

**WEL/SEC/2015****April 03, 2015**

To,

- 1) 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: WELETRP

- 2) The Manager,
Dept. of Corporate Services,
Bombay Stock Exchange Ltd,
1st Floor, Rotunda Bldg,
Dalal Street, Fort, Mumbai - 400 001

BSE Scrip Code: 538538

Dear Sir/Madam,

Sub.: Corporate Governance Report and Shareholding Pattern for the quarter ended March 31, 2015

Please find enclosed herewith Corporate Governance Report pursuant to clause 49 of the Listing Agreement and Shareholding Pattern pursuant to clause 35 of the Listing Agreement for the quarter ended March 31, 2015.

Kindly take the same on record.

Thanking You,

Yours faithfully,
For **Welspun Enterprises Limited**

Rajendra Sawant
Company Secretary

**Encl : as above****Corporate Office**

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

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(l) (a) Statement showing Shareholding Pattern

Name of the Company: Welspun Enterprises Limited		BSE- 538538, NSE- WELETRP ; Equity	
Scrip Code, Name of the scrip, class of security:			
Report As On : 31.03.2015			
Partly paid-up shares:-		No. of partly paid-up shares	As a % of total no. of partly paid-up shares
Held by Promoter / Promoter Group		0	0.0000
Held by public		0	0.0000
Total		0	0.0000
Outstanding convertible securities:-		No. of outstanding securities	As a % of total No. of outstanding convertible securities
Held by Promoter / Promoter Group		0	0.0000
Held by public		0	0.0000
Total		0	0.0000
Warrants:-		No. of warrants	As a % of total no. of warrants
Held by Promoter / Promoter Group		0	0.0000
Held by public		0	0.0000
Total		0	0.0000
Total paid-up capital of the company assuming full conversion of warrants and convertible securities			13147415

Category Code	Category of shareholder	Number of shareholders	Total number of shares	Number of shares held in dematerialised form	Total shareholding as a percentage of total number of shares		Shares pledged or otherwise encumbered	
					As a percentage of (A+B) (VI)	As a percentage of (A+B+C) (VII)	Number of shares (VIII)	As a percentage (IX) = (VIII)/(IV)*100
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)
(A)	Promoter and Promoter Group							
1	Indian							
(a)	Individuals/Hindu Undivided Family	2	17	17	0.0001	0.0001	0	0.0000
(b)	Central Government/State Government(s)	0	0	0	0.0000	0.0000	0	0.0000
(c)	Bodies Corporate	9	4915409	4915409	40.9750	37.3869	0	0.0000
(d)	Financial Institutions / Banks	0	0	0	0.0000	0.0000	0	0.0000
(e)	Any Other (specify)	0	0	0	0.0000	0.0000	0	0.0000
	Sub Total (A)(1)	11	4915426	4915426	40.9751	37.3870	0	0.0000
2	Foreign							
(a)	Individuals (Non-Resident Individuals/Foreign Individuals)	0	0	0	0.0000	0.0000	0	0.0000
(b)	Bodies Corporate	1	315000	315000	2.6259	2.3959	0	0.0000
(c)	Institutions	0	0	0	0.0000	0.0000	0	0.0000
(d)	Qualified Foreign Investors	0	0	0	0.0000	0.0000	0	0.0000
(e)	Any Other (specify)	0	0	0	0.0000	0.0000	0	0.0000
	Sub Total (A)(2)	1	315000	315000	2.6259	2.3959	0	0.0000
	Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)	12	5230426	5230426	43.6010	39.7829	0	0.0000
(B)	Public shareholding							
1	Institutions							
(a)	Mutual Funds/UTI	0	0	0	0.0000	0.0000	-	-
(b)	Financial Institutions / Banks	14	1008597	1008597	8.4077	7.6714	-	-
(c)	Central Government/State Government(s)	0	0	0	0.0000	0.0000	-	-
(d)	Venture Capital Funds	0	0	0	0.0000	0.0000	-	-
(e)	Insurance Companies	1	13500	13500	0.1125	0.1027	-	-
(f)	Foreign Institutional Investors	30	1341579	1341579	11.1834	10.2041	-	-
(g)	Foreign Venture Capital Investors	0	0	0	0.0000	0.0000	-	-
(h)	Qualified Foreign Investors	0	0	0	0.0000	0.0000	-	-
(i)	Any Other (specify)	0	0	0	0.0000	0.0000	-	-
	Sub Total (B) (1)	45	2363676	2363676	19.7037	17.9783	-	-
2	Non-institutions							
(a)	Bodies Corporate	756	671144	670678	5.5947	5.1048	338727	50.4701
(b) (i)	Individuals - shareholders holding nominal share capital up to Rs 1 Lakh	49446	934105	914813	7.7867	7.1049	9198	0.9847
(ii)	Individual shareholders holding nominal share capital in excess of Rs. 1 Lakh	5	590732	590732	4.9244	4.4931	-	-

