

WEL/SEC/2017

September 29, 2017

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
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Dear Sir/Madam,

**Sub: Voting Results of the 23<sup>rd</sup> Annual General Meeting pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the Scrutinizer's Report**

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Regulations") read with SEBI Circular No. CIR/CFD/CMD/8/2015 dated November 04, 2015 and other relevant provisions, if any, of the Regulations, please find enclosed herewith the details of the voting (including e-voting) results in Annexure I along with the Scrutinizer's Report on e-voting and voting through ballot paper in respect of the resolutions stated in the Notice dated August 11, 2017 and passed with requisite majority at the 23<sup>rd</sup> Annual General Meeting of the Company held on September 28, 2017.

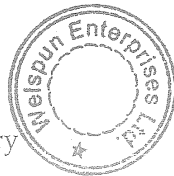
Request you to please take note of the same and update your records.

Thanking you.

Yours Faithfully,

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

  
Indu Daryani  
Company Secretary



Encl: As above

## Voting Results

Date of AGM/ECM (the resolution was passed through ballot voting including e-voting)		28.09.2017
Total number of shareholders on record date (Cut-off date) on 21.09.2017		49,498
No. of Shareholders present in the meeting either in person or through proxy		Total: 33
Promoters and Promoter Group:	4	
Public:	29	
No. of Shareholders attended the meeting through Video Conferencing		Total: N.A.
Promoters and Promoter Group:	N.A.	
Public:	N.A.	

## Agenda-Wise disclosure

Resolution 1: Adoption of the consolidated as well as standalone audited financial statements of the Company for the financial year ended March 31, 2017 together with Auditors' Report and Directors' Report thereon.

Resolution Required (Ordinary/Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of votes - in favor	No. of votes - against	% of votes in favor 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	6,57,41,081	204	0.00	204	0	100.00	0.00
	Poll		6,28,15,811	95.55	6,28,15,811	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		6,28,16,015	95.55	6,28,16,015	0	100	0.00
Public - Institutions	E-voting	1,68,27,741	18,35,177	10.91	18,35,177	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		18,35,177	10.91	18,35,177	0	100.00	0.00
Public - Non Institutions	E-voting	6,49,64,234	62,412	0.10	62,312	100	99.84	0.16
	Poll		49,706	0.08	49,706	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		1,12,118	0.17	1,12,018	100	99.91	0.09
Total		14,75,33,056	6,47,63,310	43.90	6,47,63,210	100	100.00	0.00

For Welspun Enterprises Limited

*Anshu*  
Company Secretary

Resolution 2: Declaration of Dividend on equity shares @ Re. 0.75 per share of the face value of Rs. 10 each (i.e. 7.5%) on 147,533,056 equity shares

Resolution Required (Ordinary/Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of votes - in favor	No. of votes - against	% of votes in favor 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	6,57,41,081	204	0.00	204	0	100.00	0.00
	Poll		6,28,15,811	95.55	6,28,15,811	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	<b>Total</b>		<b>6,28,16,015</b>	<b>95.55</b>	<b>6,28,16,015</b>	<b>0</b>	<b>100</b>	<b>0.00</b>
Public - Institutions	E-voting	1,68,27,741	18,35,177	10.91	18,35,177	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	<b>Total</b>		<b>18,35,177</b>	<b>10.91</b>	<b>18,35,177</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public - Non Institutions	E-voting	6,49,64,234	63,018	0.10	62,918	100	99.84	0.16
	Poll		49,706	0.08	49,706	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	<b>Total</b>		<b>1,12,724</b>	<b>0.17</b>	<b>1,12,624</b>	<b>100</b>	<b>99.91</b>	<b>0.09</b>
<b>Total</b>		<b>14,75,33,056</b>	<b>6,47,63,916</b>	<b>43.90</b>	<b>6,47,63,816</b>	<b>100</b>	<b>100.00</b>	<b>0.00</b>

