

August 13, 2024

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 July 09, 2024, 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 re-appointment of Mr. Rahul Kapur (DIN: 00020624) and Ms. Shashikala Venkatraman (DIN: 02125617) as a Non-Executive Independent Directors on the Board of Directors of the Company, has been passed with requisite majority on August 12, 2024 (being the last date for e-voting).

The results shall be also made available on the website of the Company at www.waterbaseindia.com.

You are requested to take the above information on record.

Thanking you

For The Waterbase Limited

ARUMUGAM BALA
AM BALA

Digitally signed by
ARUMUGAM BALA
Date: 2024.08.13
17:46:23 +05'30'

Bala Arumugam
Company Secretary

Home

Validate

Resolution (1)										
Resolution required: (Ordinary / Special)										
Special										
No										
RE-APPOINTMENT OF MR. RAHUL KAPUR (DIN: 00020624) AS AN INDEPENDENT DIRECTOR FOR A SECOND TERM OF 5 YEARS COMMENCING FROM MAY 15, 2024.										
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		25590056	89.4666	25590056	0	100.0000	0.0000		
	Poll	28602925								
	Postal Ballot (if applicable)									
	Total	28602925	25590056	89.4666	25590056	0	100.0000	0.0000		
Public- Institutions	E-Voting		0	0.0000	0	0	0	0		
	Poll	5434								
	Postal Ballot (if applicable)									
	Total	5434	0	0.0000	0	0	0.0000	0.0000		
Public- Non Institutions	E-Voting		28247	0.2204	23664	4583	83.7753	16.2247		
	Poll	12818420								
	Postal Ballot (if applicable)									
	Total	12818420	28247	0.2204	23664	4583	83.7753	16.2247		
	Total	41426779	25618303	61.8400	25613720	4583	99.9821	0.0179		
Whether resolution is Pass or Not.										
Yes										
Disclosure of notes on resolution										
Add Notes										

* this fields are optional

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

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Resolution (2)								
Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?								
No								
RE- APPOINTMENT OF MS. SHASHIKALA VENKATRAMAN (DIN: 02125617) AS AN INDEPENDENT DIRECTOR FOR A SECOND TERM OF 5 YEARS COMMENCING FROM NOVEMBER 14, 2024.								
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		25590056	89.4666	25590056	0	100.0000	0.0000
	Poll	28602925						
	Postal Ballot (if applicable)							
	Total	28602925	25590056	89.4666	25590056	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	5434						
	Postal Ballot (if applicable)							
	Total	5434	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		28247	0.2204	23633	4614	83.6655	16.3345
	Poll	12818420						
	Postal Ballot (if applicable)							
	Total	12818420	28247	0.2204	23633	4614	83.6655	16.3345
	Total	41426779	25618303	61.8400	25613689	4614	99.9820	0.0180
Whether resolution is Pass or Not.								
Yes								
Disclosure of notes on resolution								
Add Notes								

* 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

August 13, 2024

**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 July 09, 2024, 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 July 09, 2024.

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 July 09, 2024 only through electronic mode to those Members whose names appear on the Register of Members / List of Beneficial Owners as on July 05, 2024 ("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 July 05, 2024 ("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 **August 12, 2024** 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 July 12, 2024 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 **Sunday, July 14, 2024 (9.00 a.m. IST) to Monday, August 12, 2024 (5:00 p.m. IST) (e-voting 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

All the votes received upto the closure of e-voting period (i.e. **5:00 p.m. IST**) on **Monday, August 12, 2024**, 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 35,837 Shareholders, we have received valid E-Voting from 146 Shareholders for first resolution is given below:

(1) RE-APPOINTMENT OF MR. RAHUL KAPUR (DIN: 00020624) AS AN INDEPENDENT DIRECTOR FOR A SECOND TERM OF 5 YEARS COMMENCING FROM MAY 15, 2024.

(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
131	2,56,13,720	99.98

(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
15	4583	0.02

(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

We report that out of 35,837 Shareholders, we have received valid E-Voting from 146 Shareholders for second resolution is given below:

(2) RE-APPOINTMENT OF MS. SHASHIKALA VENKATRAMAN (DIN: 02125617) AS AN INDEPENDENT DIRECTOR FOR A SECOND TERM OF 5 YEARS COMMENCING FROM NOVEMBER 14, 2024.

(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
129	2,56,13,689	99.98

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

Office Address: No.17, Old No.9, "Sai Seva Apartments", Flat No.3, Second Floor,
Neelakanta Mehta Street, T Nagar, Chennai - 600 017.
GSTIN:33AAPTFF9419R2ZT;Ph: 044 - 2432 3449/9941432201
Email id: francis.acs@csfrancisandassociates.com Website: csfrancisandassociates.com



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Practising Company Secretaries

Number of members voted in E- Voting	Number of votes cast (Shares) –E-Voting	% of total number of valid votes cast
17	4614	0.02

(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: We report that the Special Resolution under Section 149, 152 and other applicable provisions of the Companies Act, 2013 as set out in the Notice of the Postal ballot is passed in favour of the resolution with requisite majority.

WE FURTHER REPORT that as per the notice of Postal Ballot dated July 09, 2024, as approved by the Board of Directors on July 09, 2024, 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 and The Notice can also be accessed from the website of the Stock Exchange i.e., BSE Limited at www.bseindia.com

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

FRANCIS Digitally signed by FRANCIS
Date: 2024.08.13 16:22:57 +05'30'

CS M Francis
FCS No. F10705
C P No. 14967
UDIN: F010705F000962031
Peer Review No: 3329/2023

Office Address: No.17, Old No.9, "Sai Seva Apartments", Flat No.3, Second Floor,
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