



ANNEXURE – 9

Date: June 13, 2018

To,
BSE Limited
1st Floor, New Trading Wing,
Rotunda Bldg, P.J. Towers,
Dalal Street, Fort,
Mumbai – 400 001
BSE Scrip Code: 533252

National Stock Exchange of India Ltd.,
Exchange Plaza, 5th Floor,
Plot No. C/1, G. Block,
Bandra-Kurla Complex,
Mumbai – 400 051
NSE Symbol: WELINV

Ref: Compliance Report

Dear Sir/Madam,

It is hereby certified that the draft scheme of amalgamation involving Welspun Investments and Commercials Limited (“WICL” or “Transferee Company”) and Aethelred Multiventure Private Limited (“Amalgamating Company” or “Transferor Company”) does not, in any way violate, override or limit the provisions of securities laws or requirements of the Stock Exchange(s) and the same is in compliance with the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and this circular, including the following:

Sl.	Reference	Particulars	Whether Complied or not & How
1	Regulations 17 to 27 of LODR Regulations.	Corporate governance requirements.	*NA
2	Regulation 11 of LODR Regulations	Compliance with securities laws	Complied.
Requirements of this circular			
(a)	Para (I)(A)(2)	Submission of documents to Stock Exchanges	Complied. The documents are being submitted vide our application dated June 14, 2018 with BSE and June 14, 2018 with NSE.
(b)	Para (I)(A)(3)	Conditions for schemes of arrangement involving unlisted entities	Complied. The Transferee company will be complying with conditions

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_wini@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



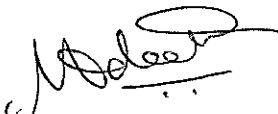
			mentioned at point (a) and (b) of Para (I)(A)(3) of the Circular. The transferee company is listed on BSE and NSE having nationwide terminals.
(c)	Para (I)(A)(4) (a)	Submission of Valuation Report	Complied. Enclosed as Annexure – 3 with the application.
(d)	Para (I)(A)(5)	Auditors certificate regarding compliance with Accounting Standards	Complied. Enclosed as Annexure – 8 with the application.
(e)	Para (I)(A)(9)	Provision of approval of public shareholders through e-voting	Complied. Enclosed as Annexure – 2 with the application

*As on March 31, 2018, the paid up capital of the Company is less than Rs. 10 Crores and the net worth of the Company is less than Rs. 25 Crores. Hence, as per Regulation 15(2) of LODR, compliance with the corporate governance provisions as specified in regulations 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27 shall not apply to the company.

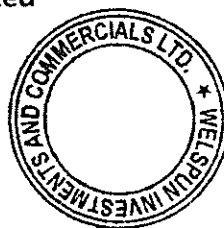
Thanking You,

Yours Faithfully,

For Welspun Investments and Commercials Limited


Amol Nandedkar
Company Secretary


Gajendra Nahar
CEO & CFO



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ANNEXURE – 9A

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BSE Limited
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Mumbai – 400 001
BSE Scrip Code: 533252

National Stock Exchange of India Ltd.,
Exchange Plaza, 5th Floor,
Plot No. C/1, G. Block,
Bandra-Kurla Complex,
Mumbai – 400 051
NSE Symbol: WELINV

Ref: Compliance with all the Accounting Standards

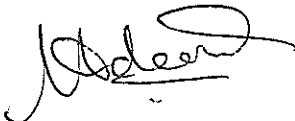
Dear Sir/Madam,

Certified that the accounting treatment provided in the draft scheme of Amalgamation of Welspun Investments and Commercials Limited ("Amalgamated Company" or "Transferee Company") with Aethelred Multiventure Private Limited ("Amalgamating Company" or "Transferor Company") are in compliance with all the Accounting Standards applicable to a listed entity.

Thanking You,

Yours Faithfully,

For Welspun Investments and Commercials Limited


Amol Nandedkar
Company Secretary


Gajendra Nahar
CEO & CFO



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