

WEL/SEC/2020

June 1, 2020

To,

BSE Limited 1st 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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Subject: Outcome of the meeting of the board of directors ("Board") of Welspun Enterprises Limited ("Company")

Dear Sir / Madam

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("**SEBI Listing Regulations**") and our intimations dated May 26, 2020 and May 29, 2020 respectively, we wish to inform you that the Board, in its meeting today, i.e., June 1, 2020 has considered and approved, among others:

- (i) Standalone as well as consolidated audited financial statements of the Company for the quarter and year ended March 31, 2020;
- (ii) Increase in authorized share capital from Rs. 180.05 Crore to 275 Crore, subject to the approval of the Company;
- (iii) Dividend at the rate of 20% (i.e Rs 2 per equity share) of Rs. 10/ each fully paid up to the members whose name shall appear on the record date as may be fixed by the Board;
- (iv) Re-appointment of Mr. Balkrishna Goenka as the Executive Chairman for the period of five years from June 1, 2020 on a remuneration of Rs. 7.5 Crore p.a. plus commission at the rate of 2% of annual profit of the Company on the consolidated basis, subject to the approval of the shareholders of the Company; and
- (v) the raising of funds by issuance and allotment of equity shares, preference shares or other securities for up to an aggregate amount upto ₹ 300 Crore, by way of (i) a further public offer, qualified institutions placement, subject to the approval of the shareholders of the Company; (ii) a rights issue; or (iii) any other permissible mode or through a combination thereof; on such terms (to be decided by the Board or a duly constituted committee of the Board at a later date) in accordance with applicable law, including Companies Act, 2013 and the rules made thereunder and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, each as amended;

Pursuant to Regulation 33 of the SEBI Listing Regulations, we enclose the following:

- (i) Audited Financial Results (Standalone and Consolidated) for the quarter / year ended March 31, 2020 along with Auditors' Reports with unmodified opinions on the aforesaid Audited Financial Results; and
- (ii) Declaration pursuant to Regulation 33(3)d of the SEBI Listing Regulations.

Welspun Enterprises Limited

Welspun House, 3rd Floor, 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_wepl@welspun.com Website : www.welspunenterprises.com

Registered Address: Welspun City, Village Versamedi, Taluka Anjar, District Kutch, Gujarat 370 110, India.

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

Corporate Identity Number: L45201GJ1994PLC023920

The Board Meeting concluded at 7:55 p.m.

We request you to take the above on record and that the same be treated as compliance under the applicable regulation(s) under the SEBI Listing Regulations.

Thanking you.

Yours faithfully

For **Welspun Enterprises Limited**



Priya Pakhare
Company Secretary
FCS - 7805
Encl.: As Above

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Audited Consolidated Financial Results for the quarter / year ended 31 March 2020

		Rupees in lakhs				
		Quarter ended 31 March 2020	Quarter ended 31 December 2019	Quarter ended 31 March 2019	Year ended 31 March 2020	Year ended 31 March 2019
		(Audited) (Refer Note - 6)	(Unaudited)	(Audited) (Refer Note - 6)	(Audited)	(Audited)
1	Income					
	(a) Revenue from operations	47,071	50,447	72,507	180,759	178,660
	(b) Other income	3,086	3,261	549	11,184	7,350
	Total income	50,157	53,708	73,056	191,943	186,010
2	Expenses					
	(a) Cost of materials consumed	54	56	185	862	1,732
	(b) Subcontracting, civil and repair work	36,682	41,336	58,925	142,888	142,923
	(c) Employee benefits expense	2,319	2,073	2,360	8,714	8,084
	(d) Finance costs	2,459	1,844	1,436	7,736	5,366
	(e) Depreciation and amortisation expense	408	568	469	2,254	1,149
	(f) Other expenses	1,494	1,477	2,056	7,337	6,593
	Total expenses	43,416	47,354	65,431	169,791	165,847
3	Profit from ordinary activities before exceptional items, share of profits/ (loss) in associate and tax (1 - 2)	6,741	6,354	7,625	22,152	20,163
4	Share of profit / (loss) in associate and joint venture companies	2,218	(1,543)	(1,500)	(1,878)	(1,450)
5	Profit from ordinary activities before exceptional items and tax (3+4)	8,959	4,811	6,125	20,274	18,713
6	Exceptional items (net) (Refer note 3)	-	-	6	-	1,985
7	Profit / (loss) before tax for the period (5 + 6)	8,959	4,811	6,131	20,274	20,698
8	Tax expense					
	a) Current tax	2,056	1,391	3,249	5,883	7,766
	b) Deferred tax charge/(benefit)	(2,005)	643	(81)	(722)	256
	Total tax expense	51	2,034	3,168	5,161	8,022
9	Net profit from ordinary activities after tax for the Period (7 - 8)	8,908	2,777	2,963	15,113	12,676
10	Other comprehensive income					
	Items that will not be reclassified to Profit and Loss (net of tax)	0	8	(115)	23	(33)
11	Total Comprehensive Income for the period (9 + 10)	8,908	2,785	2,848	15,136	12,643
12	Profit for the year attributable to :					
	Shareholders of the company	9,068	2,606	2,956	15,097	12,669
	Non- controlling interest	(160)	172	7	16	7
13	Total comprehensive income attributable to :					
	Shareholders of the company	9,068	2,614	2,841	15,120	12,636
	Non- controlling interest	(160)	172	7	16	7
14	Paid-up equity share capital (Face Value Rs. 10/- each)	14,846	14,846	14,808	14,846	14,808
15	Other equity				143,099	130,554
16	Earnings per share (EPS)					
	* Not annualised					
	(a) Basic EPS	6.11*	1.76*	2.00*	10.19	8.58
	(b) Diluted EPS	6.03*	1.75*	1.99*	10.05	8.53




