

**WPL/SEC/2013****January 08, 2014**

To,

The Manager, Dept. of Corporate Services, Bombay Stock Exchange Ltd, 1 st Floor, Rotunda Bldg, Dalal Street, Fort Mumbai - 400 001 Scrip Code: 532553	The Asst. Vice President, Listing Department National Stock Exchange of (I) Ltd., Exchange Plaza, C-1, Block-G, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051 NSE Symbol: WELPROJ	The Managing Director, Vadodara Stock Exchange Ltd, 'Fortune Towers', Sayajigunj, Vadodara – 390 005
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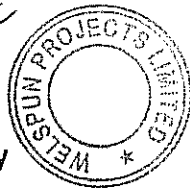
Dear Sir/Madam,

Sub.: Corporate Governance Report and Shareholding Pattern for the quarter ended December 31, 2013

Please find enclosed herewith Corporate Governance Report pursuant to clause 49 and Shareholding Pattern pursuant to clause 35 of the Listing Agreement for the quarter ended December 31, 2013.

Kindly take the same on record.

Thanking You.

For **Welspun Projects Limited**
Rajendra Sawant
Company Secretary

Encl : as above

Registered OfficeWelspun City,
Village Versamedi,
Taluka Anjar,
Gujarat - 370 110

Tel.: +91 2836 279071, 74, 41, 44

Fax : +91 2836 279060

website: www.welspunprojects.com

Name of the Company : WELSPUN PROJECTS LIMITED

Scrip Code :- NSE:	WELPROJ	Quarter Ended :	31-12-2013
BSE:	532553		
Name of the Scrip	Welspun Projects Limited		
Class of Security	Equity		

PARTLY PAID SHARE	No. of Partly paid-up Shares	As a % of total No. of Partly paid-up Shares	As a % of total No. of Shares of the Company
	Held by Promoter/ Promoter Group	NIL	NIL
Held by public	NIL	NIL	NIL
Total	NIL	NIL	NIL
OUTSTANDING CONVERTIBLE SECURITIES (Foreign Currency Convertible Bonds) and (Compulsorily Convertible Debenture)	No. of Outstanding Securities	As a % of total No. of Outstanding Convertible Securities	As a % of total No. of Shares of the Company assuming full conversion of the Convertible Securities
	Held by Promoter/ Promoter Group	NIL	NIL
Held by public	NIL	NIL	NIL
Total	NIL	NIL	NIL
WARRANTS	No. of Warrants	As a % of total No. of Warrants	As a % of total No. of Shares of the Company assuming full conversion of Warrants
	Held by Promoter/ Promoter Group	NIL	NIL
Held by public	NIL	NIL	NIL
Total	NIL	NIL	NIL
Total Paid-Up capital of the Company, assuming full conversion of Warrants and Convertible Securities			4,00,00,000

