

**MSEI Symbol**

|                                 |                              |
|---------------------------------|------------------------------|
| Scrip code                      | 532016                       |
| NSE Symbol                      |                              |
| MSEI Symbol                     |                              |
| ISIN                            | INE176O01011                 |
| Name of the entity              | WELESLEY CORPORATION LIMITED |
| Date of start of financial year | 01-04-2018                   |
| Date of end of financial year   | 31-03-2019                   |
| Reporting Quarter               | Quarterly                    |
| Date of Report                  | 30-06-2018                   |
| Risk management committee       | Applicable                   |

**Annexure I****Annexure I to be submitted by listed entity on quarterly basis****I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory

Is there any change in information of board of directors compare to previous quarter

| Sr | Title (Mr / Ms) | Name of the Director | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of appointment in the current term | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing | Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation | Notes for not providing PAN | Notes for not providing DIN |
|----|-----------------|----------------------|-----|-----|-------------------------|-------------------------|-------------------------|-----------------------------------------|-------------------|--------------------------------|-------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------|-----------------------------|-----------------------------|
|    |                 |                      |     |     |                         |                         |                         |                                         |                   |                                |                                                                                                       |                                                                                                                           |                                                                                                                                  |                             |                             |

|   |    |                        |            |          |                                      |                |  |            |  | Regulations) | Regulations) | 26(1) of Listing Regulations) |   |  |
|---|----|------------------------|------------|----------|--------------------------------------|----------------|--|------------|--|--------------|--------------|-------------------------------|---|--|
| 1 | Mr | VISHNU GOPAL RAJGARHIA | ADFPR6981D | 00480125 | Non-Executive - Independent Director | Chairperson    |  | 20-07-2014 |  | 47           | 1            | 2                             | 1 |  |
| 2 | Mr | DEEPAK JALAN           | ACBPI2266J | 01610473 | Non-Executive - Independent Director | Not Applicable |  | 20-07-2014 |  | 47           | 1            | 2                             | 0 |  |
| 3 | Mr | PIYUSH PRAKASH         | AAFPP1055M | 01352769 | Non-Executive - Independent Director | Not Applicable |  | 17-07-2015 |  | 35           | 1            | 2                             | 0 |  |
| 4 | Mr | GYANENDRA PRAKASH      | AMWPP0769R | 01444823 | Executive Director                   | Not Applicable |  | 06-06-2015 |  | 36           | 1            | 0                             | 0 |  |

## Annexure I

### Annexure I to be submitted by listed entity on quarterly basis

#### I. Composition of Board of Directors

| Sr | Title (Mr / Ms) | Name of the Director | PAN        | DIN      | Category 1 of directors                  | Category 2 of directors | Category 3 of directors | Date of appointment in the current term | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations) | Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) | Notes for not providing PAN | Notes for not providing DIN |
|----|-----------------|----------------------|------------|----------|------------------------------------------|-------------------------|-------------------------|-----------------------------------------|-------------------|--------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------|-----------------------------|
| 5  | Mrs             | SADHANA RAI          | AAHPR8582R | 01585720 | Non-Executive - Non Independent Director | Not Applicable          |                         | 22-06-2018                              |                   | 1                              | 1                                                                                                                  | 0                                                                                                                                      | 0                                                                                                                                                              |                             |                             |

**Audit Committee Details**

| Sr | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Remarks |
|----|------------|---------------------------|--------------------------------------|-------------------------|---------|
| 1  | 00480125   | VISHNU GOPAL RAJGARHIA    | Non-Executive - Independent Director | Chairperson             |         |
| 2  | 01610473   | DEEPAK JALAN              | Non-Executive - Independent Director | Member                  |         |
| 3  | 01352769   | PIYUSH PRAKASH            | Non-Executive - Independent Director | Member                  |         |

**Nomination and remuneration committee**

| Sr | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Remarks |
|----|------------|---------------------------|--------------------------------------|-------------------------|---------|
| 1  | 00480125   | VISHNU GOPAL RAJGARHIA    | Non-Executive - Independent Director | Member                  |         |
| 2  | 01610473   | DEEPAK JALAN              | Non-Executive - Independent Director | Member                  |         |
| 3  | 01352769   | PIYUSH PRAKASH            | Non-Executive - Independent Director | Member                  |         |

**Stakeholders Relationship Committee**

| Sr | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Remarks |
|----|------------|---------------------------|--------------------------------------|-------------------------|---------|
| 1  | 00480125   | VISHNU GOPAL RAJGARHIA    | Non-Executive - Independent Director | Member                  |         |
| 2  | 01610473   | DEEPAK JALAN              | Non-Executive - Independent Director | Member                  |         |
| 3  | 01352769   | PIYUSH PRAKASH            | Non-Executive - Independent Director | Member                  |         |

