



A

WPL/SEC/2015

May 11, 2015

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: WELPROJ	The Managing Director, Vadodara Stock Exchange Ltd, 'Fortune Towers', Sayajigunj, Vadodara - 390 005
--	--	--

Sub : Notice of Record Date

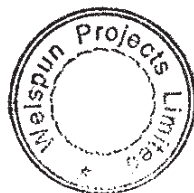
Please take notice that pursuant to Clause 16 of the Listing Agreement, the record date for determining the list of shareholders of Welspun Enterprises Limited to whom the equity shares of the Company will be allotted pursuant to the Scheme of amalgamation and arrangement between Welspun Enterprises Limited ('WEL'), Welspun Infratech Limited ('WITL'), Welspun Plastics Private Limited ('WPPL'), Welspun Infra Projects Private Limited ('WIPPL') and Welspun Projects Limited ('WPL' or the 'Amalgamated Company' or 'the Company') and their respective shareholders and creditors ('Scheme'), sanctioned by Hon'ble High Court of Judicature at Bombay and Hon'ble High Court of Gujarat has been fixed as June 05, 2015 as under:

Type of Security	Book Closure	Record Date	Purpose
Equity	N.A.	June 05, 2015	Determining list of shareholders of Welspun Enterprises Limited for allotment of shares of Welspun Projects Limited pursuant to the Scheme.

Please take the same on your record.

For Welspun Projects Limited


Nilesh Javker
Company Secretary

**Corporate Office**

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

Tel: +91 2266136000

Fax: +91 2224908020

E-mail: companysecretary_wpl@welspun.com

www.welspunprojects.com



Brief Note on Business and Financial Aspect of Scheme of Amalgamation and Arrangement under Sections 391 to 394 read with Sections 100 to 103 of the Companies Act, 1956 Scheme of Amalgamation and Arrangement between Welspun Enterprises Limited ('WEL'), Welspun Infratech Limited ('WITL'), Welspun Plastics Private Limited ('WPPL'), Welspun Infra Projects Private Limited ('WIPPL') (hereafter referred as 'Transferor Companies') and Welspun Projects Limited ('WPL' or 'Transferee Company') and their respective Shareholders and Creditors ('Scheme')

1. This Scheme presented under Sections 391 to 394 read with sections 100 to 103 and other applicable provisions of the Companies Act, 1956, provides for the Merger of WEL, WITL, WPPL, WIPPL with WPL with Appointed Date as April 01, 2014
2. Rationale of the Scheme of Amalgamation and Arrangement are inter alia summarised as under:
 - a) All the Companies are part of the Welspun Group ("the Group").
The Scheme of Amalgamation and Arrangement between Transferor Companies and Transferee Company would inter alia have the following synergies for the group:
 - Consolidation and simplification of the Group Structure;
 - Elimination of multiple companies in the Group;
 - Reducing operating and compliance cost;
 - Achieving operational and management efficiency; and
 - Synergies arising out of consolidation of business, such as, enhancement of net worth of the combined business to capitalise on future growth potential, optimal utilisation of resources.
3. Upon the Scheme becoming effective, the consideration would be discharge as under:

- **To the Shareholders of WEL (including the GDR holders of WEL)**

"Every equity shareholder of WEL holding 1 (one) equity shares in WEL of Rs. 10 each fully paid up as of the Record Date shall be entitled to be 12 (Twelve) shares of face value Rs. 10 each, issued at par, credited as fully paid up, of WPL"

- Upon amalgamation of WEL with WPL, WITL would become a wholly owned subsidiary of WPL and accordingly no shares shall be issued and allotted by WPL to the shareholders holding shares in WITL.
- Upon amalgamation of WEL with WPL, WPPL shall become a step down subsidiary of WPL and accordingly no shares shall be issued and allotted by WPL to shareholders holding shares in WPPL.



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

Tel: +91 2266136000
Fax: +91 2224908020
E-mail: companysecretary_wpl@welspun.com
www.welspunprojects.com