Resolution 3: Re-appointment of Mr. Sandeep Garg (DIN 00036419) as director of the Company, liable to retire by rotation

Resolution Required (Ordinary/Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of votes - in favor	No. of votes - against	% of votes in favor 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	6,57,41,081	204	0.00	204	0	100.00	0.00
	Poll		6,28,15,811	95.55	6,28,15,811	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	<b>Total</b>		<b>6,28,16,015</b>	<b>95.55</b>	<b>6,28,16,015</b>	<b>0</b>	<b>100</b>	<b>0.00</b>
Public - Institutions	E-voting	1,68,27,741	18,35,177	10.91	18,35,177	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	<b>Total</b>		<b>18,35,177</b>	<b>10.91</b>	<b>18,35,177</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public - Non Institutions	E-voting	6,49,64,234	62,580	0.10	62,240	340	99.46	0.54
	Poll		49,706	0.08	49,706	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	<b>Total</b>		<b>1,12,286</b>	<b>0.17</b>	<b>1,11,946</b>	<b>340</b>	<b>99.70</b>	<b>0.30</b>
<b>Total</b>		<b>14,75,33,056</b>	<b>6,47,63,478</b>	<b>43.90</b>	<b>6,47,63,138</b>	<b>340</b>	<b>100.00</b>	<b>0.00</b>

For Welspun Enterprises Limited

*Joshi*  
Company Secretary

Resolution 4: Re-appointment of Mr. Mintoo Bhandari (DIN 00054831) as director of the Company, liable to retire by rotation								
Resolution Required (Ordinary/Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of votes - in favor	No. of votes - against	% of votes in favor 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	6,57,41,081	204	0.00	204	0	100.00	0.00
	Poll		6,28,15,811	95.55	6,28,15,811	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		6,28,16,015	95.55	6,28,16,015	0	100	0.00
Public - Institutions	E-voting	1,68,27,741	18,35,177	10.91	0	18,35,177	0.00	100.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		18,35,177	10.91	0	18,35,177	-	100.00
Public - Non Institutions	E-voting	6,49,64,234	61,840	0.10	61,500	340	99.45	0.55
	Poll		49,706	0.08	49,706	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		1,11,546	0.17	1,11,206	340	99.70	0.30
Total		14,75,33,056	6,47,62,738	43.90	6,29,27,221	18,35,517	97.17	2.83

Resolution 5: Ratification of appointment of M/s. MGB & Co., LLP, Chartered Accountants as Statutory Auditors of the Company								
Resolution Required (Ordinary/Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of votes - in favor	No. of votes - against	% of votes in favor 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	6,57,41,081	204	0.00	204	0	100.00	0.00
	Poll		6,28,15,811	95.55	6,28,15,811	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		6,28,16,015	95.55	6,28,16,015	0	100.00	0.00
Public - Institutions	E-voting	1,68,27,741	18,35,177	10.91	18,35,177	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		18,35,177	10.91	18,35,177	0	100.00	0.00
Public - Non Institutions	E-voting	6,49,64,234	62,460	0.10	62,252	208	99.67	0.33
	Poll		49,706	0.08	49,706	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		1,12,166	0.17	1,11,958	208	99.81	0.19
Total		14,75,33,056	6,47,63,358	43.90	6,47,63,150	208	100.00	0.00

For Walspun Enterprises Limited

*Judhu*  
Company Secretary

Resolution 6: Appointment of Mr. Dhruv Subodh Kaji (DIN: 00192559) as an Independent Director of the Company for a term of 5 consecutive years w.e.f May 30, 2017

