

**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 December 2013**

Particulars		Clause of Listing Agreement	Compliance Status (Yes/No)	Remarks
<b>I.</b>	<b>Board of Directors</b>	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	-
<b>II.</b>	<b>Audit Committee</b>	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	-
<b>III.</b>	<b>Subsidiary Companies</b>	49 III	Yes	-
<b>IV.</b>	<b>Disclosures</b>	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	-
<b>V.</b>	<b>CEO/CFO Certificate</b>	49 V	Yes	Will be complied in the next Annual Report
<b>VI.</b>	<b>Report on Corporate Governance</b>	49 VI	Yes	Will be complied in the next Annual Report
<b>VII.</b>	<b>Compliance</b>	49 VII	Yes	Will be complied in the next Annual Report

**For Westlife Development Ltd.**

**Date: 7th January, 2014  
Place: Mumbai**

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