



WEL /SEC/2016

January 15, 2016

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: WELENT
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Dear Sir/Madam,

Sub: Corporate Governance Report for the quarter ended December 31, 2015

Pursuant to Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular ref CIR/CFD/CMD/5/2015 dated September 24, 2015, please find enclosed the Corporate Governance Report for the quarter ended December 31, 2015.

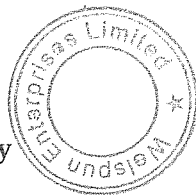
Kindly take the same on record.

Thanking you.

Yours Sincerely,

For Welspun Enterprises Limited
 (Formerly known as Welspun Projects Limited)

Indu Daryani
 Company Secretary



Corporate Office
 Welspun House,
 Kamala City,
 Senapati Bapat Marg,
 Lower Parel (West),
 Mumbai - 400013

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 Fax: +91 2224908020

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



1. Name of the Listed Entity: Welspun Enterprises Limited (Formerly known as Welspun Projects Limited)

2. Quarter ending: December 31, 2015

I. Composition of Board of Directors								
Title (Mr./Ms.)	Name of the Director	PAN & DIN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	Date of Appointment in the current term / cessation	Tenure	No. of directorship in listed entities including this listed entity*%	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity*	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity*#
Mr.	Balkrishan Goenka	DIN : 00270175 PAN: AEOPG4819D	Chairman/ Executive	29/05/2015	-	3	2	-
Mr.	Sandeep Garg	DIN : 00036419 PAN: AAIPG6833H	Managing Director/ Executive	16/07/2012	-	1	-	-
Mr.	Rajesh R. Mandawewala	DIN : 00007179 PAN: AACPM2601D	Non- Executive	06/07/2012	-	4	3	-
Mr.	Mohan Krishna Tandon	DIN : 00026460 PAN: AADPT6961C	Independent	01/04/2014	Up to 31/03/2019	2	3	-
Mr.	Apurba Kumar Dasgupta	DIN : 00043075 PAN: AAHPD1572H	Independent	01/04/2014	Up to 31/03/2019	2	7	1
Ms.	Mala Todarwal	DIN : 06933515 PAN: ADEPT5162D	Independent	05/08/2014	Up to 04/08/2016	5	9	1
Mr.	Ram Gopal Sharma	DIN : 00026514 PAN: AOQPS3114R	Independent	29/05/2015	Up to 28/05/2020	3	6	3
Mr.	Mintoo Bhandari	DIN : 00054831 PAN: ARRPB0319B	Non- Executive/No minee	29/05/2015	-	2	4	-
Mr.	Utsav Bajjal	DIN: 02592194 PAN : AFBFB8278H	Non- Executive/ Nominee (Alternate Director to Mr. Mintoo Bhandari)	29/05/2015	-	2 ^s	2 [@]	-
Mr.	Yogesh Agarwal	DIN : 00947896 PAN : ACUPA1663K	Independent	12/08/2015	Up to 11/08/2020	1	3	-

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Dare to Commit

Details regarding Directorship, Chairmanship / Membership in other Committees is as per last disclosure available with the Company.

No. of post of Chairmanship held by directors in Audit Committee/ Stakeholder Committee of unlisted public limited company or deemed public limited company is as under:

1. Mr. Apurba Kumar Dasgupta - 1 unlisted public limited company
2. Ms. Mala Todarwal – 2 unlisted public limited companies
3. Mr. Ram Gopal Sharma - 1 unlisted public limited company
4. Mr. Yogesh Agarwal - 1 unlisted public limited company

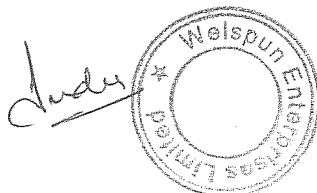
\$ Includes Directorship as Alternate Director to Mr. Mintoo Bhandari in the Company.

@ Includes Membership of Committees as Alternate Director to Mr. Mintoo Bhandari in the Company.

% Includes Directorship in all listed companies as Independent / Non-Independent / Executive / Non-executive / Nominee Director.

II. Composition of Committees			
Sr. No.	Name of Committee	Name of Committee members	Category (Chairperson/ Executive/Non-Executive/ independent/Nominee)
1	Audit Committee	Mr. Ram Gopal Sharma	Chairman – Independent
		Mr. Apurba Kumar Dasgupta	Member – Independent
		Mr. Mohan Tandon	Member – Independent
		Mr. Mintoo Bhandari (with Mr. Utsav Baijal as Alternate Director)	Member – Nominee of Insight Solutions Limited
		Ms. Mala Todarwal	Member – Independent
2	Nomination & Remuneration Committee	Mr. Apurba Kumar Dasgupta	Chairman – Independent
		Mr. Balkrishan Goenka	Member – Executive
		Mr. Ram Gopal Sharma	Member – Independent
		Mr. Mohan Tandon	Member – Independent
		Mr. Mintoo Bhandari (with Mr. Utsav Baijal as Alternate Director)	Member – Nominee of Insight Solutions Limited
3	Risk Management Committee (if applicable)	Not Applicable	Not Applicable
4	Share Transfer and Investor Grievance and Stakeholders Relationship Committee	Ms. Mala Todarwal	Chairman – Independent
		Mr. Apurba Kumar Dasgupta	Member – Independent
		Mr. Mohan Tandon	Member – Independent
		Mr. Mintoo Bhandari (with Mr. Utsav Baijal as Alternate Director)	Member - Nominee of Insight Solutions Limited

III. Meeting of Board of Directors		
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive meetings (in number of days)
August 12, 2015	November 03, 2015	57 days
September 07, 2015	December 19, 2015	
	December 22, 2015	



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Date to Commit

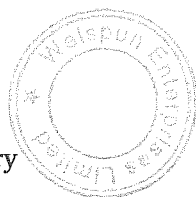
IV. Meeting of Committees			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
1. Audit Committee:			
July 29, 2015	Yes	November 03, 2015	83 days
August 12, 2015	Yes		
2. Nomination & Remuneration Committee			
August 12, 2015	Yes	-	-
3. Share Transfer and Investor Grievance and Stakeholders Relationship Committee			
August 12, 2015	Yes	-	-

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

VI. Affirmations
1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015: Yes
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015: Yes
a. Audit Committee
b. Nomination & remuneration committee
c. Share Transfer and Investor Grievance and Stakeholders relationship committee
d. Risk management committee (applicable to the top 100 listed entities): Not applicable
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015: Yes
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015: Yes
5. This report will be placed before Board of Directors at the ensuing Board Meeting.
Any comments/observations/advice of Board of Directors: Not Applicable

For Welspun Enterprises Limited
(Formerly known as Welspun Projects Limited)


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Company Secretary



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