Resolution Required (Ordinary/Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of votes - in favor	No. of votes - against	% of votes in favor 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	6,57,41,081	204	0.00	204	0	100.00	0.00
	Poll		6,28,15,811	95.55	6,28,15,811	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		6,28,16,015	95.55	6,28,16,015	0	100	0.00
Public - Institutions	E-voting	1,68,27,741	18,35,177	10.91	18,18,365	16,812	99.08	0.92
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		18,35,177	10.91	18,18,365	16,812	99.08	0.92
Public - Non Institutions	E-voting	6,49,64,234	62,580	0.10	62,240	340	99.46	0.54
	Poll		49,706	0.08	49,706	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		1,12,286	0.17	1,11,946	340	99.70	0.30
Total		14,75,33,056	6,47,63,478	43.90	6,47,46,326	17,152	99.97	0.03

Resolution 7: Ratification of payment of remuneration to the Cost Auditors for FY 2017-18

Resolution Required (Ordinary/Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of votes - in favor	No. of votes - against	% of votes in favor 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	6,57,41,081	204	0.00	204	0	100.00	0.00
	Poll		6,28,15,811	95.55	6,28,15,811	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		6,28,16,015	95.55	6,28,16,015	0	100	0.00
Public - Institutions	E-voting	1,68,27,741	18,35,177	10.91	18,35,177	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		18,35,177	10.91	18,35,177	0	100.00	0.00
Public - Non Institutions	E-voting	6,49,64,234	61,720	0.10	61,512	208	99.66	0.34
	Poll		49,706	0.08	49,706	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		1,11,426	0.17	1,11,218	208	99.81	0.19
Total		14,75,33,056	6,47,62,618	43.90	6,47,62,410	208	100.00	0.00

For Welspun Enterprises Limited

*Indu*  
Company Secretary

Resolution 8: Alteration of Articles of Association of the Company for deletion of Article 241 and its reference, wherever appearing, in the Articles.

Resolution Required (Ordinary/Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of votes - in favor	No. of votes - against	% of votes in favor 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	6,57,41,081	204	0.00	204	0	100.00	0.00
	Poll		6,28,15,811	95.55	6,28,15,811	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		6,28,16,015	95.55	6,28,16,015	0	100.00	0.00
Public - Institutions	E-voting	1,68,27,741	18,35,177	10.91	18,35,177	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		18,35,177	10.91	18,35,177	0	100.00	0.00
Public - Non Institutions	E-voting	6,49,64,234	62,268	0.10	59,036	3,232	94.81	5.19
	Poll		49,706	0.08	49,706	0	100.00	-
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		1,11,974	0.17	1,08,742	3,232	97.11	2.89
Total		14,75,33,056	6,47,63,166	43.90	6,47,59,934	3,232	100.00	0.00

Resolution 9: Authorisation to Board of Directors to make voluntary contribution to charitable and other bonafide funds up to Rs. 4 crores or 2% of profit p.a. as determined u/s 198 of the Companies Act, 2013 for the financial year in which the contribution is made, whichever is higher.

Resolution Required (Ordinary/Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of votes - in favor	No. of votes - against	% of votes in favor 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	6,57,41,081	204	0.00	204	0	100.00	0.00
	Poll		6,28,15,811	95.55	6,28,15,811	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		6,28,16,015	95.55	6,28,16,015	0	100.00	0.00
Public - Institutions	E-voting	1,68,27,741	18,35,177	10.91	16,812	18,18,365	0.92	99.08
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		18,35,177	10.91	16,812	18,18,365	0.92	99.08
Public - Non Institutions	E-voting	6,49,64,234	62,460	0.10	26,626	35,834	42.63	57.37
	Poll		49,706	0.08	49,706	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		1,12,166	0.17	76,332	35,834	68.05	31.95
Total		14,75,33,056	6,47,63,358	43.90	6,29,09,159	18,54,199	97.14	2.86

