

**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 30th September, 2015**

Particulars		Clause of Listing Agreement	Compliance Status (Yes/No)	Remarks
<b>II.</b>	<b>Board of Directors</b>	<b>49 II</b>		
(A)	Composition of Board	49 (IIA)	Yes	-
(B)	Independent Directors	49 (IIB)	Yes	-
(C)	Non - Executive Director's compensation & disclosures	49 (IIC)	Yes	-
(D)	Other provisions as to Board and Committees	49 (IID)	Yes	-
(E)	Code of Conduct	49 (IIE)	Yes	-
(F)	Whistle Blower Policy	49 (IIF)	Yes	-
<b>III.</b>	<b>Audit Committee</b>	<b>49 (III)</b>		
(A)	Qualified & Independent Audit Committee	49 (IIIA)	Yes	-
(B)	Meeting of Audit Committee	49 (IIIB)	Yes	-
(C)	Powers of Audit Committee	49 (IIIC)	Yes	-
(D)	Role of Audit Committee	49 (IIID)	Yes	-
(E)	Review of Information by Audit Committee	49 (IIIE)	Yes	-
<b>IV.</b>	<b>Nomination and Remuneration Committee</b>	<b>49 (IV)</b>	Yes	-
<b>V.</b>	<b>Subsidiary Companies</b>	<b>49 (V)</b>	Yes	-
<b>VI.</b>	<b>Risk Management</b>	<b>49 (VI)</b>	Yes	-
<b>VII.</b>	<b>Related Party Transactions</b>	<b>49 (VII)</b>	Yes	-
<b>VIII.</b>	<b>Disclosures</b>	<b>49 (VIII)</b>		
(A)	Related party transactions	49 (VIII A)	Yes	See Annexure-"A"
(B)	Disclosure of Accounting Treatment	49 (VIII B)	NA	-
(C)	Remuneration of Directors	49 (VIII C)	Yes	Will be complied in 2015-2016 Annual Report
(D)	Management	49 (VIII D)	Yes	Will be complied in 2015-2016 Annual Report
(E)	Shareholders	49 (VIII E)	Yes	Sub-clause (1) and (2) shall be complied in 2015-2016 Annual Report
(F)	Proceeds from public issues, rights issue,	49 (VIII I)	NA	-
<b>IX.</b>	<b>CEO/CFO Certificate</b>	<b>49 (IX)</b>	Yes	Will be complied in 2015-2016 Annual Report
<b>X.</b>	<b>Report on Corporate Governance</b>	<b>49 (X)</b>	Yes	Will be complied in 2015-2016 Annual Report
<b>XI.</b>	<b>Compliance</b>	<b>49 (XI)</b>	Yes	Will be complied in 2015-2016 Annual Report

For Westlife Development Ltd.



Sd/-

**Dr. Shatadru Sengupta**  
Company Secretary & Compliance Officer

Date: 12th October, 2015  
Place: Mumbai

Annexure-A

**Westlife Development Limited**

Transaction Details with related party for the quarter ended September 30, 2015

Particulars	Rs.
Debit note raised on Hardcastle Restaurants Private Limited (subsidiary company) towards recovery of expenses on grant of options under the Employee Stock Option Scheme to its employees for the quarter ended September 30, 2015.	52,30,408



for Westlife Development Li  
*[Signature]*

Dr. Shatadru Sengupta  
Company Secretary