**Risk Management Committee**

| Sr | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Remarks |
|----|------------|---------------------------|--------------------------------------|-------------------------|---------|
| 1  | 00480125   | VISHNU GOPAL RAJGARHIA    | Non-Executive - Independent Director | Member                  |         |
| 2  | 01610473   | DEEPAK JALAN              | Non-Executive - Independent Director | Member                  |         |
| 3  | 01352769   | PIYUSH PRAKASH            | Non-Executive - Independent Director | Member                  |         |

**Corporate Social Responsibility Committee**

| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Remarks |
|----|------------|---------------------------|-------------------------|-------------------------|---------|
|----|------------|---------------------------|-------------------------|-------------------------|---------|

**Other Committee**

| Sr | DIN Number | Name of Committee members | Name of other committee                 | Category 1 of directors                 | Category 2 of directors | Remarks |
|----|------------|---------------------------|-----------------------------------------|-----------------------------------------|-------------------------|---------|
| 1  | 00480125   | VISHNU GOPAL<br>RAJGARHIA | Non-Executive -<br>Independent Director | Non-Executive -<br>Independent Director | Member                  |         |
| 2  | 01610473   | DEEPAK JALAN              | Non-Executive -<br>Independent Director | Non-Executive -<br>Independent Director | Member                  |         |
| 3  | 01352769   | PIYUSH PRAKASH            | Non-Executive -<br>Independent Director | Non-Executive -<br>Independent Director | Member                  |         |

**Annexure 1****Annexure 1****III. Meeting of Board of Directors**

## Disclosure of notes on meeting of board of directors explanatory

| Sr | Date(s) of meeting (if any) in the previous quarter | Date(s) of meeting (if any) in the current quarter | Maximum gap between any two consecutive (in number of days) |
|----|-----------------------------------------------------|----------------------------------------------------|-------------------------------------------------------------|
| 1  | 09-02-2018                                          |                                                    |                                                             |
| 2  |                                                     | 05-04-2018                                         | 54                                                          |
| 3  |                                                     | 30-05-2018                                         | 54                                                          |
| 4  |                                                     | 22-06-2018                                         | 22                                                          |

**Annexure 1**

**IV. Meeting of Committees**

## Disclosure of notes on meeting of committees explanatory

| Sr | Name of Committee                     | Date(s) of meeting of the committee in the relevant quarter | Whether requirement of Quorum met (Yes/No) | Requirement of Quorum met | Date(s) of meeting of the committee in the previous quarter | Maximum gap between any two consecutive meetings (in number of days) | Name of other committee |
|----|---------------------------------------|-------------------------------------------------------------|--------------------------------------------|---------------------------|-------------------------------------------------------------|----------------------------------------------------------------------|-------------------------|
| 1  | Audit Committee                       | 30-05-2018                                                  | Yes                                        | 2                         | 09-02-2018                                                  | 109                                                                  |                         |
| 2  | Nomination and remuneration committee | 30-05-2018                                                  | Yes                                        | 2                         |                                                             |                                                                      |                         |
| 3  | Stakeholders Relationship Committee   | 30-05-2018                                                  | Yes                                        | 2                         | 09-02-2018                                                  | 109                                                                  |                         |
| 4  | Nomination and remuneration committee | 22-06-2018                                                  | Yes                                        | 2                         |                                                             |                                                                      |                         |

**Annexure 1****V. Related Party Transactions**

| Sr | Subject                                                                                                | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
|----|--------------------------------------------------------------------------------------------------------|-------------------------------|----------------------------------------------------------------|
| 1  | Whether prior approval of audit committee obtained                                                     | NA                            |                                                                |
| 2  | Whether shareholder approval obtained for material RPT                                                 | NA                            |                                                                |
| 3  | Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | NA                            |                                                                |

## Annexure 1

| <b>VI. Affirmations</b> |                                                                                                                                                                                                              |                            |
|-------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------|
| Sr                      | Subject                                                                                                                                                                                                      | Compliance status (Yes/No) |
| 1                       | The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015                                                                                | Yes                        |
| 2                       | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee                                                        | Yes                        |
| 3                       | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee                                   | Yes                        |
| 4                       | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee                                   | Yes                        |
| 5                       | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities) | Yes                        |
| 6                       | The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.                              | Yes                        |
| 7                       | 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.                  | Yes                        |
| 8                       | This report and/or the report submitted in the previous quarter has been placed before Board of Directors.                                                                                                   | Yes                        |
| 9                       | Any comments/observations/advice of Board of Directors may be mentioned here:                                                                                                                                | Textual Information(1)     |

## Annexure 1

| Sr | Subject           | Compliance status                       |
|----|-------------------|-----------------------------------------|
| 1  | Name of signatory | SUMEER NARAIN MATHUR                    |
| 2  | Designation       | Company Secretary and Compliance Office |

### Text Block

Textual Information(1)

The company has appointed a women director Mrs Sadhana Rai, w.e.f 22.06.2018

### Signatory Details

Name of signatory

SUMEER NARAIN MATHUR

Designation of person

Company Secretary and Compliance Office

Place

NEW DELHI

Date

09-07-2018