

## Quarterly compliance report on Corporate Governance

Name of company : **THE WATERBASE LTD**

Quarter ending : **30 June, 2014**

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
<b>I Board of Directors</b>	49 I		
(A) Composition of Board	49(IA)	Yes	
(B) Non-executive Directors' compensation & disclosures	49 (IB)	NA	
(C) Other provisions as to Board and Committees	49 (IC)	Yes	
D) Code of Conduct	(49 (ID)	Yes	
<b>II. Audit Committee</b>	49 (II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	
(B) Meeting of Audit Committee		Yes	
(C) Powers of Audit Committee 49 (IIC)	49 (IIB)	Yes	
(D) Role of Audit Committee	49 II(D)	Yes	
(E) Review of Information by Audit Committee	49 (IIE)	Yes	
<b>III. Subsidiary Companies</b>	49 (III)	NA	
<b>V. Disclosures</b>	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)	NA	
(F) Management	49 (IV F)	Yes	
(G) Shareholders	49 (IV G)	Yes	
<b>V.CEO/CFO Certification</b>	49 (V)	Yes	
<b>VI. Report on Corporate Governance</b>	49 (VI)	Yes	
<b>VII. Compliance</b>	49 (VII)	Yes	

Chennai, June 8, 2014

For the Waterbase Ltd

Suguna Krishnamurthy  
Company Secretary

10/7/2013

Mr. Wilbur Fernandes  
Manager – DCS  
Bombay Stock Exchange  
Floor 25,PJ Towers,  
Dalal Street  
BOMBAY 400 001

Sir

Sub: Clause 35 / Clause 49 of Listing agreement

We herewith enclose the following for the quarter ended 31/3/2014

- a) the shareholding pattern and corporate governance report for the quarter ended 31/3/2014. The soft copy has already been mailed to you.

Yours faithfully

SUGUNA KRISHNAMURTHY  
Company Secretary

Encl: as above