Sr. No.	Category of Shareholder	Number of Shareholders	Total number of shares	Number of shares held in dematerialized form	Total shareholding as a percentage of total number of shares		Shares pledged or otherwise encumbered	
					As a % of (A+B) ¹	As a % of (A+B+C)	No. of shares	As a % (IX=VIII/IV)* 100
I	II	III	IV	V	VI	VII	VIII	
(A)	Shareholding of Promoter and Promoter Group ²							
1	Indian							
(a)	Individuals/ Hindu Undivided Family	-	-	-	-	-	-	-
(b)	Central Government/ State Government(s)	-	-	-	-	-	-	-
(c)	Bodies Corporate	1	2,44,48,445	2,44,48,445	61.12	61.12	-	-
(d)	Financial Institutions/ Banks	-	-	-	-	-	-	-
(e)	Any Others(Specify)	-	-	-	-	-	-	-
(e-i)		-	-	-	-	-	-	-
	Sub Total(A)(1)	1	2,44,48,445	2,44,48,445	61.12	61.12	-	-
2	Foreign							
a	Individuals (Non-Residents Individuals/ Foreign	-	-	-	-	-	-	-
b	Bodies Corporate	-	-	-	-	-	-	-
c	Institutions	-	-	-	-	-	-	-
d	Qualified Foreign Investor	-	-	-	-	-	-	-
e	Any Others(Specify)	-	-	-	-	-	-	-
e-i		-	-	-	-	-	-	-
	Sub Total(A)(2)	-	-	-	-	-	-	-
	Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	1	2,44,48,445	2,44,48,445	61.12	61.12	-	-
(B)	Public shareholding						N.A.	N.A.
1	Institutions							
(a)	Mutual Funds/ UTI	-	-	-	-	-	-	-
(b)	Financial Institutions / Banks	-	-	-	-	-	-	-
(c)	Central Government/ State Government(s)	-	-	-	-	-	-	-
(d)	Venture Capital Funds	-	-	-	-	-	-	-
(e)	Insurance Companies	-	-	-	-	-	-	-
(f)	Foreign Institutional Investors	2	2,91,669	2,91,669	0.73	0.73	-	-
(g)	Foreign Venture Capital Investors	-	-	-	-	-	-	-
(h)	Qualified Foreign Investor	-	-	-	-	-	-	-
(i)	Any Other (specify)	-	-	-	-	-	-	-
	Sub-Total (B)(1)	2	2,91,669	2,91,669	0.73	0.73	N.A.	N.A.
B 2	Non-institutions							
(a)	Bodies Corporate	321	80,31,543	80,30,999	20.08	20.08	N.A.	N.A.
(b)	Individuals							
i	Individual shareholders holding nominal share capital up to Rs 1 lakh	7,696	28,64,227	28,64,091	7.16	7.16		
ii	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.	49	25,58,107	25,58,107	6.40	6.40		
(c)	Qualified Foreign Investor	-	-	-	-	-		
(d)	Any Other (specify)	-	-	-	-	-		
(d-i)	Overseas - Bodies Corporate	1	3,18,334	3,18,334	0.80	0.80		
(d-ii)	Clearing member	21	60,272	60,272	0.15	0.15		
(d-iii)	Non Resident Indians (Repatriated & Non Repatriated)	63	82,055	82,055	0.20	0.20		
(d-iv)	Hindu Undivided Family	293	13,39,348	13,39,348	3.35	3.35		
(d-v)	Trust	1	6,000	6,000	0.01	0.01		
(B)	Sub-Total (B)(2)	8,445	1,52,59,886	1,52,59,206	38.15	38.15	N.A.	N.A.
	Total Public Shareholding (B)= (B)(1)+(B)(2)	8,447	1,55,51,555	1,55,50,875	38.88	38.88	N.A.	N.A.
	TOTAL (A)+(B)	8,448	4,00,00,000	3,99,99,320	100.00	100.00	N.A.	N.A.
(C)	Shares held by Custodians and Depository Receipts have been issued							
(1)	Promoter and Promoter Group	-	-	-	-	-		
(2)	Public	-	-	-	-	-		
	GRAND TOTAL (A)+(B)+(C)	8,448	4,00,00,000	3,99,99,320	100.00	100.00	N.A.	N.A.

Company Secretary

Sr.No	Notes
1	
2	
3	
4	NIL
5	
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7	
8	
9	

For WELSPUN PROJECTS LIMITED


Company Secretary

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

Sr. No.	Name of the shareholder	Details of Shares Held		Shares pledged or otherwise encumbered		Details of Warrants		Details of Convertible Securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital	
		Number of shares held	As a % of Grand Total (A)+(B)+(C)	Number	As a % Total (A)+(B)+(C) of sub clause 1(a)	Number of Warrants Held	As a % of total Warrants of the same class	Number of convertible Securities held	As a % of total convertible securities of the same class		
I	II	III	IV	V	VI=(V/III)* 100	VII	VIII	IX	X	XI	XII
INDIAN PROMOTERS											
I	Welspun Infratech Limited	2,44,48,445	61.12	-	-	-	-	-	-	-	61.12
	Sub Total	2,44,48,445	61.12	-	-	-	-	-	-	-	61.12
FOREIGN CO-PROMOTERS											
	NIL	-	-	-	-	-	-	-	-	-	-
	Sub Total	-	-	-	-	-	-	-	-	-	-
	Total	2,44,48,445	61.12	-	-	-	-	-	-	-	61.12

For WELSPUN PROJECTS LIMITED


Company Secretary

(1)(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 of the Company.

Sr. No.	Name of the shareholder	Number of shares held	Shares as a % of total number of shares i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (1)(a) above	Details of Warrants		Details of Convertible Securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				Number of Warrants Held	As a % of total number of Warrants of the same class	Number of convertible Securities held	As a % of total number of convertible securities of the same class	
		III	IV	V	VI	VII	VIII	IX
1	SUBHKAM VENTURES (I) PVT LTD	16,06,034	4.01	-	-	-	-	4.01
2	CRESENT TRADING PVT. LTD.	13,63,909	3.40	-	-	-	-	3.40
3	SS CORPORATE SECURITIES LIMITED	12,00,000	3.00	-	-	-	-	3.00
4	PRYANKA FINANCE PRIVATE LIMITED	10,47,543	2.61	-	-	-	-	2.61
5	ROOPCHAND BHANSHALI	4,72,453	1.18	-	-	-	-	1.18
6	ITI WEALTH MANAGEMENT PVT LTD	4,69,900	1.17	-	-	-	-	1.17
7	MEENU BHANSHALI	4,25,905	1.06	-	-	-	-	1.06
		65,85,744	16.43	-	-	-	-	16.43

