	
tem No.	Ordirnary	To consider declaration of dividend on Equity Shares.	E-voting	53		-	1	24	-	54	18310904	-	-	-
	Resolution		Ballot	10		-	0	24	-	10 64	5\$416860 76727764	- 100.0000	-	-
			Tota	63		100.0000	1	395	U	54	18310904			-
tem No.	Ordirnary	Appointment of Mr. Sandeep Garg (DIN: 20036419),	E-voting	52 10			2	0,000	-	10	58416860	-	-	-
3 Resolution	as a director of the Company, liable to retire my rotation.	Ballot Tota	62		- 99,9995	2	396	- 0.0005	64	7€727764	100.0000	-	-	
		Detification of American of M/a MCD 5 Co LLD		52			0	3,0		54	18310904		-	-
tem No.	Ordirnary	Ratification of Appointment of M/s. MGB & Co. LLP, Chartered Accountant as Statutory Auditors and fixing		10		-	0	3		10	58416860	-	-	-
	Resolution	their remuneration.	Tota.	64		100.0000	0	3	0	64	76727764	100.0000	-	-
		Appointment of Dr. Aruna Sharma (DIN:06515361), as		52		-	2	395	-	54	18310904		-	-
	an Independent Director.	Ballot	10		-	0	C		10	58416860		-	-	
	an maspendent Director.	Tota.	62		99.9995	2	396	0.0005	64	76727764		-	-	
	0	Appointment of Mr. Ragnav Chandra (DIN:20057760),		53		-	1	384	-	54	18310904		-	-
em No.	Special	as an Independent Director.	Ballot	10		-	0	C 2	-	10	58416860		-	-
	Resolution		Tota.	63		99.9995	1	384	0.0005	64	76727764		-	-
em No.	Ordirnary	Ratification of payment of remuneration to the Cost		54			0	2	-	54	18310904		-	-
em no.	Resolution	Auditors.	Ballot	10			0	<u>)</u>	-	10	58416860		-	-
	Resolution		Tota	64		100.0000	0		0	64	76727764	100.0000	-	-
tem No.	Ordirnary	Approval for material transactions to be entered into with related parties		45		-	2	72		47	6501852 909	-	-	-
	Resolution		Ballot	9	909	-	0			56	6502761	100.0000	-	-
			Tota	54		99.9989	4			54	1\$310904		-	-
Item No. Special h 9 Resolution 1 p	Authority to the Beart of Directors to mortgage,		50 10		-	4			10	58416860		-	-	
	hypothecate, pledge and/or charge or create any security interest to secure borrowings pursuant to Section 180(1)(a) upto amount not exceeding aggregate of the paid up capital plus free reserves plus security premium plus Rs. 6,000 crore.	Tata	60	76727430	99.9995	4	334	0.0004	64	7 6 727764	100.0000	-	2	
		Authority to borrow tapar: from temporary loans		50		-	3			53	18197579	-	-	
		(including working capital facilities obtained from the		10	58416860	-	0	C	-	10	5\$416860	-	-	-
em No. Special 0 Resolution	Company's banker in the ordinary course of business) pursuant to Section 130 (1)(2) of the Companies Act, 2013 upto amount not exceeding aggregate of the paid up capital plus free reserves plus security premium plus Rs. 3,500 crore.	Tota.	60	76614165		3	274	0.0004	63	76614439		ATES,	COM	
tom Mo	Special Borrowing by	Borrowing by offer of issue of securities on a private	E-voting	43			3			46	16851234		2/	
item No. Special	placement basis.	Ballot	10			0			10	58416860		<u>51 Fi</u>	NA	
11 Resolution			Tota.	53	75267688	99.9995	3	406	0.0005	56	75268094	100.0000		No Y