Notes :-

- 1 The above audited consolidated financial results were reviewed by the Audit Committee and approved by the Board of Directors in their respective meeting held on 01 June 2020.
- 2 (a) The above results have been prepared in accordance with Indian Accounting Standards (Ind AS), the provisions of the Companies Act, 2013 (the Act) as applicable and Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 2 (b) Effective 1 April 2019, the Group adopted Ind AS 116 "Leases" and applied the same to lease contracts existing on 1 April 2019 using the modified retrospective approach. Accordingly, the comparative figures have not been restated. The effect of this adoption is not material on the profit for the quarter and year ended 31 March 2020.

3 Exceptional items - Gain/(loss) for the period includes

Rupees in lakhs

		Quarter ended 31 March 2020	Quarter ended 31 December 2019	Quarter ended 31 March 2019	Year ended 31 March 2020	Year ended 31 March 2019
		(Audited) (Refer Note - 6)	(Unaudited)	(Audited) (Refer Note - 6)	(Audited)	(Audited)
(i)	Gain on sale of stake in Welspun Energy Private Limited - additional consideration	-	-	6	-	141
(ii)	Gain on sale of stake in Dewas Bhopal Corridor Private Limited	-	-	-	-	1,844
		-	-	6	-	1,985

- 4 In accordance with Section 115BAA of income Tax Act, 1961 as introduced by the Taxation Laws (amendment) Ordinance, 2019 the Group has re-assessed Deferred Tax Assets ('DTA') on certain deductible temporary differences of certain subsidiaries and joint venture companies. Accordingly, during the quarter ended 31 March 2020, DTA (net) for subsidiaries aggregating to Rs 1,368 lakhs and for joint venture companies Rs 2,209 lakhs (group's share) has been recognised. The same has been included in deferred tax charge/(benefit) and Share of profit / (loss) in associate and joint venture companies respectively.

5 Estimation of uncertainty relating to COVID - 19 Outbreak

The outbreak of COVID-19 has impacted the business operations across all industries in the country. This has resulted in interruption to construction activities, disruption to supply chain, availability of manpower etc. Ministry of Road transport and Highways ('MORT&H') issued instructions to NHAI to implement certain relief measures which are very generic and conditional. However, specific directions from MORT&H /NHAI is awaited for seeking specific relief for the industry.

The Group has commenced operations at all its sites in a limited scale post relaxation of lockdown. The Group has availed the protections available to it as per various contractual provisions to reduce the impact of COVID-19. The Group, based on internal & external sources of information including market research, economic forecast and other information, has assessed that as a result of Covid-19 outbreak, there is no significant financial impact for the year ended 31 March 2020. The aforesaid evaluation is based on projections and estimates which are dependent on future developments. Due to the nature of the pandemic, the Group will continue to monitor developments to identify significant uncertainties in future periods, if any.

- 6 Figures for the Quarter ended 31 March 2020 and 31 March 2019 are the balancing figures between the audited figures in respect of the full financial year and the published unaudited year to date figures upto the third quarter of the respective financial years.
- 7 Refer Annexure I for Segment Information
- 8 Refer Annexure II for Consolidated statement of cash flows
- 9 Previous period figures have been regrouped, rearranged and reclassified wherever considered necessary.

