

WICL/SEC/2019-20

May 30, 2019

To,

<b>Bombay Stock Exchange Ltd.</b> <b>Scrip Code: 533252</b> Department of Listing, P. J. Towers, Dalal Street, Mumbai - 400 001.	<b>National Stock Exchange of India Ltd.</b> <b>Stock Symbol : WELINV, Series : EQ</b> Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051.
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Dear Sir/ Madam,

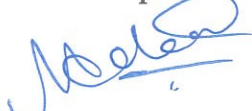
**Sub.: Submission of Secretarial Compliance Report for financial year ended  
March 31, 2019**

Dear Sirs,

Pursuant to the provisions of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the Annual Secretarial Compliance Report for the financial year ended March 31, 2019 issued by M/s Sanjay Risbud & Co., Practicing Company Secretaries.

Kindly acknowledge the receipt and take the same on record.

**For Welspun Investments and Commercials Limited**



**Amol Nandedkar**  
**Company Secretary**  
**ACS : 23661**

**Welspun Investments & Commercials Limited**

Welspun House, 7th 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\_winl@welspun.com Website : www.welspuninvestments.com

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

T : +91 2836 661 111 F : +91 2836 279 010

Corporate Identity Number: L52100GJ2008PLC055195

# S.S. RISBUD & CO.

Company Secretaries

303, Sai Anand, Subhash Nagar, Chendani Koliwada, Mith Bunder Road, Thane (E) 400603.

Tel No. 2532 8047.

## ANNUAL SECRETARIAL COMPLIANCE REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019

[Pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To

The Board of Directors,

**WELSPUN INVESTMENTS & COMMERCIALS LIMITED.**

Corporate Identity Number: L52100GJ2008PLC055195

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

Website : [www.welspuninvestments.com](http://www.welspuninvestments.com)

We, S.S. RISBUD & CO. , Company Secretaries have examined on test check basis:

- (a) all the documents and records made available to us and explanation provided by **WELSPUN INVESTMENTS & COMMERCIALS LIMITED** (hereinafter called "the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the financial year ended March 31, 2019 ("Review Period") in respect of compliance with the provisions of :

- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (e) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;





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Tel No. 2532 8047.

- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

and based on the above examination, we hereby report that, during the financial year ended March 31, 2019:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder,

(b)

Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	N.A.	N.A.	N.A.

- (c) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from our test check basis examination of those records.

- (d) The following are the details of actions taken against the Company/ its promoters/ directors/ material subsidiaries, as the case may be, either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder.

Sr No	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
1.		N.A.	N.A.	N.A.

Save and except as stated above, no other actions were taken against the Company/ its promoters/ directors/ material subsidiaries, as the case may be, either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder.

- (e) The listed entity has taken the following actions to comply with the observations made in previous reports:



# S.S. RISBUD & CO.

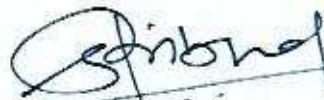
Company Secretaries

303, Sai Anand, Subhash Nagar, Chendani Koliwada, Mith Bunder Road, Thane (E) 400603.

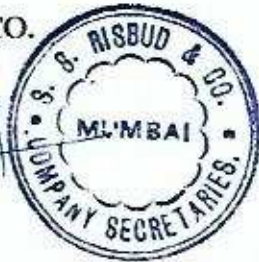
Tel No. 2532 8047.

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the previous financial years	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
-	NA	NA	NA	NA

For S.S. RISBUD & CO.  
Company Secretaries



Sanjay S. Risbud  
Proprietor  
ACS No: 13774  
COP No: 5117



Date : 29.05.2019

Place : Mumbai

Note: This report is to be read with our letter of even date which is annexed as 'ANNEXURE A' and forms an integral part of this report.



# S.S. RISBUD & CO.

## Company Secretaries

303, Sai Anand, Subhash Nagar, Chendani Koliwada, Mith Bunder Road, Thane (E) 400603.  
Tel No. 2532 8047.

'Annexure A'

To  
The Board of Directors,  
WELSPUN INVESTMENTS & COMMERCIALS LIMITED.  
Corporate Identification Number: L52100GJ2008PLC055195  
Regd. Office: Welspun City, Village Versamedi Taluka Anjar, Dist Kutch Anjar  
Kachchh GJ 370110 IN

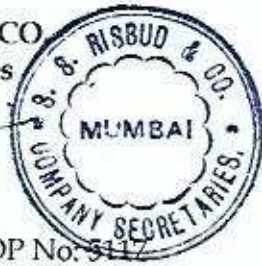
**Sub: Our report of even date is to be read along with this letter.**

1. Maintenance of records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these records based on our review on test check basis.
2. We have followed the review practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the records. The verification was done on test-check basis (by verifying records as was made available to us) to ensure that correct facts are reflected in records. We believe that the processes and practices we follow, provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company and we have relied on Statutory Auditors' independent assessment on the same.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, Rules, Regulations, standards is the responsibility of management. Our examination was limited to the verification of process followed by Company to ensure adequate Compliance on test-check basis.
6. The Annual Secretarial Compliance Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For S.S. RISBUD & CO  
Company Secretaries

  
Sanjay S. Risbud  
Proprietor

ACS No: 13774 COP No: 5117



Date : 29.05.2019

Place: Mumbai