

WCL/SEC/2021**November 23, 2021**

To,

BSE Ltd. Listing Department, P. J. Towers, Dalal Street, Mumbai – 400 001. (Scrip Code: Equity - 532144), (NCD – 948505, 960468, 960491 and 973309)	National Stock Exchange of India Ltd. Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051. (Symbol: WELCORP, Series EQ)
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Dear Sirs/ Madam,

Sub: Scrutinizer’s Report and Result of E-voting for the Extra Ordinary General Meeting of the Company held through Video Conferencing on November 23, 2021

In continuation to our letter dated October 29, 2021, please find enclosed:

1. Report of Scrutinizer dated November 23, 2021.
2. Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The voting results along with the scrutinizer’s report will also be made available on the Company’s website at www.welspuncorp.com

This above is for your information and record please.

Thanking You.

Yours faithfully,

For **Welspun Corp Limited****Pradeep Joshi**
Company Secretary
FCS-4959**Welspun Corp Limited**

Welspun House, 5th Floor, Kamala City, Senapati Bapat Marg, Lower Parel (West), Mumbai 400 013, India.

T : +91 22 6613 6000 / 2490 8000 F : +91 22 2490 8020

E-mail : companysecretary_wcl@welspun.com Website : www.welspuncorp.com

Registered Address: Welspun City, Village Versamedi, Taluka Anjar, District Kutch, Gujarat 370 110, India.

T : +91 2836 662222 F : +91 2836 279060

Corporate Identity Number: L27100GJ1995PLC025609

CONSOLIDATED SCRUTINIZER'S REPORT

(Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended)

To,

The Board of Directors,

WELSPUN CORP LIMITED

Address: Welspun City, Village Versamedi,
Taluka Anjar, Dist. Kutch, Gujarat 370110.

Subject: Consolidated Scrutinizer's Report on remote e-voting and e-voting at the Extra-Ordinary General Meeting (EGM) of the Members of the Welspun Corp Limited ("the Company") held on Tuesday, November 23, 2021 at 11.00 A.M. (IST) through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) which is deemed to be held at the Registered Office of the Company situated at Welspun City, Village Versamedi, Taluka Anjar, Dist. Kutch, Gujarat 370110 (the deemed venue of the Meeting).

Dear Madam/ Sirs,

I, CS Mansi Damania, Designated Partner of M/s. JMJA & Associates LLP, Practising Company Secretaries, having office at 131, 1st Floor, Building No. 2, New Sonal Link Industrial Estate, Malad (W), Mumbai- 400 064, was appointed, pursuant to the authority of the resolution passed by the Board of Directors of Welspun Corp Limited ("the Company") at their meeting held on October 28, 2021, to act as the Scrutinizers in terms of Rule 20 of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing the process of remote e-voting and voting through electronic voting system during the Extra-Ordinary General Meeting on the special resolutions set out in the Notice dated October 28, 2021 convening the Extra-Ordinary General Meeting of the Members of the Company conducted through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) in accordance with General Circular Nos. 14/2020, 17/2020 and 20/2020 dated April 08, 2020, April 13, 2020 and May 05, 2020, respectively, issued by the Ministry of Corporate Affairs (collectively referred to as "MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 (collectively referred to as "SEBI Circulars").

The Company's Management is responsible to ensure the compliance with the requirements of the Act read with the Rules, MCA and SEBI Circular/s relating to voting by electronic means, (remote e-voting as well as e-voting during the Extra-Ordinary General Meeting), on all the Resolutions contained in the Notice dated October 28, 2021.

My responsibility as the Scrutiniser for the voting process, (remote e-voting as well as e-voting during the Extra-Ordinary General Meeting), is restricted to prepare a Scrutinizer's Report of the Votes cast "in favour" or "against" and "invalid, abstain or by interested parties" for all the Resolutions, based on the Report/s generated from the e-voting system or platform provided by the National Securities

JMJA & Associates LLP | LLPIN: AAC-9388

Regd. Off. : 131, 1st Floor, Building No. 2, New Sonal Link Industrial Estate, Malad (W), Mumbai- 400 064

Website: www.jmja.in | Email- info@jmja.in | Tel.: +91 22 4010 9730

Depository Limited ("NSDL"), the authorised agency engaged by the Company for facilitating voting through electronic means.