For Welspun Enterprises Limited



Sandeep Garg
Managing Director
DIN 00036419



Place : Mumbai
Date : 01 June 2020

CONSOLIDATED BALANCE SHEET		Rupees in lakhs	
		As at 31 March 2020	As at 31 March 2019
		(Audited)	(Audited)
A	ASSETS		
1	Non-current assets		
a	Property, plant and equipment	4,485	8,004
b	Right-of-use asset	387	-
c	Capital work-in-progress	6,381	12,013
d	Intangible assets	5,831	39
e	Investment in associate and joint venture companies	54,556	53,651
f	Financial assets		
i)	Investments	857	2,029
ii)	Service concession receivables	88,122	54,233
iii)	Loans	2,856	299
iv)	Others	307	382
g	Deferred tax assets (net)	1,549	817
h	Non-current tax assets (net)	2,175	1,727
i	Other non current assets	1,649	1,404
	Total non-current assets	169,155	134,598
2	Current assets		
a	Inventories	68	73
b	Contract assets	28,638	43,083
c	Financial assets		
i)	Investments	39,342	37,661
ii)	Trade receivables	18,674	28,069
iii)	Cash and cash equivalents	12,558	11,550
iv)	Bank balances other than (iii) above	2,330	3,416
v)	Loans	3,342	11,528
vi)	Service concession receivables	5,149	7,252
vii)	Other financial assets	5,340	166
	Current tax assets (net)	-	-
d	Other current assets	24,521	11,845
	Total current assets	139,962	154,643
3	Assets classified as held-for-sale	2,513	53
	TOTAL ASSETS	311,630	289,294
B	EQUITY AND LIABILITIES		
1	Equity		
a	Equity share capital	14,846	14,808
b	Other equity	143,099	130,554
c	Non-controlling interest	10	7
	Total Equity	157,955	145,369
2	Non-current liabilities		
a	Financial liabilities		
i)	Borrowings	47,776	40,394
ii)	Other financial liabilities	153	-
b	Provisions	2,967	3,217
c	Deferred tax liabilities (net)	-	333
d	Other non-current liabilities	285	-
	Total non-current liabilities	51,181	43,944
3	Current liabilities		
a	Contract liabilities	17,859	9,349
b	Financial liabilities		
i)	Borrowings	27,661	15,790
ii)	Trade payables	28,199	57,421
iii)	Other financial liabilities	24,991	13,654
c	Provisions	221	143
d	Other current liabilities	3,558	3,010
e	Current tax liabilities	5	614
	Total current liabilities	102,494	99,981
	TOTAL EQUITY AND LIABILITIES	311,630	289,294

For Welspun Enterprises Limited



Sandeep Garg
Managing Director
DIN 00036419



Place : Mumbai
Date : 01 June 2020

Annexure - I
Segment Information :-

Rupees in lakhs

	Quarter ended 31 March 2020	Quarter ended 31 December 2019	Quarter ended 31 March 2019	Year ended 31 March 2020	Year ended 31 March 2019
	(Audited) (Refer Note - 6)	(Unaudited)	(Audited) (Refer Note - 6)	(Audited)	(Audited)
Segment Revenue					
Infrastructure	47,071	50,447	72,507	180,759	178,660
Oil and gas	-	-	-	-	-
Total sales/ Income from Operations	47,071	50,447	72,507	180,759	178,660
Segment Result					
Infrastructure	7,223	6,351	10,376	25,808	25,302
Oil and gas	-	-	-	-	-
Unallocated	(1,455)	(1,272)	(1,770)	(7,219)	(6,704)
Total	5,768	5,079	8,607	18,589	18,598
Add : Other income (including interest income)	3,432	3,119	454	11,299	6,931
Profit before finance costs, tax and exceptional items	9,200	8,198	9,060	29,888	25,529
Add / (Less) : Finance costs	(2,459)	(1,844)	(1,436)	(7,736)	(5,366)
Add / (Less) : Share of loss from associate/ joint ventures	2,218	(1,543)	(1,500)	(1,878)	(1,450)
Add / (Less): Exceptional items (net)	-	-	6	-	1,985
Profit / (loss) from ordinary activities before tax	8,959	4,811	6,130	20,274	20,698
Capital Employed					
Segment Assets					
Infrastructure	165,568	195,971	164,532	165,568	164,532
Oil and gas	5,726	5,726	5,726	5,726	5,726
Unallocated	140,335	110,538	119,037	140,335	119,037
Total (A)	311,629	312,235	289,295	311,629	289,295
Segment Liabilities					
Infrastructure	64,996	83,925	77,700	64,996	77,700
Unallocated	88,678	79,540	66,225	88,678	66,225
Total (B)	153,674	163,465	143,925	153,674	143,925
Total (A - B)	157,955	148,770	145,370	157,955	145,370
<p>a) The segment information of the Company has been prepared in accordance with Ind AS 108 "Operating Segments" b) The business segments of the Company comprises of :- - Infrastructure - Oil & Gas c) Previous year figures have been regrouped, rearranged and reclassified wherever considered necessary.</p>					

