

May 6, 2023

To  
The Manager  
Listing Department,  
BSE Limited, Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400 001

**Ref: Scrip Code: 523660 / WATERBASE**

Dear Sir / Madam,

**Sub.: Voting results and Consolidated Scrutinizer's report – Postal Ballot**

We refer to our letter dated April 5, 2023 intimating you of the postal ballot seeking approval of the shareholders and related matters thereto.

In terms of the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details of voting results and the Scrutiniser's report in respect of the business transacted through postal ballot mechanism are enclosed. The resolution set out in the postal ballot notice for approval of appointment of Ms.Nitasha Thapar (DIN: 00061445) as Non-Executive Director of the Company, has been passed with requisite majority on May 05, 2023 (being the last date for e-voting).

The results shall be also made available on the website of the Company at [www.waterbaseindia.com](http://www.waterbaseindia.com).

You are requested to take the above information on record.

Thanking you

**For The Waterbase Limited**

**Bala Arumugam**  
**Company Secretary**



**Registered Office / Factory:**

Ananthapuram Village | T.P. Gudur Mandal | Nellore | Andhra Pradesh | 524 344

**T:** +91 70759 33457 | **E:** [info@waterbaseindia.com](mailto:info@waterbaseindia.com) | **CIN:** L05005AP1987PLC018436



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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Appointment of Ms.Nitasha Thapar (DIN: 00061445) as Non-Executive director of the company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	28602925	25590056	89.4666	25590056	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	28602925	25590056	89.4666	25590056	0	100.0000	0.0000
Public-Institutions	E-Voting	434	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	434	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	12823420	19054	0.1486	16243	2811	85.2472	14.7528
	Poll							
	Postal Ballot (if applicable)							
	Total	12823420	19054	0.1486	16243	2811	85.2472	14.7528
Total		41426779	25609110	61.8178	25606299	2811	99.9890	0.0110
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



# M FRANCIS & ASSOCIATES

## Practising Company Secretaries

May 06, 2023

The Chairman  
The Waterbase Limited,  
Thapar House, 37 Montieth Road,  
Egmore, Chennai - 600 008

Dear Sir,

**Sub: Passing of Resolution through Postal Ballot**

Pursuant to the resolution passed by the Board of Directors of The Waterbase Limited (hereinafter referred to as **"the Company"**) on April 03, 2023, we have been appointed as Scrutinizer for the purpose of scrutinizing the postal ballot voting conducted through remote e-voting process in respect of the below stated resolution as proposed in the Postal Ballot Notice dated April 03, 2023.

WE REPORT that in compliance with framework issued by the Ministry of Corporate Affairs (MCA) through its General Circular Nos.14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September, 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 03/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022, the Company has sent the Postal Ballot Notice dated April 03, 2023 only through electronic mode to those Members whose names appear on the Register of Members / List of Beneficial Owners as on April 03, 2023 ("Cut-Off Date") received from the Depositories and whose e-mail address is registered with the Company / Depositories as on the said date. The communication of assent or dissent of the Members on the Resolution proposed in the Postal Ballot Notice took place only through remote e-voting system. Members holding equity shares of the Company as on April 03, 2023 ("Cut-off Date") were entitled to vote by Remote E-voting. The Company had engaged Central Depository Services (India) Limited for providing remote e-voting facility for enabling the members to cast their votes for the resolution set out in the Postal Ballot Notice.

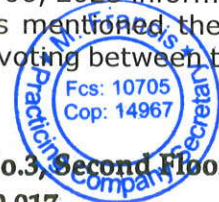
WE REPORT that the management of the Company is responsible to ensure the compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder including MCA Circulars as mentioned above relating to Postal Ballot E-voting, on the resolution contained in the Postal Ballot Notice. Our responsibility as a Scrutinizer for remote e-voting with respect to the postal ballot process is restricted to presenting a Scrutinizer's report on the votes cast "in favour" or "against" the resolution stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited, the authorized agency engaged by the Company.