For Welspun Enterprises Limited

  
Company Secretary

Resolution 10: Re-appointment of Mr. Sandeep Garg (DIN 00036419) as Managing Director of the Company for 5 years w.e.f July 16, 2017 at remuneration provided in the resolution								
Resolution Required (Ordinary/Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				-				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of votes - in favor	No. of votes - against	% of votes in favor 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	6,57,41,081	204	0.00	204	0	100.00	0.00
	Poll		6,28,15,811	95.55	6,28,15,811	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		6,28,16,015	95.55	6,28,16,015	0	100	0.00
Public - Institutions	E-voting	1,68,27,741	18,35,177	10.91	16,812	18,18,365	0.92	99.08
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		18,35,177	10.91	16,812	18,18,365	0.92	99.08
Public - Non Institutions	E-voting	6,49,64,234	62,580	0.10	62,240	340	99.46	0.54
	Poll		49,706	0.08	49,706	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		1,12,286	0.17	1,11,946	340	99.70	0.30
Total		14,75,33,056	6,47,63,478	43.90	6,29,44,773	18,18,705	97.19	2.81

Resolution 11: Increase in remuneration of Mr. Balkrishan Goenka, Chairman (Executive), to Rs. 5 Crore p.a. w.e.f. July 01, 2017 on Cost-to-Company basis plus commission @ 2% of annual profit (excluding profit/loss from capital receipts and fixed assets disposition) on consolidated basis.								
Resolution Required (Ordinary/Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes, Mr. Balkrishan Goenka is interested to the extent of his shareholding in the Company				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of votes - in favor	No. of votes - against	% of votes in favor 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	6,57,41,081	120	0.00	120	0	100.00	0.00
	Poll		6,28,15,811	95.55	6,28,15,811	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		6,28,15,931	95.55	6,28,15,931	0	100	0.00
Public - Institutions	E-voting	1,68,27,741	18,35,177	10.91	18,18,365	16,812	99.08	0.92
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		18,35,177	10.91	18,18,365	16,812	99.08	0.92
Public - Non Institutions	E-voting	6,49,64,234	62,580	0.10	25,436	37,144	40.65	59.35
	Poll		49,706	0.08	49,706	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		1,12,286	0.17	75,142	37,144	66.92	33.08
Total		14,75,33,056	6,47,63,394	43.90	6,47,09,438	53,956	99.92	0.08

For Welspun Enterprises Limited

*Sandeep*  
Company Secretary

Resolution 12: Approval of Welspun Enterprises Limited - Employees Stock Option Plan, 2017 ("WEL ESOP SCHEME 2017")								
Resolution Required (Ordinary/Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				-				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of votes - in favor	No. of votes - against	% of votes in favor 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	6,57,41,081	204	0.00	204	0	100.00	0.00
	Poll		6,28,15,811	95.55	6,28,15,811	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		6,28,16,015	95.55	6,28,16,015	0	100	0.00
Public - Institutions	E-voting	1,68,27,741	18,35,177	10.91	0	18,35,177	0.00	100.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		18,35,177	10.91	0	18,35,177	0.00	100.00
Public - Non Institutions	E-voting	6,49,64,234	62,505	0.10	57,019	5,486	91.22	8.78
	Poll		49,706	0.08	49,706	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		1,12,211	0.17	1,06,725	5,486	95.11	4.89
<b>Total</b>		<b>14,75,33,056</b>	<b>6,47,63,403</b>	<b>43.90</b>	<b>6,29,22,740</b>	<b>18,40,663</b>	<b>97.16</b>	<b>2.84</b>

For Welspun Enterprises Limited

*Jade*  
Company Secretary



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**MIHEN HALANI & ASSOCIATES**

*Practicing Company Secretaries*

32, First Floor, Shantinath Shopping Centre, Near Aditi Restaurant, S.V. Road, Malad (West),  
Mumbai – 400 064, Tel No.: +91 84519 92333 Email: [mihenhalani@gmail.com](mailto:mihenhalani@gmail.com)

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**SCRUTINIZER'S REPORT**

To,  
The Chairman

23<sup>rd</sup> Annual General Meeting of Shareholders of Welspun Enterprises Limited held on Thursday, September 28, 2017 at 11.30 a.m. at the registered office of the Company situated at Welspun City, Village Versamedi, Taluka Anjar, District Kutch, Gujarat - 370 110.