Sampat



	As at 31 March 2020	As at 31 March 2019
A Cash flow from operating activities		
Profit before tax	20,274	20,698
Adjustments for		
Depreciation and amortisation expense	2,254	1,149
Loss/ (Gain) on sale/ discard of property, plant and equipment (net)	(565)	(32)
Gain on sale of assets held-for-sale	-	(490)
Bad debts	-	1
Interest income	(6,735)	(5,392)
Finance costs	7,677	5,292
Gain on sale of non-current investments	-	(1,985)
Dividend income	(22)	(16)
Provision for gratuity and leave encashment	172	232
Net gain on financial assets mandatorily measured at FVTPL	(3,799)	(1,453)
Reversal of provision no longer required	(16)	(99)
Unwinding of discount on security deposits	(9)	(4)
Share based payments to employees	884	1,524
Share of loss from associate and joint venture companies	1,878	1,450
Operating profit before working capital changes	21,993	20,875
Adjustments for		
Decrease/ (Increase) in trade and other receivables	10,168	(69,135)
(Decrease)/ Increase in trade and other payables	(31,175)	44,146
Decrease / (Increase) in inventories	5	(3)
Cash used in operations	991	(4,117)
Direct taxes paid (net of refund)	(6,785)	(7,505)
Net cash used in operating activities (A)	(5,794)	(11,622)
B Cash flow from investing activities		
Purchase of property, plant and equipment (including capital work-in-progress and capital advances)	(1,746)	(10,011)
Sale of property, plant and equipment and assets held for sale	1,956	527
Gain on sale of current investments (net)	(279)	80
Investment in other entity	-	(25)
Proceeds from sale of investment in other entity	-	5,911
Loans given to joint venture companies	(10,373)	(11,587)
Loans given to associate	(2,953)	(9,834)
Loans given to others	(0)	(9)
Loans given to joint venture companies repaid	2,930	6,260
Loans given to associate repaid	6,391	30
Loans given to others repaid	10	6
Advance towards purchase of investment	(5,224)	-
Redemption of investment in optionally convertible debentures	1,171	181
Increase in other bank balances and restricted investment	(2,369)	1,008
Inter-corporate deposits given repaid	-	50
Dividend received	22	16
Interest received	4,258	3,505
Net cash used in investing activities (B)	(6,206)	(13,892)
C Cash flow from financing activities		
Proceeds from long-term borrowings	53,247	6,821
Repayment of long-term borrowings	(43,167)	(7,683)
Increase in short-term borrowings (net)	11,871	14,360
Principal payment of lease liability	(321)	-
Interest paid	(7,579)	(5,565)
Dividend paid including dividend distribution tax	(3,456)	(2,667)
Net cash generated from financing activities (C)	10,595	5,266
Net increase/(decrease) in cash and cash equivalents (A+B+C)	(1,405)	(20,248)
Cash and cash equivalents at the beginning of the year	49,422	69,670
Cash and cash equivalents adjustment for reclassification	312	-
Cash and cash equivalents (Scheme of amalgamation)	940	-
Cash and cash equivalents at the end of the year	49,269	49,422
Notes:		Rupees in lakhs
1. Break up of cash and cash equivalents are as follows	As at 31 March 2020	As at 31 March 2019
Current investments	37,015	37,872
Cash and cash equivalents	12,254	11,550
Total	49,269	49,422

2. The previous year figures are regrouped/ reclassified wherever necessary.

Sampat



INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of Welspun Enterprises Limited

Report on the Audit of the Consolidated Financial Results

Opinion

We have audited the accompanying consolidated annual financial results of **Welspun Enterprises Limited** (hereinafter referred to as "the Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), and its associate and joint venture companies, for the year ended 31 March 2020 ("the Statement" or "consolidated annual financial results") attached herewith, being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated annual financial results:

a) includes the annual financial results of the following entities:

Holding Company

- (i) Welspun Enterprises Limited

Subsidiaries

- (i) Welspun Delhi Meerut Expressway Private Limited
- (ii) Welspun Road Infra Private Limited
- (iii) Welspun Amravati Highways Private Limited
- (iv) Welspun Buildtech Private Limited
- (v) Welspun Sattanathapuram Nagapattinam Road Private Limited
- (vi) Welspun Projects (Himmatnagar Bypass) Private Limited
- (vii) Welspun Projects (Kim Mandvi Corridor) Private Limited
- (viii) Dewas Waterprojects Works Private Limited
- (ix) Welspun Natural Resources Private Limited
- (x) ARSS Bus Terminal Private Limited
- (xi) DME Infra Private Limited
- (xii) Grenoble Infrastructure Private Limited
- (xiii) Welspun Infrafacility Private Limited (w.e.f. 13 September 2019)
- (xiv) Welspun Aunta-Simaria Project Private Limited (w.e.f. 1 November 2019)
- (xv) Welsteel Enterprises Private Limited (w.e.f. 1 November 2019)