For WELSPUN PROJECTS LIMITED


Company Secretary

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

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

For WELSPUN PROJECTS LIMITED

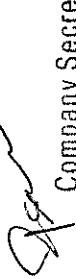


Company Secretary

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

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

For WELSPUN PROJECTS LIMITED


Company Secretary

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

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

For WELSPUN PROJECTS LIMITED


Company Secretary

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

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

For WELSPUN PROJECTS LIMITED



Company Secretary

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

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

Class Y:

Class Z:)

Category Code	Category of Shareholder	Number of Voting Rights held in each class of securities			Total Voting Rights (III + IV + V)	Total Voting Rights i.e. (VI)	
		Class X (III)	Class Y (IV)	Class Z (V)		As a % of (A + B) (VII)	As a % of (A + B + C) (VIII)
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)
(A)	Promoter and Promoter Group						
(1)	Indian						
(a)	Individuals/ Hindu Undivided Family	-	-	-	-	-	-
(b)	Central Government/ State Government(s)	-	-	-	-	-	-
(c)	Bodies Corporate	2,44,48,445	-	-	2,44,48,445	61.12	61.12
(d)	Financial Institutions/ Banks	-	-	-	-	-	-
(e)	Any Other (specify)	-	-	-	-	-	-
	Sub-Total (A)(1)	2,44,48,445	-	-	2,44,48,445	61.12	61.12
(2)	Foreign						
(a)	Individuals (Non-Resident Individuals/ Foreign Individuals)	-	-	-	-	-	-
(b)	Bodies Corporate	-	-	-	-	-	-
(c)	Institutions	-	-	-	-	-	-
(d)	Qualified Foreign Investor	-	-	-	-	-	-
(e)	Any Other (specify)	-	-	-	-	-	-
	Sub-Total (A)(2)	-	-	-	-	-	-
	Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	2,44,48,445	-	-	2,44,48,445	61.12	61.12
(B)	Public shareholding						
(1)	Institutions						
(a)	Mutual Funds/UTI	-	-	-	-	-	-
(b)	Financial Institutions/ Banks	-	-	-	-	-	-
(c)	Central Government/ State Government(s)	-	-	-	-	-	-
(d)	Venture Capital Funds	-	-	-	-	-	-
(e)	Insurance Companies	-	-	-	-	-	-
(f)	Foreign Institutional Investors	2,91,669	-	-	2,91,669	1.17	1.17
(g)	Foreign Venture Capital Investors	-	-	-	-	-	-
(h)	Qualified Foreign Investor	-	-	-	-	-	-
(i)	Any Other (specify)	-	-	-	-	-	-
	Sub-Total (B)(1)	2,91,669	-	-	2,91,669	1.17	1.17
(2)	Non-institutions						
(a)	Bodies Corporate	80,31,543	-	-	80,31,543	20.03	20.03
(b)	Individuals :- i. Individual shareholders holding nominal share capital up to Rs. 1 lakh.	28,64,227	-	-	28,64,227	6.92	6.92
	ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.	25,58,107	-	-	25,58,107	6.30	6.30
(c)	Qualified Foreign Investor	-	-	-	-	-	-
(d)	Any Other (specify)	-	-	-	-	-	-
(di)	Overseas-Bodies Corporate	3,18,334	-	-	3,18,334	0.80	0.80
(dii)	Clearing Member	60,272	-	-	60,272	0.03	0.03
(diii)	Non-resident Indians	82,055	-	-	82,055	0.18	0.18
(div)	Hindu Undivided Family	13,39,348	-	-	13,39,348	3.44	3.44
(dv)	Trust	6,000	-	-	6,000	0.01	0.01
	Sub-Total (B)(2)	1,52,59,886	-	-	1,52,59,886	37.71	37.71
	Total Public Shareholding (B)= (B)(1)+(B)(2)	1,55,51,555	-	-	1,55,51,555	38.88	38.88
	TOTAL (A)+(B)	4,00,00,000	-	-	4,00,00,000	100.00	100.00
(C)	Shares held by Custodians and against which Depository Receipts have been issued	-	-	-	-	-	-
	GRAND TOTAL (A)+(B)+(C)	4,00,00,000	-	-	4,00,00,000	100.00	100.00

For WELSPUN PROJECTS LIMITED


Company Secretary