Category code	Category of shareholder	Number of shareholders	Total number of shares	Number of shares held in dematerialised form	Total shareholding as a percentage of total number of shares		Shares pledged or otherwise encumbered	
					As a percentage of (A+B) (VI)	As a percentage of (A+B+C) (VII)	Number of shares (VIII)	As a percentage (IX) = (VIII)/(IV)*100
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)
(c)	Qualified Foreign Investors	2	3403	3403	0.0284	0.0259	-	-
(d)	Any Other							
i	Non Resident Indians (Repat)	634	35830	33064	0.2987	0.2725	35	0.0977
ii	Non Resident Indians (Non Repat)	192	9272	9272	0.0773	0.0705	-	-
iii	Overseas Bodies Corporates	2	2127135	1751944	17.7319	16.1791	-	-
iv	Clearing Member	125	23892	23892	0.1992	0.1817	1745	7.3037
v	Hindu Undivided Family	1	3800	3800	0.0317	0.0289	-	-
vi	TRUSTS	1	50	50	0.0004	0.0004	-	-
vii	Others - Unclaimed Shares	1	2650	2650	0.0221	0.0202	-	-
	Sub Total (B)(2)	51165	4402013	4004298	36.6953	33.4820	349705	7.9442
	Total Public Shareholding Public Group (B)=(B)(1)+(B)(2)	51210	6765689	6367974	56.3990	51.4602	349705	5.1688
	Total (A)+(B)	51222	11996115	11598400	100.0000	91.2431		
(C)	Shares held by custodians and against which Depository Receipts have been issued							
i	Promoter and Promoter group	0	0	0	0.0000	0.0000	0	0.0000
ii	Public	1	1151300	1151300	0.0000	8.7569	0	0.0000
	Sub Total (C)	1	1,151,300	1,151,300	0.0000	8.7569	0	0
	GRAND TOTAL (A)+(B)+(C)	51223	13147415	12749700	100.0000	100.0000	349705	2.66

For Welspun Enterprises Limited

Company Secretary

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

Sr. No.	(I)	(II)	Details of Shares held		Encumbered shares		Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
			Number of shares held	As a % of grand total (A)+(B)+(C)	No.	As a percentage (VI)=(V)/(III)* 100	As a % of grand total (A)+(B)+(C) of sub-clause (I)(a)	Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	
		(III)	(IV)	(V)	(VII)	(VIII)	(IX)	(X)	(XI)	(XII)	
1		2849765	21.6755	0	0.00	0.00					
2		723885	5.5059	0	0.00	0.00					
3		666828	5.0719	0	0.00	0.00					
4		413276	3.1434	0	0.00	0.00					
5		315000	2.3959	0	0.00	0.00					
6		261650	1.9901	0	0.00	0.00					
7		10	0.0001	0	0.00	0.00					
8		7	0.0001	0	0.00	0.00					
9		5	0.0000	0	0.00	0.00					
		5230426	39.7829	0	0.0000	0.0000					
		TOTAL									

For Welspun Enterprises Limited


Company Secretary

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

Sr. No.	Name of the shareholder	Number of shares held	Shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (l)(a) above}	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	
1	GRANELE LIMITED	1751944	13.33					
2	JP MORGAN CHASE BANK, NA	1151300	8.76					
3	LIFE INSURANCE CORPORATION OF INDIA & ITS FUNDS	963895	7.33					
4	MERRILL LYNCH CAPITAL MARKETS S.A. S.V.	1000351	7.61					
5	SIMBA ASIA LTD.	375191	2.85					
6	MENTOR CAPITAL LIMITED	340577	2.59					
7	CHIRAG DILIPKUMAR LAKHI	195533	1.49					
8	DILIPKUMAR LAKHI	349018	2.65					
	TOTAL	6127809	46.61					

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

Sr. No.	Name(s) of the shareholder(s) and the Persons Acting in Concert (PAC) with them	Number of shares	Shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (l)(a) above}	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				Number of warrants	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	
1	GRANELE LIMITED	1751944	13.33					
2	JP MORGAN CHASE BANK, NA	1151300	8.76					
3	LIFE INSURANCE CORPORATION OF INDIA & ITS FUNDS	963895	7.33					
4	MERRILL LYNCH CAPITAL MARKETS S.A. S.V.	1000351	7.61					
	TOTAL	4867490	37.02					

For Welspun Enterprises Limited

 Company Secretary

(l)(d) <u>Statement showing details of locked-in shares</u>			
Sr. No.	Name of the shareholder	Number of Locked in Shares	Locked-in shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (l)(a) above}
1	NIL	NIL	NIL
TOTAL		NIL	NIL