Jointly Controlled Entities

- (i) RGY Roads Private Limited
- (ii) MBL (GSY) Road Limited
- (iii) MBL (CGRG) Road Limited
- (iv) Corbello Trading Private Limited
- (v) Chikhali - Tarsod Highways Private Limited
- (vi) Welspun Aunta-Simaria Project Private Limited (up to 31 October 2019)
- (vii) Welsteel Enterprises Private Limited (up to 31 October 2019)



Associate

- (i) Adani Welspun Exploration Limited
- b) are presented in accordance with the requirements of Regulation 33 of the Listing Regulations, in this regard; and
- c) gives a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards, and other accounting principles generally accepted in India, of the consolidated net profit and other comprehensive income and other financial information of the Group for the year ended 31 March 2020.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (“SAs”) specified under Section 143(10) of the Companies Act, 2013 (“the Act”). Our responsibilities under those Standards are further described in the Auditor’s Responsibilities for the Audit of the Consolidated Annual Financial Results section of our report. We are independent of the Group, in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (“ICAI”) together with the ethical requirements that are relevant to our audit of the financial statements under the provision of the Act and the Rules thereunder, and we have fulfilled our ethical responsibilities in accordance with these requirements and the ICAI’s Code of Ethics. We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion.

Management’s Responsibilities for the Consolidated Financial Results

These consolidated annual financial results have been prepared on the basis of consolidated annual financial statements. The Holding Company’s Board of Directors are responsible for the preparation and presentation of these consolidated annual financial results that give a true and fair view of the consolidated net profit and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standards prescribed under Section 133 of the Act and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The respective Board of Directors of the companies included in the Group and of its associate and joint venture companies are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and its associate and joint venture companies and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated annual financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated annual financial results statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated annual financial results, the respective Board of Directors of the companies included in the Group and of its associates and joint venture companies are responsible for assessing the ability of the Group and of its associates and joint venture companies to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its associates and joint venture companies are responsible for overseeing the financial reporting process of the Group and of its associate and joint venture companies.



Auditor's Responsibilities for the Audit of the Consolidated Financial Results

Our objectives are to obtain reasonable assurance about whether the consolidated financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated annual financial results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion through a separate report on the complete set of consolidated financial statements on whether the Company has adequate internal financial controls with reference to consolidated financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the consolidated annual financial results made by the management.
- Conclude on the appropriateness of the management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated annual financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated annual financial results, including the disclosures, and whether the consolidated annual financial results represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associate and joint venture companies to express an opinion on the consolidated annual financial results. We are responsible for the direction, supervision and performance of the audit of the financial results of such entities included in the consolidated financial results, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.



We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

We also performed procedures in accordance with the Circular No. CIR/CFD/CMD1/44/2019 issued by the SEBI under Regulation 33(8) of the Listing Regulations, as amended, to the extent applicable.

Other matter

a) The Statement include the audited financial results of twelve subsidiaries whose financial information reflect total assets of Rs.85,495.44 lakhs as at 31 March 2020, total revenues of Rs.73,213.71 lakhs, total net loss after tax of Rs.1,813.21 lakhs, total comprehensive loss of Rs.1,814.31 lakhs and total cash outflows of Rs. 101.69 lakhs for the year ended on that date, as considered in the consolidated financial results. The audited consolidated financial results also include the Group's share of net loss after tax of Rs. 196.52 lakhs and total comprehensive loss of Rs.196.88 lakhs for the year ended 31 March 2020 in respect of one associate and four joint ventures, whose financial statements have not been audited by us. These independent auditor's report on financial information of these entities have been furnished to us by the Management and our opinion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, associate and joint ventures is based solely on the reports of the other auditors.

Our opinion on the Statement is not modified in respect of the above matter with regard to our reliance on the work done and the reports of the other auditors.

b) The consolidated annual financial results for the quarter ended 31 March 2020 being the balancing figures between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year which were subject to limited review by us.

