



WPL/SEC/2013

January 7, 2013

To,

<p>The Manager, Dept. of Corporate Services, Bombay Stock Exchange Ltd, 1<sup>st</sup> Floor, Rotunda Bldg, Dalal Street, Fort Mumbai - 400 001</p> <p><b>Scrip Code: 532553</b></p>	<p>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</p> <p><b>NSE Symbol: WELPROJ</b></p>	<p>The Managing Director, Vadodara Stock Exchange Ltd, 'Fortune Towers', Sayajigunj, Vadodara – 390 005</p>
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Dear Sir/Madam,

**Sub.: Corporate Governance Report for the quarter ended December 31, 2012**

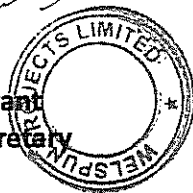
Please find enclosed herewith Corporate Governance Report for the quarter ended December 31, 2012, pursuant to clause 49 of the Listing Agreement.

Kindly take the same on record.

Thanking You.

For **Welspun Projects Limited**

  
**Rajendra Sawant**  
 Company Secretary



Encl : as above

**Registered Office**

Welspun City,  
Village Versamedi,  
Taluka Anjar,  
Gujarat - 370 110  
Tel.: +91 2836 279071, 74, 41, 44  
Fax : +91 2836 279060  
website: www.welspunprojects.com

**Quarterly Compliance Report on Corporate Governance**

for the quarter ended 31st December, 2012

Name of the Company : **WELSPUN PROJECTS LIMITED**

NSE Script Code

**WELPROJ**

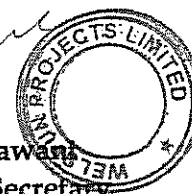
BSE Script Code

**532553**

Particulars	Clause of Listing Agreement	Compliance Status Yes/ No	Remarks
<b>I. Board of Directors</b>	49 (I)		
(A) Composition of Board	49 (IA)	YES	NA
(B) Non- Executive Director's compensation & disclosures	49 (IB)	YES	NA
(C) Other Provisions as to Board & Committees	49 (IC)	YES	NA
(D) Code of Conduct	49 (ID)	YES	NA
<b>II. Audit Committee</b>	49 (II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	YES	NA
(B) Meeting of Audit Committee	49 (IIB)	YES	NA
(C) Powers of Audit Committee	49 (IIC)	YES	NA
(D) Role of Audit Committee	49 (IID)	YES	NA
(E) Review of Information by Audit Committee	49 (IIE)	YES	NA
<b>III. Subsidiary Companies</b>	49 (III)	YES	NA
<b>IV. Disclosures</b>	49 (IV)	YES	NA
(A) Basis of related party transactions	49 (IVA)	YES	NA
(B) Disclosure of Accounting Treatment	49(IVB)	YES	NA
(C) Board Disclosures	49 (IVC)	YES	NA
(D) Proceeds from Public issue, right issues, preferential issues etc.	49 (IVD)	YES	NA
(E) Remuneration of Directors	49 (IVE)	YES	NA
(F) Management	49 (IVF)	YES	NA
(G) Shareholders	49(IVG)	YES	NA
<b>V. CEO/ CFO Certification</b>	49 (V)	YES	NA
<b>VI. Report on Corporate Governance</b>	49 (VI)	YES	NA
<b>VII. Compliance</b>	49 (VII)	YES	NA

For Welspun Projects Limited

Rajendra Sawans  
Company Secretary



Dated : 07.01.2013