

Welspun Enterprises Limited

(Formerly known as Welspun Projects Limited)

Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (Pursuant to Regulation 8(1) of the SEBI (Prohibition of Insider Trading) Regulations, 2015)

The Company shall adhere to the following practices and procedure to ensure fair disclosure of price sensitive information such as the events and occurrence that could impact price of securities of the Company.

1. The Company shall make prompt public disclosure of unpublished price sensitive information that could impact price discovery no sooner than credible and concrete information comes into being in order to make such information generally available.
2. The Company shall make uniform and universal dissemination of unpublished price sensitive information to avoid selective disclosure.
3. The Compliance Officer of the Company appointed under the SEBI (PIT) Regulations 2015 shall act as the Chief Investor Relations Officer to deal with dissemination of information and disclosure of unpublished price sensitive information.
4. The Company shall make prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
5. The Company shall provide appropriate and fair response to queries on news reports and requests for verification of market rumors by regulatory authorities.
6. The Company shall ensure that information, if any, shared with analysts and research personnel is not unpublished price sensitive information.
7. The Company shall develop best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences on the official website to ensure official confirmation and documentation of disclosures made.
8. The Company shall handle all unpublished price sensitive information on a need-to-know basis.

This Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information has been adopted by the Board on May 14, 2015 and shall be deemed to come in to force from May 15, 2015.

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*(Annexure to the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information)
[Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
SEBI (Prohibition of Insider Trading) Regulations, 2015]

List and threshold for dissemination of information to the stock exchanges:

- A. Events mentioned in Part A of Schedule III to SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 shall be disclosed without any application of materiality.
- B. New contract receipt/ cancellation amounting to 10% of net worth (including Capital Reserve) as per the latest consolidated annual audited financial statements.
- C. Following events shall be disclosed if their impact to the profit/loss amounts to more than 5% Profit before tax or 2% of net worth (including Capital reserve), whichever is more, as per the latest consolidated annual audited financial statements:
 - (i) Change in the general character or nature of business whether technical, manufacturing, marketing or financial tie-up;
 - (ii) Disruption of operations due to natural calamity;
 - (iii) Commencement of Commercial Production / Commercial Operations in a New Plant or New Project;
 - (iv) Developments with respect to pricing/realization having impact as per (i) above, arising out of change in the regulatory framework;
 - (v) Any event adversely affecting the reputation or the brand name of the Company;
 - (vi) Strikes and lock-outs;
 - (vii) Any other information having bearing on the operation/performance of the Company
 - (viii) Such other disclosures as may be required under the applicable laws.

* Inserted vide Board Resolution dated November 03, 2015 and effective from December 1, 2015