For **MGB & Co LLP**

Chartered Accountants

Firm Registration Number 101169W/W-100035

Sanjay Kothari

Partner

Membership Number 048215

Mumbai, 1 June 2020

UDIN: 20048215AAAABS7466



Audited Standalone Financial Results for the quarter / year ended 31 March 2020

(Rupees In lakhs)					
	Quarter ended 31 March 2020	Quarter ended 31 December 2019	Quarter ended 31 March 2019	Year ended 31 March 2020	Year ended 31 March 2019
	(Audited) (Refer Note 6)	(Unaudited)	(Audited) (Refer Note 6)	(Audited)	(Audited)
1 Income					
(a) Revenue from operations	45,043	48,990	71,073	176,005	173,942
(b) Other income	1,509	1,122	386	5,258	5,462
Total income	46,552	50,112	71,459	181,263	179,404
2 Expenses					
(a) Cost of materials consumed	54	56	185	862	1,732
(b) Subcontracting, civil and repair work	35,147	40,334	57,857	140,036	139,533
(c) Employee benefits expense	2,247	1,995	2,238	8,399	7,726
(d) Finance costs	740	573	289	2,537	1,421
(e) Depreciation and amortisation expense	392	364	340	1,944	1,051
(f) Other expenses	1,676	1,305	2,083	6,078	6,724
Total expenses	40,256	44,627	62,992	159,856	158,187
3 Profit from ordinary activities before exceptional items and tax	6,296	5,485	8,467	21,407	21,217
4 Exceptional items (net) (Refer note 3)	-	-	6	-	1,985
5 Profit before tax for the period (3 + 4)	6,296	5,485	8,473	21,407	23,202
6 Tax expense					
a) Current tax	1,991	1,345	3,176	5,728	7,688
b) Deferred tax charge/(benefit)	(572)	82	666	(255)	145
Total tax expense	1,419	1,427	3,842	5,473	7,833
7 Net profit from ordinary activities after tax for the Period (5 - 6)	4,877	4,058	4,631	15,934	15,369
8 Other comprehensive income					
Items that will not be reclassified to profit and loss (net of tax)	14	0	(113)	15	(32)
9 Total comprehensive income for the period (7 + 8)	4,891	4,058	4,518	15,949	15,337
10 Paid-up equity share capital (Face Value Rs. 10/- each)	14,846	14,846	14,808	14,846	14,808
11 Other equity				158,705	145,120
12 Earnings per share (EPS)					
* Not Annualised					
(a) Basic EPS	3.29 *	2.74 *	3.13 *	10.75	10.40
(b) Diluted EPS	3.25 *	2.73 *	3.11 *	10.61	10.34




Notes :-

- 1 The above audited standalone financial results were reviewed by the Audit Committee and approved by the Board of Directors of the Company in their respective meeting held on 01 June 2020.
- 2 (a) The above results have been prepared in accordance with Indian Accounting Standards (Ind AS), the provisions of the Companies Act, 2013 (the Act) as applicable and Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 2 (b) Effective 1 April 2019, the Company adopted Ind AS 116 "Leases" and applied the same to lease contracts existing on 1 April 2019 using the modified retrospective approach. Accordingly, the comparative figures have not been restated. The effect of this adoption is not material on the profit for the quarter and year ended 31 March 2020.

3 **Exceptional items - Gain/(loss) for the period includes**

(Rupees In lakhs)

	Quarter ended 31 March 2020	Quarter ended 31 December 2019	Quarter ended 31 March 2019	Year ended 31 March 2020	Year ended 31 March 2019
	(Audited) (Refer Note 6)	(Unaudited)	(Audited) (Refer Note 6)	(Audited)	(Audited)
(i) Gain on sale of stake in Welspun Energy Private Limited - additional consideration	-	-	6	-	141
(ii) Gain on sale of stake in Dewas Bhopal Corridor Private Limited	-	-	-	-	1,844
	-	-	6	-	1,985

- 4 The Board of Directors recommended dividend for the year Rs. 2/- per Equity Shares of Rs. 10/- each fully paid, subject to approval of share holders

5 **Estimation of uncertainty relating to COVID - 19 Outbreak**

The outbreak of COVID-19 has impacted the business operations across all industries in the country. This has resulted in interruption to construction activities, disruption to supply chain, availability of manpower etc. Ministry of Road transport and Highways ('MORT&H') issued instructions to NHAI to implement certain relief measures which are very generic and conditional. However, specific directions from MORT&H /NHAI is awaited for seeking specific relief for the industry.

The Company has commenced operations at all its sites in a limited scale post relaxation of lockdown. The Company has availed the protections available to it as per various contractual provisions to reduce the impact of COVID-19. The Company, based on internal & external sources of information including market research, economic forecast and other information, has assessed that as a result of Covid-19 outbreak, there is no significant financial impact for the year ended 31 March 2020. The aforesaid evaluation is based on projections and estimates which are dependent on future developments. Due to the nature of the pandemic, the Company will continue to monitor developments to identify significant uncertainties in future periods, if any.