Dear Sir,

Re: Scrutinizer's Report on Voting through Poll and Electronic means

We, M/s. Mihen Halani & Associates, Practicing Company Secretaries have been appointed by the Board of Directors of Welspun Enterprises Limited as Scrutinizer to conduct the voting by way of poll and electronic means, hereby submit our report as under;

- The consolidated result of Poll and E-Voting is attached to the report.

For Mihen Halani & Associates  
(Practicing Company Secretaries)

Date: 29<sup>th</sup> September, 2017  
Place: Mumbai



*Mihen Halani*  
Mihen Halani  
(Proprietor)  
ACS No: 32176  
CP No: 12015

Report on Voting through Poll and electronic means

VOTING RESULTS FOR RESOLUTION NO. 1

(i) Details of Valid Votes

Particular	Physical		E Voting		Grand Total	
	Total Number of Shareholders	Total Voting Rights	Total Number of Shareholders	Total Voting Rights	Total Number of Shareholders	Total Voting Rights
Total Number of Shares	33	62865517	71	1897793	104	64763310
Invalid Votes	0	0	0	0	0	0
Valid Votes	33	62865517	71	1897793	104	64763310

(ii) Details of Percentage of Voting

Details of Valid ballots	No. of Ballots and E Votes	No. of Equity Shares of the Nominal Value of Rs. 10 each (No. of Votes)	Percentage (%)
Assent	103	64763210	100.00
Dissent	1	100	0.00
TOTAL	104	64763310	100

Result Declared: The Resolution passed as an Ordinary Resolution.



VOTING RESULTS FOR RESOLUTION NO. 2

(i) Details of Valid Votes

Particular	Physical		E Voting		Grand Total	
	Total Number of Shareholders	Total Voting Rights	Total Number of Shareholders	Total Voting Rights	Total Number of Shareholders	Total Voting Rights
Total Number of Shares	33	62865517	73	1898399	106	64763916
Invalid Votes	0	0	0	0	0	0
Valid Votes	33	62865517	73	1898399	106	64763916

(ii) Details of Percentage of Voting

Details of Valid ballots	No. of Ballots and E Votes	No. of Equity Shares of the Nominal Value of Rs. 10 each (No. of Votes)	Percentage (%)
Assent	105	64763816	100.00
Dissent	1	100	0.00
TOTAL	106	64763916	100

Result Declared: The Resolution passed as an Ordinary Resolution.



### VOTING RESULTS FOR RESOLUTION NO. 3

(i) Details of Valid Votes

Particular	Physical		E Voting		Grand Total	
	Total Number of Shareholders	Total Voting Rights	Total Number of Shareholders	Total Voting Rights	Total Number of Shareholders	Total Voting Rights
Total Number of Shares	33	62865517	72	1897961	105	64763478
Invalid Votes	0	0	0	0	0	0
Valid Votes	33	62865517	72	1897961	105	64763478

(ii) Details of Percentage of Voting

Details of Valid ballots	No. of Ballots and E Votes	No. of Equity Shares of the Nominal Value of Rs. 10 each (No. of Votes)	Percentage (%)
Assent	102	64763138	100.00
Dissent	3	340	0.00
TOTAL	105	64763478	100

Result Declared: The Resolution passed as an Ordinary Resolution.



VOTING RESULTS FOR RESOLUTION NO. 4

(i) Details of Valid Votes

Particular	Physical		E Voting		Grand Total	
	Total Number of Shareholders	Total Voting Rights	Total Number of Shareholders	Total Voting Rights	Total Number of Shareholders	Total Voting Rights
Total Number of Shares	33	62865517	71	1897221	104	64762738
Invalid Votes	0	0	0	0	0	0
Valid Votes	33	62865517	71	1897221	104	64762738

(ii) Details of Percentage of Voting

Details of Valid ballots	No. of Ballots and E Votes	No. of Equity Shares of the Nominal Value of Rs. 10 each (No. of Votes)	Percentage (%)
Assent	91	62927221	97.17
Dissent	13	1835517	2.83
TOTAL	104	64762738	100

Result Declared: The Resolution passed as an Ordinary Resolution.



