

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

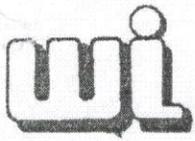
Quarterly Compliance Report on Corporate Governance under Clause 49 of the Listing Agreement

Name of the Company: WELTERMAN INTERNATIONAL LIMITED

Quarter ending on: 30th September, , 2015

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
II Board of Directors	49 (II)		
(A) Composition of Board	49(IIA)	YES	Complied
(B) Independent Directors	49 (IIB)	YES	Complied
(C) Non-Executive Directors' Compensation & Disclosures	49 (IIC)	YES	Complied
D) Other provisions as to board and Committees	49 (IID)	YES	Complied
E) Code of Conduct	49 (IIE)	No	In the process of Compliance
F) Whistle Blower Policy	49 (IIF)	No	In the process of Compliance
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	YES	Complied
(B) Meeting of Audit Committee	49(IIIB)	YES	Complied
(C) Powers of Audit Committee 49 (IIC)	49 (IIIC)	YES	Complied
(D) Role of Audit Committee	49 (IIID)	YES	Complied
(E) Review of Information by Audit Committee	49 (IIIE)	YES	Complied
IV. Nomination and Remuneration Committee	49 (IV)	N.A.	Complied
V. Subsidiary Companies	49 (V)	N.A	Complied
VI. Risk Management	49 (VI)	No	In the process of Compliance
VII. Related Party Transactions	49(VII)	N.A	Complied
VIII. Disclosures	49 (VIII)		
(A) Related Party Transactions	49 (VIIIA)	N.A	Complied
(B) Disclosure of Accounting Treatment	49 (VIIIB)	YES	Complied
(C) Remuneration of Directors	49 (VIIC)	YES	Complied
(D) Management	49 (VIID)	YES	Complied
(E) Shareholders	49 (VIIE)	YES	Complied
(F) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.	49 (VIIF)	N.A	Complied
IX.CEO/CFO Certification	49 (IX)	YES	Complied
X. Report on Corporate Governance	49 (X)	NO	Complied
XI. Compliance	49 (XI)	YES	Complied





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Note; Paid up capital of the Company is lesser than Rs. 10 Crores and Networth of the Company is lesser than Rs. 25 Crores and accordingly it is not mandatory for the Company to comply with Clause 48 of the Listing Agreement pursuant to Clause 49(1) of the Listing Agreement read with circular no. CIR/CFO/POLICY CELL/2014 dtd September 15, 2014

Date: 12th October, 2015
Place: VADODARA

For **WELTERMAN INTERNATIONAL LIMITED**



N. M. Mehta
Compliance Officer



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

PHONE : 0265-2362962 TEL/FAX : 0265-2362718
E-mail : maildeveshpathak@rediffmail.com
maildpathak@yahoo.co.in

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 September, 2015	
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 Limited 	
		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	25,97,800	58.49%
14.	Physical	18,43,500	41.51%
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	NIRALI.M.MEHTA 0265-2310250
23.	Name, Address, Tel & Fax No., Regn. No. of the CA/CS/in' practice	CS VIMAL N.BETAI Devesh Vimal & Co., Practising Company Secretaries, 204/205 Garden View, Near Kamatibaug Circle, Sayajigunj, Vadodara - 390020. Tel: 0265-2362962 C.P. No.:9325 FCS No.:26007
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.)	N.A.

Date: 12th October, 2015

Place: Vadodara

For Devesh Vimal & Co.
Practising Company Secretaries

CS VIMAL N.BETAI
Partner

