

**Quarterly Compliance Report on Corporate Governance
As per Clause 49 of the Listing Agreement**

**Company Name: Westlife Development Limited, Scrip Code : BSE - 505533
For the quarter ended on 31st March 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 Director's 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)	Yes	-
(D)	Role of Audit Committee	49 (IID)	Yes	-
(E)	Review of Information by Audit Committee	49 (IIE)	Yes	-
III.	Subsidiary Companies	49 III	Yes	-
IV.	Disclosures	49 IV		
(A)	Basis of related party transactions	49 (IVA)	Yes	-
(B)	Disclosure of Accounting Treatment	49 (IVB)	NA	-
(C)	Board Disclosures	49 (IVC)	Yes	-
(D)	Proceeds from public issues, right issues, preferential issues etc.	49 (IVD)	NA	-
(E)	Remuneration of Directors	49 (IVE)	Yes	Will be complied in the next Annual Report
(F)	Management	49 (IVF)	Yes	Will be complied in the next Annual Report
(G)	Shareholders	49 (IVG)	Yes	-
V.	CEO/CFO Certificate	49 V	Yes	Will be complied in the next Annual Report
VI.	Report on Corporate Governance	49 VI	Yes	Will be complied in the next Annual Report
VII.	Compliance	49 VII	Yes	Will be complied in the next Annual Report

For Westlife Development Ltd.

**Date: 11th April, 2014
Place: Mumbai**

**Sd/-
Dr. Shatadru Sengupta
Company Secretary & Compliance Officer**