We do hereby submit our report as under:

1. On account of the threat posed by COVID – 19, and considering the relaxations granted by the Ministry of Corporate Affairs ("MCA") and the Securities and Exchange Board of India ("SEBI"), the Notice of the General Meeting and instructions for e-voting were sent only by email to all its members who have registered their email addresses with the Company / Depository Participants.
2. The Company had, on October 29, 2021 completed the dispatch of the Notice to all those Members of the Company whose email addresses are registered with the Company/ Depository Participant(s), as the case may be in compliance with MCA Circulars and SEBI Circulars.
3. The Company also published an advertisement in "Financial Express" (English newspaper) and "Kutch Mitra" (Gujarati newspaper) on November 2, 2021 informing about the dispatch of Notice through email only for seeking consent of members of the Company by way of Special Resolutions for the Special Businesses mentioned in the Notice.
4. The Company had availed the e-voting facility offered by service provider viz. National Securities Depository Limited for conducting the remote e-voting and voting through electronic voting system during the Extra-Ordinary General Meeting by the members of the Company.
5. The remote e-voting period commenced on Saturday, November 20, 2021 from 9:00 a.m. (IST) and ended on Monday, November 22, 2021 at 05:00 p.m. (IST). The remote e-voting was disabled thereafter.
6. The facility of voting through electronic voting system was also made available during the Extra-Ordinary General Meeting for the members participating in the meeting and who did not cast their vote through remote e-voting.
7. Voting rights were reckoned as on **Tuesday, November 16, 2021** being the "**Cut-off Date**" for the purpose of deciding the entitlements of shareholders for remote e-voting and voting during the Extra-Ordinary General Meeting.
8. After the closure of the e-voting at the Extra-Ordinary General Meeting, the report on the e-voting done at the Extra-Ordinary General Meeting and the votes cast under remote e-voting facility prior to the Extra-Ordinary General Meeting were unblocked by using the Scrutinizer's login on e-voting platform of NSDL in the presence of two witnesses Mr. Jigar Shah and Ms. Shikha Sangodkar who are not in the employment of the Company as prescribed in Sub-rule 4(xii) of the said Rule 20, as amended. They have signed below in confirmation of the votes being unblocked in their presence.

CS Jigar Shah

Sign: 

CS Shikha Sangodkar

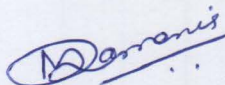
Sign: 



9. The remote e-voting results and the results of the electronic voting done at the meeting were then reconciled with the records maintained by the Company, Company's RTA and the authorisations lodged with us and were scrutinized by me thereafter in a fair and transparent manner.
10. The consolidated results of remote e-voting and e-voting during the Extra-Ordinary General Meeting are enclosed herewith as an **Annexure – I**;
11. Based on the consolidated results, we hereby report that the Special Resolutions as set out in the Item No. 1, 2 and 3 of the Notice of the Extra-Ordinary General Meeting dated October 28, 2021 have been passed as a Special Resolutions.

Thanking you.

For JMJA & Associates LLP,
Practising Company Secretaries
Peer Review Certificate No. 980/2020



CS Mansi Damania
Designated Partner
FCS: 7447 | COP: 8120
UDIN: F007447C001514568



Date: November 23, 2021
Place: Mumbai

ANNEXURE - I
CONSOLIDATED RESULTS

Item No.	Item of EGM Notice	Voting type	Votes in favour		Votes in against		Invalid votes	
			No. of votes	% of valid votes cast	No. of votes	% of votes cast	No. of votes	% of votes cast
1.	Amendment to the Object Clause in the Memorandum of Association (Special Resolution)	E-Voting	18,26,84,548	100.00	941	Negligible	0	0
		Poll	NA	NA	NA	NA	NA	NA
		Total	18,26,84,548	100.00	941	Negligible	0	0
2.	Approval for increase in the limits under Section 186 applicable for making investments / extending loans and giving guarantees or providing securities in connection with loans to persons / bodies corporate (Special Resolution)	E-Voting	16,68,05,904	91.308	1,58,79,585	8.692	0	0
		Poll	NA	NA	NA	NA	NA	NA
		Total	16,68,05,904	91.308	1,58,79,585	8.692	0	0
3.	Revision in the remuneration to the Managing Director & CEO. (Special Resolution)	E-Voting	16,78,61,957	91.886	1,48,23,532	8.114	0	0
		Poll	NA	NA	NA	NA	NA	NA
		Total	16,78,61,957	91.886	1,48,23,532	8.114	0	0