## VOTING RESULTS FOR RESOLUTION NO. 5

### (i) Details of Valid Votes

Particular	Physical		E Voting		Grand Total	
	Total Number of Shareholders	Total Voting Rights	Total Number of Shareholders	Total Voting Rights	Total Number of Shareholders	Total Voting Rights
Total Number of Shares	33	62865517	71	1897841	104	64763358
Invalid Votes	0	0	0	0	0	0
Valid Votes	33	62865517	71	1897841	104	64763358

### (ii) Details of Percentage of Voting

Details of Valid ballots	No. of Ballots and E Votes	No. of Equity Shares of the Nominal Value of Rs. 10 each (No. of Votes)	Percentage (%)
Assent	102	64763150	100.00
Dissent	2	208	0.00
TOTAL	104	64763358	100

Result Declared: The Resolution passed as an Ordinary Resolution.



**VOTING RESULTS FOR RESOLUTION NO. 6**

**(i) Details of Valid Votes**

Particular	Physical		E Voting		Grand Total	
	Total Number of Shareholders	Total Voting Rights	Total Number of Shareholders	Total Voting Rights	Total Number of Shareholders	Total Voting Rights
Total Number of Shares	33	62865517	72	1897961	105	64763478
Invalid Votes	0	0	0	0	0	0
Valid Votes	33	62865517	72	1897961	105	64763478

**(ii) Details of Percentage of Voting**

Details of Valid ballots	No. of Ballots and E Votes	No. of Equity Shares of the Nominal Value of Rs. 10 each (No. of Votes)	Percentage (%)
Assent	101	64746326	99.97
Dissent	4	17152	0.03
<b>TOTAL</b>	<b>105</b>	<b>64763478</b>	<b>100</b>

**Result Declared:** The Resolution passed as a Special Resolution.



**VOTING RESULTS FOR RESOLUTION NO. 7**

**(i) Details of Valid Votes**

Particular	Physical		E Voting		Grand Total	
	Total Number of Shareholders	Total Voting Rights	Total Number of Shareholders	Total Voting Rights	Total Number of Shareholders	Total Voting Rights
Total Number of Shares	33	62865517	70	1897101	103	64762618
Invalid Votes	0	0	0	0	0	0
Valid Votes	33	62865517	70	1897101	103	64762618

**(ii) Details of Percentage of Voting**

Details of Valid ballots	No. of Ballots and E Votes	No. of Equity Shares of the Nominal Value of Rs. 10 each (No. of Votes)	Percentage (%)
Assent	101	64762410	100.00
Dissent	2	208	0.00
<b>TOTAL</b>	<b>103</b>	<b>64762618</b>	<b>100</b>

**Result Declared:** The Resolution passed as an Ordinary Resolution.





VOTING RESULTS FOR RESOLUTION NO. 8

(i) Details of Valid Votes

Particular	Physical		E Voting		Grand Total	
	Total Number of Shareholders	Total Voting Rights	Total Number of Shareholders	Total Voting Rights	Total Number of Shareholders	Total Voting Rights
Total Number of Shares	33	62865517	69	1897649	102	64763166
Invalid Votes	0	0	0	0	0	0
Valid Votes	33	62865517	69	1897649	102	64763166

(ii) Details of Percentage of Voting

Details of Valid ballots	No. of Ballots and E Votes	No. of Equity Shares of the Nominal Value of Rs. 10 each (No. of Votes)	Percentage (%)
Assent	99	64759934	100.00
Dissent	3	3232	0.00
<b>TOTAL</b>	<b>102</b>	<b>64763166</b>	<b>100</b>

