

Corporate Governance Report as per Regulation 27(2) of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements), Regulations, 2015.

Name of the listed entity: **Welspun Living Limited**
(Formerly known as Welspun India Limited)

Quarter ending: **September 30, 2023**

I. Composition of Board of Directors											
Title (Mr./Ms.)	Name of Director	PAN & DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Initial Date of Appointment	Date of appointment in the current term/cessation	Tenure	No. of Directorship in Listed entities including this listed entity*%	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	No. of memberships in Audit/Stakeholder Committee(s) including this listed entity*	No. of post of Chairpersons in Audit/Stakeholder Committee held in listed entities including this listed entity*	Whether special resolution is passed? (Refer Regulation 17(1A) of Listing Regulations). Date of Passing Special Resolution
Mr.	Balkrishan Goenka	DIN: 00270175 PAN: AEOPG 4891D	Chairperson - Non-executive Director	17.01.1985	05.08.2011	-	04	-	-	-	-
Mr.	Rajesh Mandawala	DIN: 00007179	Executive Vice Chairman	26.10.1989	01.04.2023	Upto 31.03.2028	04	-	01	-	-

Welspun Living Limited (Formerly known as Welspun India Limited)

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T: +91 22 6613 6000 / 2490 8000 | F: +91 22 2490 8020
E-mail: companysecretary_wil@welspun.com | Website: www.welspunliving.com

Registered Address: Welspun City, Village Versamedi, Taluka Anjar, District Kutch, Gujarat 370 110. India
T: +91 28 3666 1111 | F: +91 28 3627 9010

Works: Survey No. 76, Village Morai, Vapi, District Valsad, Gujarat 396 191. India
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Corporate Identity Number: L17110GJ1985PLC033271

		PAN: AACPM 2601D	Executive Director								
Ms.	Dipali Goenka	DIN: 0000719 9 PAN: AEOPG 4886L	CEO & Managing Director - Executive Director	01.04. 2013	01.04.2 023	Upto 31.03 .2028	04	01	02	01	-
Ms.	Anisha Motwani	DIN: 0694349 3 PAN: AAAPM 1617P	Non - Executive – Independe nt qDirector	22.10.2 018	22.10.2 021	Upto 21.10 .2026	05	05	10	02	-
Mr.	K H Viswanath an	DIN: 0039126 3 PAN: AAHPK 4759M	Non - Executive – Independe nt Director	01.07.2 022	01.07.2 022	Upto 01.07 .2027	02	02	08	05	-
Mr.	Pradeep Poddar	DIN: 0002519 9 PAN: AAEPP3 550C	Non - Executive – Independe nt Director	15.09.2 016	15.09.2 019	Upto 14.09 .2024	04	04	09	03	-
Mr.	Arvind Kumar Singhal	DIN: 0070908 4 PAN: AAOPS 3306H	Non - Executive – Independe nt Director	27.01.2 014	01.04.2 019	Upto 31.03 .2024	03	03	03	01	-
Mr.	Altaf Jiwani	DIN: 0516624 1 PAN: AAIPJ1 592Q	Executive- Wholetim e Director	01.04.2 023	01.04.2 023	Upto 31.03 .2028	01	01	0	0	

* Details regarding Directorship, Chairmanship /Membership in other Committees is as per last disclosure available with the Company

% Includes Directorship in all listed companies regardless of whether as Independent / Non-Independent / Executive / Non-executive Nominee Director.

Whether Regular Chairperson appointed – Yes

Whether Chairperson is related to managing director of CEO – Yes

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II. Composition of Committee					
Sr. No	Name of Committee	Whether Regular Chairperson appointed	Name of Committee Members	Date of Appointment	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)
	Audit Committee	Yes	Mr. K H Viswanathan Mr. Pradeep Poddar Ms. Anisha Motwani	01-07-2022 07-08-2017 14-05-2021	Chairman – Non-Executive - Independent Director Member - Non-Executive - Independent Director Member - Non-Executive - Independent Director
	Nomination & Remuneration Committee	Yes	Mr. K H Viswanathan Mr. Pradeep Poddar Ms. Anisha Motwani	01-07-2022 07-08-2017 14-05-2021	Chairman – Non-Executive - Independent Director Member – Non-Executive - Independent Director Member – Non-Executive - Independent Director
	Risk Management Committee	Yes	Mr. K H Viswanathan Mr. Pradeep Poddar Ms. Dipali Goenka Mr. Sanjay Gupta Mr. Shreeram Phanse	01-07-2022 01-04-2019 28-03-2023 28-07-2021 01-04-2019	Chairman – Non-Executive - Independent Director Member – Non-Executive - Independent Director Member – Executive Director- CEO & Managing Director Member – Chief Financial Officer Member – Head of Internal Audit
	The Stakeholders' Relationship, Share Transfer and Investor Grievance Committee	Yes	Mr. K H Viswanathan Mr. Pradeep Poddar Mr. Arvind Kumar Singhal	01-07-2022 30-07-2019 03-02-2022	Chairman – Non-Executive – Independent Director Member - Non-Executive - Independent Director Member - Non-Executive – Independent Director
	ESG & CSR Committee	Yes	Mr. K H Viswanathan Ms. Anisha Motwani	01-07-2022 03-03-2021 20-05-2014	Chairman – Non-Executive - Independent Director Member – Non-Executive - Independent Director

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			Ms. Dipali Goenka		Member – Executive Director, CEO & Managing Director
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III. Meetings of Board of Directors					
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met (Yes/No)	Number of Directors present (including independent director)	No. of Independent Directors attending the meeting
April 27, 2023	July 31, 2023	94 days	Yes	8	4
-	August 24, 2023	23 days	Yes	5	4

IV. Meeting of Committees					
Date(s) of meeting of the Committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Date(s) of meeting of the committee in the previous quarter	Number of Directors present (including independent director)	No. of Independent Directors attending the meeting	Maximum gap between any two consecutive meetings in number of days
1. Audit Committee Meeting					
July 12, 2023	Yes	April 27, 2023	3	3	75 days
July 28, 2023	Yes	-	3	3	15 days
July 31, 2023	Yes	-	3	3	02 days
August 24, 2023	Yes	-	3	3	23 days
2. Nomination & Remuneration Committee					
July 20, 2023	Yes	April 20, 2023	3	3	90 days
July 29, 2023	Yes		3	3	8 days
3. The Stakeholders' Relationship, Share Transfer and Investor Grievance Committee:					
-	Yes	June 20, 2023	-	-	0 day
4. Risk Management Committee-					
July 12, 2023	Yes	May 15, 2023	2	2	57 days
5. CSR Committee-					
July 21, 2023	Yes	April 20, 2023	2	2	91 days

V. Related Party Transactions	
Subject	Compliance Status (Yes/No/NA)

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Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Approval of the shareholders was obtained at the Annual General Meeting held on September 12, 2022 for entering into transactions with : 1) Welspun Global Brands Limited and Welspun USA, Inc, wholly owned subsidiaries of the Company; 2) Welspun Global Brands Limited and Welspun Flooring Limited, wholly owned subsidiaries of the Company;
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

VI. Affirmations

1. The Composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
 - a. Audit Committee
 - b. Nomination & Remuneration Committee
 - c. Stakeholders Relationship Committee
 - d. Risk Management Committee
3. The Committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
5. This report will be placed before Board of Directors at the next Board Meeting
Any comments/ observations/ advice of Board of Directors may be mentioned here - Not applicable

**For Welspun Living Limited
(Formerly known as Welspun India Limited)**

**Shashikant Thorat
Company Secretary
FCS: 6505**

**Date: October 20, 2023
Place: Mumbai**

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