



CS Devesh A. Pathak
B.Com., LL.B., F.C.S.

CS Vimal Betal
B.Com., A.C.S.

DEVESH VIMAL & CO
PRACTISING COMPANY SECRETARIES

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204/5, GARDEN VIEW, NEAR KAMATI BAUG CIRCLE
SAYAJIGUNJ, VADODARA-390 020
REGD. TRADEMARK AGENT

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

[Pursuant to Regulation 55A of the Securities Exchange Board of India (Depositories and Participants) Regulations, 1996 read with Circular No. DFCC/FITTC/CIR-16/2002 dtd. 31st December, 2002 as amended from time to time.]

1.	For Quarter Ended	30th June, 2014	
2.	ISIN :	INE662D01013	
3.	Face Value	Rs. 10/- each	
4.	Name of the Company	WELTERMAN INTERNATIONAL LIMITED	
5.	Registered Office Address:	Plot No. 1135, At & Post Manjusar, Lamdapura Road, Ta. Savali, Dist: Vadodara - 391775	
6.	Correspondence Address	<Same as Above>	
7.	Telephone & Fax- Nos.	Tel : (02667) 262228 Fax: (02667) 264020	
8.	E-mail Address	welterman1@gmail.com	
9.	Name of the Stock Exchanges where the Company's securities are listed:	<ul style="list-style-type: none">➤ Vadodara Stock Exchange Ltd.➤ Bombay Stock Exchange Ltd.➤ Ahmedabad Stock Exchange Ltd.➤ Madras Stock Exchange Ltd.	
		Number of Equity Shares	% of Total Issued Capital
10.	Issued Capital	44,41,300	100%
11.	Listed Capital	44,41,300	100%
12.	Held in Dematerialised Form in NSDL	NIL	NIL
13.	Held in Dematerialised form in CDSL	25,86,500	58.24%
14.	Physical	18,54,800	41.76%
15.	Total No. of Shares (12+13+14)	44,41,300	100%





16.	Reasons for differences, if any, between (10&11), (10&15), (11&15)	NIL
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17. Certifying the details of changes in share capital during the quarter under consideration as per Table below:

Particulars ***	No. of Shares	Applied / Not Applied for listing	Listed on Stock Exchanges (Specify Names)	Whether intimated to CDSL	Whether intimated to NSDL	In Principle Approval Pending for SE (Specify Names)
NIL	NIL	NIL	NIL	NIL	NIL	NIL

*** Rights, Bonus, Preferential Issue, ESOPs, Amalgamation, Conversion, Buyback, Capital Redemption for failure, any other (to be specified)

18.	Register of Members is updated (Yes/ No)	YES
19.	Reference of previous quarter with regards to excess dematerialized shares, if any.	N.A.
20.	Has the Company resolved the matter mentioned in point No. 19 above in the current quarter? If not, reason why?	N.A.
21.	Mention the total No. of requests, if any, confirmed after 21 days and total No. request pending beyond 21 days with the reasons for delay:	

Total No. of Demat Requests	No. Requests	No. of Shares	Reasons for Delay
Confirmed after 21 Days	Nil	Nil	Not Applicable
Pending for more than 21 days	Nil	Nil	Not Applicable





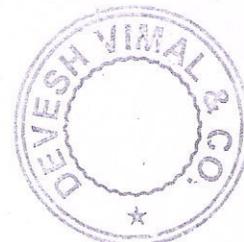
22.	Name, Telephone & Fax No. of the Compliance Officer of the Company	Shri Narendra M. Patel Tel : (02667) 262228 Fax: (02667) 264020
23.	Name, Address, Tel & Fax No., Regn. No. of the CA/CS/in practice	CS DEVESH A. PATHAK Devesh Vimal & Co., Practising Company Secretaries, 204/205 Garden View, Near Kamatibaug Circle, Sayajigunj, Vadodara - 390020. Tel: 0265-2362962 C.P. No.:2306 FCS No.:4559
24.	Appointment of Common Agency for share registry work (If yes, Name and Address)	YES, LINK INTIME INDIA PRIVATE Limited (Formerly: Intime Spectrum Registry Ltd) B- 102 & 103, Shangrila Complex, First Floor, Opp. HDFC Bank, Near Radhakrishna Char Rasta, Akota, Vadodara 390020 (Gujarat) India
25.	Any other detail that the Auditor may like to provide (e.g. BIFR Company, delisting from SE, Company Changed its name etc.)	Sick Company registered under BIFR

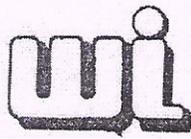
Date: 9th July, 2014

Place: Vadodara

For Devesh Vimal & Co.
Practising Company Secretaries

CS DEVESH A. PATHAK
Partner





WELTERMAN INTERNATIONAL LTD.

Registered Office & Factory

Plot No. 1135, Lamdapura Road, Tal. Savli, Dist Baroda (Gujarat) 391775 (India)
Tel : +91 2667 264021/264022/262228 • Fax : +91 2667 264020/262228
Email : welterman@satyam.net.in

Quarterly Compliance Report on Corporate Governance under Clause 49 of the Listing Agreement

Name of the Company: WELTERMAN INTERNATIONAL LIMITED
Quarter ending on: 30th June, 2014

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
I Board of Directors	49 I		
(A) Composition of Board	49(IA)	YES	
(B) Non-executive Directors' Compensation & Disclosures	49 (IB)	YES	
(C) Other Provisions as to Board and Committees	49 (IC)	YES	
D) Code of Conduct	(49 (ID)	YES	
II. Audit Committee	49 (II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	YES	
(B) Meeting of Audit Committee	49 (IIB)	YES	
(C) Powers of Audit Committee 49 (IIC)	49 (IIC)	YES	
(D) Role of Audit Committee	49 II(D)	YES	
(E) Review of Information by Audit Committee	49 (IIE)	YES	
III. Subsidiary Companies	49 (III)	N.A.	
IV. Disclosures	49 (IV)		
(A) Basis of Related Party Transactions	49 (IV A)	YES	
(B) Disclosure of Accounting Treatment	49 (IV B)	YES	
(C) Board Disclosures	49 (IV C)	YES	
(D) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.	49 (IV D)	YES	
(E) Remuneration of Directors	49 (IV E)	YES	
(F) Management	49 (IV F)	YES	
(G) Shareholders	49 (IV G)	YES	
V. CEO/CFO Certification	49 (V)	YES	
VI. Report on Corporate Governance	49 (VI)	NO	Will be included in Annual report
VII. Compliance	49 (VII)	YES	

Date: 09th July, 2014
Place: VADODARA

For WELTERMAN INTERNATIONAL LIMITED

Compliance Officer