**Result Declared:** The Resolution passed as a Special Resolution.



VOTING RESULTS FOR RESOLUTION NO. 9

(i) Details of Valid Votes

Particular	Physical		E Voting		Grand Total	
	Total Number of Shareholders	Total Voting Rights	Total Number of Shareholders	Total Voting Rights	Total Number of Shareholders	Total Voting Rights
Total Number of Shares	33	62865517	71	1897841	104	64763358
Invalid Votes	0	0	0	0	0	0
Valid Votes	33	62865517	71	1897841	104	64763358

(ii) Details of Percentage of Voting

Details of Valid ballots	No. of Ballots and E Votes	No. of Equity Shares of the Nominal Value of Rs. 10 each (No. of Votes)	Percentage (%)
Assent	88	62909159	97.14
Dissent	16	1854199	2.86
TOTAL	104	64763358	100

Result Declared: The Resolution passed as an Ordinary Resolution.



VOTING RESULTS FOR RESOLUTION NO. 10

*(i) Details of Valid Votes*

Particular	Physical		E Voting		Grand Total	
	Total Number of Shareholders	Total Voting Rights	Total Number of Shareholders	Total Voting Rights	Total Number of Shareholders	Total Voting Rights
Total Number of Shares	33	62865517	72	1897961	105	64763478
Invalid Votes	0	0	0	0	0	0
Valid Votes	33	62865517	72	1897961	105	64763478

*(ii) Details of Percentage of Voting*

Details of Valid ballots	No. of Ballots and E Votes	No. of Equity Shares of the Nominal Value of Rs. 10 each (No. of Votes)	Percentage (%)
Assent	93	62944773	97.19
Dissent	12	1818705	2.81
<b>TOTAL</b>	<b>105</b>	<b>64763478</b>	<b>100</b>

**Result Declared:** The Resolution passed as a Special Resolution.



VOTING RESULTS FOR RESOLUTION NO. 11

*(i) Details of Valid Votes*

Particular	Physical		E Voting		Grand Total	
	Total Number of Shareholders	Total Voting Rights	Total Number of Shareholders	Total Voting Rights	Total Number of Shareholders	Total Voting Rights
Total Number of Shares	33	62865517	71	1897877	104	64763394
Invalid Votes	0	0	0	0	0	0
Valid Votes	33	62865517	71	1897877	104	64763394

*(ii) Details of Percentage of Voting*

Details of Valid ballots	No. of Ballots and E Votes	No. of Equity Shares of the Nominal Value of Rs. 10 each (No. of Votes)	Percentage (%)
Assent	94	64709438	99.92
Dissent	10	53956	0.08
<b>TOTAL</b>	<b>104</b>	<b>64763394</b>	<b>100</b>

Result Declared: The Resolution passed as a Special Resolution.



**VOTING RESULTS FOR RESOLUTION NO. 12**

**(i) Details of Valid Votes**

Particular	Physical		E Voting		Grand Total	
	Total Number of Shareholders	Total Voting Rights	Total Number of Shareholders	Total Voting Rights	Total Number of Shareholders	Total Voting Rights
Total Number of Shares	33	62865517	71	1897886	104	64763403
Invalid Votes	0	0	0	0	0	0
Valid Votes	33	62865517	71	1897886	104	64763403

**(ii) Details of Percentage of Voting**

Details of Valid ballots	No. of Ballots and E Votes	No. of Equity Shares of the Nominal Value of Rs. 10 each (No. of Votes)	Percentage (%)
Assent	89	62922740	97.16
Dissent	15	1840663	2.84
TOTAL	104	64763403	100

**Result Declared:** The Resolution passed as a Special Resolution.

**Notes:**

1. If any promoter shareholders / directors / key-managerial personnel / related party / other shareholders are interested and have casted their vote in any Resolution(s), the same has not been counted in the above results.

Date: 29<sup>th</sup> September, 2017

Place: Mumbai

For Mihen Halani & Associates  
(Practicing Company Secretaries)



Mihen Halani  
(Proprietor)  
ACS No: 32176  
CP No: 12015