

WEL/SEC/2019

May 28, 2019

To,

BSE Limited 1 st Floor, Rotunda Bldg., Dalal Street, Fort, Mumbai - 400 001. Scrip Code: 532553	National Stock Exchange of India Limited 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: Compliance under Regulation 24A of the Securities and Exchange Board of India
(Listing Obligations and Disclosure Requirements) Regulations, 2015**

In terms of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose Secretarial Compliance Report duly issued by Mr. Mihen Halani & Associates, Practicing Company Secretary, for the financial year ended March 31, 2019.

Kindly take note of the above.

Thanking you.

For **Welspun Enterprises Limited****Priya Pakhare**
Company Secretary
FCS - 7805

MIHEN HALANI & ASSOCIATES

Practicing Company Secretaries

32,1st Floor, Shantinath Shopping Centre, Near Aditi Restaurant, S.V. Road,
Malad (West), Mumbai - 400 064, ☎: 022 - 6236 0279 ✉: mihenhalani@gmail.com

**Secretarial Compliance Report of Welspun Enterprises Limited
for the year ended March 31, 2019**

To,
The Board of Directors,
Welspun Enterprises Limited
CIN: L45201GJ1994PLC023920
BSE Scrip Code: 532553 / NSE Symbol: WELENT

We, M/s. Mihen Halani & Associates have examined:

- a) all the documents and records made available to us and explanation provided by Welspun Enterprises Limited (“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 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) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- c) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;



- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not Applicable during the period under review**
- g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
- h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and **Not Applicable during the period under review**
- i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **Not Applicable during the period under review**
- j) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **Not Applicable during the period under review**
- k) Other Rules and Regulations and the circulars/ guidelines issued thereunder;
 - SEBI (Depositories and Participants) Regulations, 2018/1996;

Based on the above examination, we hereby report that, during the Review Period:

- i. The listed entity has complied with all the provisions of the above Regulations and circulars/guidelines issued thereunder except in respect of matter specified below;


Sr. No.	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Deviations	Observations/Remarks
1	Regulation 13(3) of SEBI (LODR) Regulations, 2015	Filing of Statement of Investor Complaints	One day delay in filing of Statement of Investors Complaints for the period ended September 30, 2018 pursuant to Regulation 13(3) of the SEBI (LODR) Regulations, 2015. The fine levied by the BSE Limited and the National Stock Exchange of India Limited were paid by the listed entity.



- ii. The listed entity has maintained proper records under the provisions of the above Regulations and circulars/guidelines issued thereunder in so far as it appears from our examination of those records.
- iii. No actions taken against the listed entity/its promoters/directors/material subsidiaries 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.
- iv. Since this is the first Report, there are no previous Reports in respect of which the listed entity is required actions to comply with the observations made under such previous reports.

Date: 24.05.2019
Place: Mumbai

For MIHEN HALANI & ASSOCIATES
Practicing Company Secretary


Mihen Halani
(Proprietor)
CP No: 12015
FCS No: 9926