Based on the aforesaid result, we report that the **Special Resolutions** as contained in **Item No. 1, 2 and 3** of the Notice of the Extra-Ordinary General Meeting dated October 28, 2021 have been **passed as a Special Resolutions**.

Thanking you.

For JMJA & Associates LLP,
Practising Company Secretaries
Peer Review Certificate No. 980/2020

Mansani

CS Mansi Damania
Designated Partner
FCS: 7447 | COP: 8120
UDIN: F007447C001514568



Date: November 23, 2021
Place: Mumbai

General information about company

Scrip code	532144
NSE Symbol	WELCORP
MSEI Symbol	NOTLISTED
ISIN	INE191B01025
Name of the company	WELSPUN CORP LIMITED
Type of meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	23-11-2021
Start time of the meeting	11:00 AM
End time of the meeting	11:42 AM

Scrutinizer Details

Name of the Scrutinizer	MANSI DAMANIA SHAH
Firms Name	JMJA & ASSOCIATES LLP
Qualification	CS
Membership Number	7447
Date of Board Meeting in which appointed	28-10-2021
Date of Issuance of Report to the company	23-11-2021

Voting results

Record date	16-11-2021
Total number of shareholders on record date	108646
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	3
b) Public	35
No. of resolution passed in the meeting	3
Disclosure of notes on voting results	Textual Information(1)

Text Block

Textual Information(1)

Total number of shareholders are clubbed on the basis of same PAN numbers.

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				AMENDMENT TO THE OBJECT CLAUSE IN THE MEMORANDUM OF ASSOCIATION				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	130502154	130501954	99.9998	130501954	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		130502154	130501954	99.9998	130501954	0	100
Public-Institutions	E-Voting	34891775	29666523	85.0244	29666523	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		34891775	29666523	85.0244	29666523	0	100
Public- Non Institutions	E-Voting	95555466	22517012	23.5643	22516071	941	99.9958	0.0042
	Poll							
	Postal Ballot (if applicable)							
	Total		95555466	22517012	23.5643	22516071	941	99.9958
Total		260949395	182685489	70.008	182684548	941	99.9995	0.0005
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for increase in the limits under Section 186 applicable for making investments / extending loans and giving guarantees or providing securities in connection with loans to persons / bodies corporate				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	130502154	130501954	99.9998	130501954	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	130502154	130501954	99.9998	130501954	0	100	0
Public-Institutions	E-Voting	34891775	29666523	85.0244	13789754	15876769	46.4825	53.5175
	Poll							
	Postal Ballot (if applicable)							
	Total	34891775	29666523	85.0244	13789754	15876769	46.4825	53.5175
Public- Non Institutions	E-Voting	95555466	22517012	23.5643	22514196	2816	99.9875	0.0125
	Poll							
	Postal Ballot (if applicable)							
	Total	95555466	22517012	23.5643	22514196	2816	99.9875	0.0125
Total		260949395	182685489	70.008	166805904	15879585	91.3077	8.6923
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				REVISION IN THE REMUNERATION TO THE MANAGING DIRECTOR & CEO				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	130502154	130501954	99.9998	130501954	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		130502154	130501954	99.9998	130501954	0	100
Public-Institutions	E-Voting	34891775	29666523	85.0244	14844132	14822391	50.0366	49.9634
	Poll							
	Postal Ballot (if applicable)							
	Total		34891775	29666523	85.0244	14844132	14822391	50.0366
Public- Non Institutions	E-Voting	95555466	22517012	23.5643	22515871	1141	99.9949	0.0051
	Poll							
	Postal Ballot (if applicable)							
	Total		95555466	22517012	23.5643	22515871	1141	99.9949
Total		260949395	182685489	70.008	167861957	14823532	91.8858	8.1142
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