We REPORT that as stated in the Postal Ballot Notice sent to the members, the Company had fixed May 05, 2023 as the last date for E-Voting. As required under Rule 22 of the Companies (Management and Administration) Rules, 2014 an advertisement was published by the Company in **"FINANCIAL EXPRESS"** and **"PRAJASAKTI"** on April 06, 2023 informing about the despatch of the Postal Ballot Notice and other related matters mentioned therein. The Members of the Company have casted their votes through remote e-voting between the period

Office Address: No.17, Old No.9, "Sai Seva Apartments", Flat No.3, Second Floor,  
Neelakanta Mehta Street, T Nagar, Chennai - 600 017.

GSTIN:33AAPTPF9419R2ZT;Ph: 044 - 2432 3449/9941432201

Email id: francis.acs@csfrancisandassociates.com Website:csfrancisandassociates.com







# M FRANCIS & ASSOCIATES

## Practising Company Secretaries

**Thursday, April 06, 2023 (9.00 a.m. IST) to May 05, 2023 (5:00 p.m. IST) (e-voting period).**

All the votes received upto the closure of e-voting period (i.e. **5:00 p.m. IST**) on Friday, May 05, 2023, the last date fixed by the Company for receipt of votes through remote e-Voting, were considered for our scrutiny.

WE REPORT that all the votes were scrutinized and processed and a computer statement containing the Shareholders Name, Address, Folio/Client ID Number, Postal Ballot Number, number of Shares held, Number of Votes voted, Assented, Dissented and Rejected were generated.

We report that out of 105 Shareholders, we have received valid E-Voting from Shareholders are given below:

**APPOINTMENT OF Ms.NITASHA THAPAR (DIN: 00061445) AS NON-EXECUTIVE DIRECTOR OF THE COMPANY**

(i) Votes in **favour** of the resolution:

Number of members voted in E- Voting	Number of votes cast (Shares) –E-Voting	% of total number of valid votes cast
96	2,56,06,299	99.99

(ii) Votes **against** the resolution:

Number of members voted in E- Voting	Number of votes cast (Shares) –E-Voting	% of total number of valid votes cast
9	2,811	0.01

(iii) **Invalid** Votes:

Number of members voted in E- Voting	Number of votes cast (Shares) –E-Voting	% of total number of valid votes cast
0	0	0

**RESULT: As the number of votes casted in favour of the resolution was not less than the number of votes cast against, we report that the Ordinary Resolution under Sections 149, 152 and other applicable provisions of the Companies Act, 2013 as set out in the Notice of Postal Ballot is passed in favour of the resolution with requisite majority.**

WE FURTHER REPORT that as per the notice of Postal Ballot dated April 03, 2023, as approved by the Board of Directors on April 03, 2023, the results in connection with the voting shall be declared by the Chairman or any other person authorised by the Board of Directors. The results shall be also made available on the website of the Company at [www.waterbaseindia.com](http://www.waterbaseindia.com) and The Notice can also be accessed from the website of the Stock Exchange i.e., BSE Limited at [www.bseindia.com](http://www.bseindia.com)



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# M FRANCIS & ASSOCIATES

## Practising Company Secretaries

WE FURTHER REPORT that as per Rule 22 of the Companies (Management and Administration) Rules, 2014, the Company has complied with all the provisions of the Rules. We further report that as per the said Rules, the records maintained by us such as the computer register (to record the consent or otherwise received from the shareholders, which includes all the particulars of the shareholders such as the name, address, folio number, number of shares held, number of shares voted and number of shares assented, number of shares dissented, number of shares abstained, number of shares rejected), are in our safe custody which will be handed over to the Company Secretary for safe keeping.

We thank you for the opportunity given to us to act as Scrutinizer for the above Postal Ballot E-Voting.

Thanking You  
Yours faithfully,

**For M Francis & Associates  
COMPANY SECRETARIES**



**CS M Francis  
FCS No. 10705  
C P No. 14967  
UDIN: F010705E000265047**

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