- 6 Figures for the Quarter ended 31 March 2020 and 31 March 2019 are the balancing figures between the audited figures in respect of the full financial year and the published unaudited year to date figures upto the third quarter of the respective financial years.

- 7 Refer Annexure I for Statement of cash flow

- 8 Previous period figures have been regrouped, rearranged and reclassified wherever considered necessary.

For Welspun Enterprises Limited



Sandeep Garg
Managing Director
DIN 00036419



Place : Mumbai
Date : 01 June 2020

STANDALONE BALANCE SHEET		(Rupees In lakhs)	
		As at 31 March 2020	As at 31 March 2019
		(Audited)	(Audited)
A	ASSETS		
1	Non-current assets		
a	Property, plant and equipment	2,770	6,288
b	Right-of-use assets	387	-
c	Capital work-in-progress	-	131
d	Financial assets		
i)	Investments	107,685	84,905
ii)	Loans	9,141	1,924
iii)	Others	307	382
e	Deferred tax assets (net)	789	539
f	Non-current tax assets (net)	746	804
g	Other non current assets	533	1,256
	Total non-current assets	122,358	96,231
2	Current assets		
a	Inventories	68	73
b	Contract assets	32,551	52,748
c	Financial assets		
i)	Investments	35,617	36,121
ii)	Trade receivables	34,101	34,162
iii)	Cash and cash equivalents	10,963	9,077
iv)	Bank balances other than (iii) above	1,116	2,074
v)	Loans	6,721	18,019
vi)	Others	5,340	165
d	Current tax assets (net)	-	-
e	Other current assets	16,543	11,076
	Total current assets	143,020	163,515
3	Assets classified as held-for-sale	2,497	36
	TOTAL ASSETS	267,875	259,780
A	EQUITY AND LIABILITIES		
1	Equity		
a	Equity share capital	14,846	14,808
b	Other equity	158,705	145,120
	Total Equity	173,551	159,928
2	Non-current liabilities		
a	Financial liabilities		
i)	Borrowings	371	560
ii)	Other financial liabilities	153	-
b	Provisions	2,912	3,148
	Total non-current liabilities	3,436	3,708
3	Current liabilities		
a	Contract liabilities	9,906	9,514
b	Financial liabilities		
i)	Borrowings	27,661	15,790
ii)	Trade payables	28,730	56,361
iii)	Other financial liabilities	22,161	11,206
c	Provisions	209	139
d	Other current liabilities	2,221	2,543
e	Current tax liabilities	-	591
	Total current liabilities	90,888	96,144
	TOTAL EQUITY AND LIABILITIES	267,875	259,780

For Welspun Enterprises Limited



Sandeep Garg
Managing Director
DIN 00036419



Place : Mumbai
Date : 01 June 2020

Annexure - I
Statement of cash flows for the year ended 31 March 2020

(Rupees In lakhs)

	Year ended 31 March 2020	Year ended 31 March 2019
A Cash flow from operating activities		
Profit before tax	21,407	23,202
Adjustments for		
Depreciation and amortisation expense	1,944	1,051
Gain on sale/discard of property, plant and equipment (net)	(565)	(32)
Bad debts	-	1
Interest income	(1,966)	(3,869)
Finance costs	2,537	1,301
Gain on sale of non-current investments	-	(1,985)
Provision for employee benefits	20	134
Net gain on financial assets mandatorily measured at FVTPL	(2,108)	(981)
Reversal of provision no longer required	(11)	(48)
Unwinding of discount on security deposits	(9)	(4)
Expected credit loss	-	1,304
Share based payments to employees	884	1,524
Dividend income	(579)	(16)
Operating profit before working capital changes	21,554	21,582
Adjustments for		
Decrease / (Increase) in trade and other receivables	15,046	(64,083)
(Decrease) / Increase in trade and other payables	(19,927)	43,573
Decrease / (Increase) in inventories	4	(2)
Cash generated in operating activities	16,677	1,070
Direct taxes paid	(6,259)	(7,262)
Net cash generated/ (used) in operating activities (A)	10,418	(6,192)
B Cash flow from investing activities		
Purchase of property, plant and equipment (including capital advances)	(1,116)	(7,387)
Sale of property, plant and equipment	1,956	38
Loss on sale of current investments (net)	(293)	62
Investment in subsidiaries	(8,858)	(1,604)
Investment in joint venture companies	-	(6,444)
Investment in other entities	-	(25)
Advance towards purchase of investment	(5,224)	-
Loans given to subsidiaries	(25,641)	(22,301)
Loans given to joint venture companies	(9,969)	(11,589)
Loans given to associate	(41)	(30)
Loans given to others	-	(14)
Loans given to subsidiaries repaid	16,592	3,394
Loans given to joint ventures repaid	2,930	12,705
Loans given to associate repaid	23	30
Loans given to others repaid	10	5
Redemption of investment in optionally convertible debentures	1,171	182
Proceeds from redemption of OCD of wholly owned subsidiary	5,000	-
Proceeds from sale of investment in other entities	-	5,911
Increase in other bank balances	1,108	1,716
Inter-corporate deposits given repaid	-	50
Dividend received	579	16
Interest received	3,998	3,199
Net cash used in investing activities (B)	(17,775)	(22,086)
C Cash flow from financing activities		
Proceeds from long-term borrowings	5,094	1,300
Repayment of long-term borrowings	(3,025)	(5,181)
Increase in short-term borrowings (net)	11,996	14,557
Finance costs paid	(2,515)	(1,287)
Principal payment of lease liability	(321)	-
Dividend paid including dividend distribution tax	(3,456)	(2,668)
Net cash generated from financing activities (C)	7,773	6,721
Net increase/(decrease) in cash and cash equivalents (A+B+C)	416	(21,557)
Cash and cash equivalents at the beginning of the year	45,364	66,921
Cash and cash equivalents (Scheme of Amalgamation)	940	-
Cash and cash equivalents at the end of the year	46,720	45,364