For Weispun Enterprises Limited



Company Secretary

Statement showing details of Depository Receipts (DRs)				
(II)(a)	Statement showing details of Depository Receipts (DRs)			
Sr. No.	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of outstanding DRs	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (II)(a) above}
1	GDRs	57565	1151300	8.76%
	TOTAL	57565	1151300	8.76%

For Welspun Enterprises Limited



Company Secretary

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

(II) (b)

Sr. No.	Name of the DR Holder	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}
	NIL	NIL	NIL	NIL
	TOTAL	NIL	NIL	NIL

For Welspun Enterprises Limited



Company Secretary

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

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

Class Y:

Class Z:)

Category Code	Category of Shareholder	Number of Voting Rights held in each class of securities			Total Voting Rights (III + IV + V) (VI)	Total Voting Rights i.e. (VI)	
		Class X (III)	Class Y (IV)	Class Z (V)		As a % of (A + B) (VII)	As a % of (A + B + C) (VIII)
(I)	(II)						
(A)	Promoter and Promoter Group						
(1)	Indian						
(a)	Individuals/ Hindu Undivided Family	17	-	-	17	0.0001	0.0001
(b)	Central Government/ State Government(s)	-	-	-	-	-	-
(c)	Bodies Corporate	4,915,409	-	-	4,915,409	40.9750	37.3869
(d)	Financial Institutions/ Banks	-	-	-	-	-	-
(e)	Any Other (specify)	-	-	-	-	-	-
	Sub-Total (A)(1)	4,915,426	-	-	4,915,426	40.9751	37.3870
(2)	Foreign						
(a)	Individuals (Non-Resident Individuals/ Foreign Individuals)	-	-	-	-	-	-
(b)	Bodies Corporate	315,000	-	-	315,000	2.6259	2.3959
(c)	Institutions	-	-	-	-	-	-
(d)	Qualified Foreign Investor	-	-	-	-	-	-
(e)	Any Other (specify)	-	-	-	-	-	-
	Sub-Total (A)(2)	315,000	-	-	315,000	2.6259	2.3959
	Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	5,230,426	-	-	5,230,426	43.601	39.7829
(B)	Public shareholding						
(1)	Institutions						
(a)	Mutual Funds/UTI	-	-	-	-	-	-
(b)	Financial Institutions/ Banks	1,008,597	-	-	1,008,597	8.4077	7.6714
(c)	Central Government/ State Government(s)	-	-	-	-	-	-
(d)	Venture Capital Funds	-	-	-	-	-	-
(e)	Insurance Companies	13,500	-	-	13,500	0.1125	0.1027
(f)	Foreign Institutional Investors	1,341,579	-	-	1,341,579	11.1834	10.2041
(g)	Foreign Venture Capital Investors	-	-	-	-	-	-
(h)	Qualified Foreign Investor	-	-	-	-	-	-
(i)	Any Other (specify)	-	-	-	-	-	-
	Sub-Total (B)(1)	2,363,676	-	-	2,363,676	19.7037	17.9783
(2)	Non-institutions						
(a)	Bodies Corporate	671,144	-	-	671,144	5.5947	5.1048
(b)	Individuals :- i. Individual shareholders holding nominal share capital up to Rs. 1 lakh	934,105	-	-	934,105	7.7867	7.1049
	ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	590,732	-	-	590,732	4.9244	4.4931
(c)	Qualified Foreign Investor	3,403	-	-	3,403	0.0284	0.0259
(d)	Any Other (specify)	-	-	-	-	-	-
(di)	Overseas-Bodies Corporate	2,127,135	-	-	2,127,135	17.7319	16.1791
(dii)	Clearing Member	23,892	-	-	23,892	0.1992	0.1817
(diii)	Non-resident Indians - Repat	35,830	-	-	35,830	0.2987	0.2725
	Non-resident Indians - Non Repat	9,272	-	-	9,272	0.0773	0.0705
(div)	Hindu Undivided Family	3,800	-	-	3,800	0.0317	0.0289
(dv)	Trust	50	-	-	50	0.0004	0.0004
	Other - Unclaimed Shares	2,650	-	-	2,650	0.0221	0.0202
	Sub-Total (B)(2)	4,402,013	-	-	4,402,013	36.6953	33.4820
	Total Public Shareholding (B)= (B)(1)+(B)(2)	6,765,689	-	-	6,765,689	56.3990	51.4602
	TOTAL (A)+(B)	11,996,115	-	-	11,996,115	100.00	91.243
(C)	Shares held by Custodians and against which Depository Receipts have been issued	1,151,300	-	-	1,151,300	-	8.7569
	GRAND TOTAL (A)+(B)+(C)	13,147,415	-	-	13,147,415	100.00	100.00

For Welspun Enterprises Limited


Company Secretary