

**WEL/SEC/2015****January 13, 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 December 31, 2014

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 December 31, 2014.

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,
Kamala City,
Senapati Bapat Marg,
Lower Parel (West),
Mumbai - 400013

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www.welspunenterprises.com

(II) (a) Statement showing Shareholding Pattern

Name of the Company: Welspun Enterprises Limited		BSE- 538538, NSE- WELENTRP ; Equity	
Scrip Code, Name of the scrip, class of security:			
Report As On : 31.12.2014			
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)	As a percentage of (A+B+C)	Number of shares	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)	1	315000	315000	2.6259	2.3959	0	0.0000
(b)	Bodies Corporate	0	0	0	0.0000	0.0000	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	1008567	1008567	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	34	1187747	1187747	9.9011	9.0341	-	-
(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)	49	2209844	2209844	18.4213	16.8082	-	-
2	Non-institutions							
(a)	Bodies Corporate	846	755178	754710	6.5453	5.9721	390218	49.6582
(b) (i)	Individuals - shareholders holding nominal share capital up to Rs 1 Lakh	51933	396300	965825	8.2218	7.5019	11359	1.2125
(i)	Individual shareholders holding nominal share capital in excess of Rs. 1 Lakh	4	578251	578251	4.8036	4.3930	-	-

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)	As a percentage of (A+B+C)	Number of shares	As a percentage (IX) = (VIII)/(IV)*100
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)
(c)	Qualified Foreign Investors	0	0	0	0.0000	0.0000	-	-
(d)	Any Other							
i	Non Resident Indians (Repatriation)	661	35607	33171	0.2996	0.2733	35	0.0974
ii	Non Resident Indians (Non Repatriation)	207	11060	11060	0.0922	0.0841	-	-
iii	Overseas Bodies Corporate	2	2127135	1751944	17.7319	16.1791	-	-
iv	Clearing Member	135	27456	27456	0.2291	0.2091	2205	8.0223
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)	53791	4555845	4156947	37.9777	34.6520	404417	8.8759
	Total Public Shareholding Public Group (B)=(B)(1)+(B)(2)	53840	6755689	6366791	56.3990	51.4602	404417	5.9775
	Total (A)+(B)	53852	11996115	11597217	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	5.7569	0	0.0000
	Sub Total (C)	1	1,151,300	1,151,300	0.0000	8.7569	0	0
	GRAND TOTAL (A)+(B)+(C)	53853	13147415	12748517	100.0000	100.0000	404417	3.08

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"

Sr. No.	(i) Name of the shareholder	(ii)		(iii)		(iv)		(v)		(vi)		(vii)		(viii)		(ix)		(x)		(xi)		(xii)
		Number of shares held	As a % of grand total (A)+(B)+(C)	No.	As a percentage	As a % of grand total (A)+(B)+(C)	As a % of sub-clause (I)(a)	As a % of grand total (A)+(B)+(C)	As a % of grand total (A)+(B)+(C)	As a % of grand total (A)+(B)+(C)	As a % of grand total (A)+(B)+(C)	As a % of grand total (A)+(B)+(C)	As a % of grand total (A)+(B)+(C)	As a % of grand total (A)+(B)+(C)	As a % of grand total (A)+(B)+(C)	As a % of grand total (A)+(B)+(C)	As a % of grand total (A)+(B)+(C)	As a % of grand total (A)+(B)+(C)	As a % of grand total (A)+(B)+(C)	As a % of grand total (A)+(B)+(C)	As a % of grand total (A)+(B)+(C)	
1	KRISHIRAJ TRADING LTD	2849765	21.6755	0	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2	WELSPUN MERCANTILE LTD.	723885	5.5059	0	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
3	WELSPUN WINTEX LTD	666828	5.0719	0	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
4	WWLSPUN INFRA DEVELOPERS LTD	413276	3.1434	0	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
5	INTECH METALS S. A.	315000	2.3959	0	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
6	WELSPUN INVESTMENTS AND COMMERCIALS	261650	1.8901	0	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
7	RAJESH R MANDAWEWALA	10	0.0001	0	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
8	BALKRISHAN GOPIRAM GOENKA	7	0.0001	0	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
9	WELSPUN ZUCCHI TEXTILES LIMITED	5	0.0000	0	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	TOTAL	6230426	39.7829	0	0.0000	0	0.0000	0	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000

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 (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 % 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.	832930	6.34					
5	SIMBA ASIA LTD.	375191	2.85					
6	NIPPON INVESTMENT AND FINANCE COMPANY PR	164003	1.25					
7	MENTOR CAPITAL LIMITED	340577	2.58					
8	CHIRAG DILIPKUMAR LAKHI	195533	1.49					
9	DILIPKUMAR LAKHI	349018	2.65					
	TOTAL	6124391	46.68					

(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 (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	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.	832930	6.34					
	TOTAL	4700069	35.75					

For Welspun Enterprises Limited

 Company Secretary

(I)(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 (I)(a) above)
1	NIL	NIL	NIL
TOTAL		NIL	NIL


For Watepur Enterprises 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 percentage of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(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)	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)	315,000	-	-	315,000	2.6259	2.3959
(b)	Bodies Corporate	-	-	-	-	-	-
(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	1,187,747	-	-	1,187,747	9.9011	9.0341
(g)	Foreign Venture Capital Investors	-	-	-	-	-	-
(h)	Qualified Foreign Investor	-	-	-	-	-	-
(i)	Any Other (specify)	-	-	-	-	-	-
	Sub-Total (B)(1)	2,209,844	-	-	2,209,844	18.4213	16.8082
(2)	Non-institutions						
(a)	Bodies Corporate	785,176	-	-	785,176	6.5453	5.9721
(b)	Individuals :- i. Individual shareholders holding nominal share capital up to Rs. 1 lakh	986,300	-	-	986,300	8.2218	7.5019
(b)	ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	576,251	-	-	576,251	4.8036	4.3830
(c)	Qualified Foreign Investor	-	-	-	-	-	-
(d)	Any Other (specify)	-	-	-	-	-	-
(di)	Overseas-Bodies Corporate	2,127,135	-	-	2,127,135	17.7319	16.1791
(dii)	Clearing Member	27,486	-	-	27,486	0.2291	0.2091
(diii)	Non-resident Indians - Repat	35,937	-	-	35,937	0.2996	0.2733
	Non-resident Indians - Non Repat	11,060	-	-	11,060	0.0922	0.0841
(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)	4,555,845	-	-	4,555,845	37.9777	34.6520
	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 Welspan Energy Limited

 Company Secretary