Notes:

1. Break up of cash and cash equivalents as follows	Year ended 31 March 2020	Year ended 31 March 2019
Current investments	35,756	36,288
Cash and cash equivalents	10,964	9,076
	46,720	45,364

2. Previous year figures are regrouped/ reclassified wherever considered necessary.



INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of Welspun Enterprises Limited

Report on the Audit of the Standalone Financial Results

Opinion

We have audited the accompanying standalone annual financial results of **Welspun Enterprises Limited** (hereinafter referred to as "the Company"), for the year ended 31 March 2020 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone annual financial results:

- a) are presented in accordance with the requirements of Regulation 33 of the Listing Regulations, in this regard; and
- b) gives a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards, and other accounting principles generally accepted in India of the net profit and other comprehensive income and other financial information for the year ended 31 March 2020.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under Section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Annual Financial Results section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provision of the Act and the Rules thereunder, and we have fulfilled our ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion.

Management's Responsibilities for the Standalone Annual Financial Results

These standalone annual financial results have been prepared on the basis of standalone annual financial statements. The Company's Board of Directors are responsible for the preparation and presentation of these standalone annual financial results that give a true and fair view of the net profit and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standards prescribed under Section 133 of the Act and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the

standalone annual financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial results, the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is responsible for overseeing the financial reporting process of the Company.

Auditor's Responsibilities for the Audit of the Standalone Financial Results

Our objectives are to obtain reasonable assurance about whether the standalone financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone annual financial results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion through a separate report on the complete set of standalone financial statements on whether the Company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the standalone annual financial results made by the management.
- Conclude on the appropriateness of the management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone annual financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone annual financial results, including the disclosures, and whether the standalone annual financial results represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other matter

The standalone annual financial results include the results for the quarter ended 31 March 2020 being the balancing figures between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year which were subject to limited review by us.

For **MGB & Co LLP**

Chartered Accountants

Firm Registration Number 101169W/W-100035



Sanjay Kothari

Partner

Membership Number 048215

Mumbai, 1 June 2020

UDIN: 20048215AAAABR3697

WEL/SEC/2020

June 1, 2020

To,

BSE Limited 1st 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 Sir/Madam,

Subject: Declaration pursuant to Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We, Sandeep Garg - Managing Director and Sridhar Narasimhan - Chief Financial Officer of Welspun Enterprises Limited (CIN : L45201GJ1994PLC023920) having its registered office at Welspun City, Village Versamedi, Taluka Anjar, Dist. Kutch, Gujarat- 370110, in terms of the provision of Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, we confirm and declare that the Statutory Auditors of the Company, MCB & Co. LLP, Chartered Accountant (Firm Registration Number 101169W/W100035) have issued an Audit Report with unmodified opinion on the Audited Financial Results of the Company (Standalone & Consolidated) for the quarter and year ended on March 31, 2020.

This declaration is for your information and record

For **Welspun Enterprises Limited****Sandeep Garg**
Managing Director
DIN: 00036419**SD/-**
Sridhar Narasimhan
Chief Financial Officer**Welspun Enterprises Limited**

Welspun House, 3rd Floor, Kamala City, Senapati Bapat Marg, Lower Parel (West), Mumbai 400 013, India.

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E-mail : companysecretary_wepl@welspun.com Website : www.welspunenterprises.com

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Corporate Identity Number: L45201GJ1994PLC023920