

**WESTLIFE DEVELOPMENT LTD.**

Regd. Off.: 1001, Tower-3 • 10th Floor • Indiabulls Finance Centre •
Senapati Bapat Marg • Elphinstone Road • Mumbai 400 013
Tel : 022-4913 5000 Fax : 022-4913 5001
CIN No. : L65990MH1982PLC028593
Website : www.westlife.co.in | E-mail id : shatadru@westlife.co.in

**Declaration of Results of voting in relation to the 32nd Annual General Meeting of the
Company held on 24th September, 2015**

(Consolidated Results of remote e-voting and ballot papers)

In terms of the applicable provisions of the Companies Act, 2013, Rules made thereunder, Secretarial Standard-2 and Listing Agreement, the Company extended remote e-voting facility and voting through ballot papers to its members to vote on all the resolutions which were proposed at the 32nd Annual General Meeting (AGM) of the Company held on Thursday, the 24th September, 2015 at 3.00 pm at Tower-1, 5th Floor, Indiabulls Finance Centre, Senapati Bapat Marg, Elphinstone Road, Mumbai-400 013.

The Company had appointed Mr Shailesh Kachalia, Practicing Company Secretary as Scrutinizer for the purpose of scrutinizing the remote e-voting and voting by ballot papers undertaken at the aforementioned AGM.

The Scrutinizer has submitted his Report after scrutiny of the remote e-voting and voting through ballot papers.

On the basis of the above Report, it is hereby declared that all the resolutions as stated in the Notice of the 32nd AGM have been duly passed with the requisite majority as per the following details:

Sr. No.	Resolution	Number of Votes (Shares)			Passed as Ordinary/Special Resolution
		In favour	Against	Invalid	
1.	Adoption of : a. the audited financial statements of the Company for the financial year ended 31 st March, 2015 and the reports of the Board of Directors and the Auditors thereon. b. the audited consolidated financial statements of the Company for the financial year ended 31 st March, 2015.	139331904	0	0	Ordinary
	Percentage	100	0	0	-
2.	Re-appointment of Mr Banwari Lal Jatia, Director (DIN: 00016823), who retires by rotation.	133070093	6261800	0	Ordinary
	Percentage	95.51	4.49	0	-

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3.	Ratification of appointment of statutory auditors made at the 31 st Annual General Meeting of the Company, and to fix their remuneration.	139205898	126006	0	Ordinary
	Percentage	99.91	0.09	0	-

The Scrutinizer's Report is annexed herewith.

For Westlife Development Limited

Amit Jatia
Director
DIN: 00016871

Place: Mumbai

Date : 25th September, 2015

Encl: As above

SHAILESH KACHALIA

Company Secretaries

Om Sri Co-op. Hsg. Society Ltd., A wing, Flat no. 7, 1st Floor,

Near Shanti Ashram, Borivali (W), Mumbai 400 103.

Tel. (O) 91-22-28939347, Cell. 9892534153

Email: shaileshmay@gmail.com

Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,
Mr. Amit Jatia,
Director
Westlife Development Limited ('the Company')

1. I, Shailesh Kachalia, practising company secretary had been appointed as Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the e-voting process (remote e-voting) and voting by ballot papers as per the provisions of Section 108 of the Companies Act, 2013 (the 'Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Secretarial Standard-2, on the resolutions as set out in the Notice of the 32nd Annual General Meeting (AGM) of the members of the Company, held on Thursday the 24th day of September, 2015 at 3.00 p.m. at Tower-1, 5th floor, Indiabulls Finance Centre, Senapati Bapat Marg, Elphinstone Road, Mumbai 400 013.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Act, Rules and Secretarial Standards relating to voting through electronic means (i.e. by remote e-voting and voting by ballot papers) for the resolutions as set out in the Notice of the 32nd AGM of the members of the Company. My responsibility as a Scrutinizer, for voting by remote e-voting and ballot papers, is restricted to prepare and handover the consolidated scrutinizer's report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the e-voting system provided by Central Depository Services Limited (CDSL), the agency engaged by the Company to provide remote e-voting facility.
3. I hereby submit my consolidated scrutinizer's report on the results of voting (i.e. by remote e-voting and ballot papers) enclosed as Annexure I.
4. The electronic data and all other relevant records relating to the said voting is under my safe custody and will be handed over to the Company for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking you,

Yours faithfully,

✓
Shailesh Kachalia
Scrutinizer
Practising Company Secretary
CP.NO. 3888

Counter signed by:
For Westlife Development Limited

A
Amit Jatia
Director
(DIN 00016871)

Date: 25th September, 2015

Date: 25th September, 2015



Annexure I

Westlife Development Limited

Sr. No	Ballot paper voting							
	Total No of members who voted	No of shares for which votes cast	Voted in Favor	% Voted in Favor	Voted against	% Voted Against	Invalid Votes	% Invalid
Resolution 1	29	116858329	116858329	100	0	0	0	0
Resolution 2	28	116858318	116858318	100	0	0	0	0
Resolution 3	29	116858329	116858329	100	0	0	0	0

Sr. No	Remote E-voting							
	Total No of members who voted	No of shares for which votes cast	Voted in Favor	% Voted in Favor	Voted against	% Voted Against	Invalid Votes	% Invalid
Resolution 1	29	22473575	22473575	100	0	0	0	0
Resolution 2	29	22473575	16211775	72.14	6261800	27.86	0	0
Resolution 3	29	22473575	22347569	99.44	126006	0.56	0	0

Sr. No	Consolidated Voting							
	Total No of members who voted	No of shares for which votes cast	Voted in Favor	% Voted in Favor	Voted against	% Voted Against	Invalid Votes	% Invalid
Resolution 1	58	139331904	139331904	100	0	0	0	0
Resolution 2	57	139331893	133070093	95.51	6261800	4.49	0	0
Resolution 3	58	139331904	139205898	99.91	126006	0.09	0	0

Signed by Scrutinizer:



Shailesh Kachalia
Practising Company Secretary
CP.NO. 3888

Date: 25th September, 2015

Counter signed by:

For Westlife Development Limited



Amit Jatia
Director
(DIN 00016871)

Date: 25th September, 2015