

January 22, 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 December 18, 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 Mr. Rahul Chandrasingh Mehta (DIN: 00397420) as an Independent Director of the Company, has been passed with requisite majority on January 20, 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

Bala Arumugam
Company Secretary



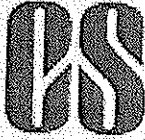
[Home](#)[Validate](#)

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Rahul Chandrasingh Mehta (DIN 00397420) as an Independent 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	28202125	98.5987	28202125	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		28602925	28202125	98.5987	28202125	0	100.0000
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
Public- Non Institutions	E-Voting	12823420	12779	0.0997	11427	1352	89.4201	10.5799
	Poll							
	Postal Ballot (if applicable)							
	Total		12823420	12779	0.0997	11427	1352	89.4201
Total		41426779	28214904	68.1079	28213552	1352	99.9952	0.0048
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	
Public Insitutions	
Public - Non Insitutions	





M FRANCIS & ASSOCIATES
Practising Company Secretaries

January 22, 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 December 18, 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 December 18, 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 December 18, 2023 only through electronic mode to those Members whose names appear on the Register of Members / List of Beneficial Owners as on December 19, 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 December 19, 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.

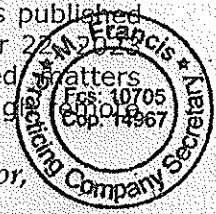
WE REPORT that the management of the Company is responsible to ensure the compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder including MCA Circulars as mentioned above relating to Postal Ballot E-voting, on the resolution contained in the Postal Ballot Notice. Our 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 **January 20, 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 December 20, 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

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

GSTIN: 33AATPF9419R2ZT; Ph: 044 - 4777619/9941432201

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



Digitally signed by
FRANCIS
Date: 2024.01.22
11:40 +05'30'



M FRANCIS & ASSOCIATES
Practising Company Secretaries

e-voting between the period **Friday, December 22, 2023 (9.00 a.m. IST) to Saturday, January 20, 2024 (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 Saturday, January 20, 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 91 Shareholders, we have received valid E-Voting from Shareholders are given below:

APPOINTMENT OF MR. RAHUL CHANDRASINGH MEHTA (DIN: 00397420) AS AN INDEPENDENT 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
87	2,82,13,552	99.995

(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
4	1,352	0.005

(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 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.

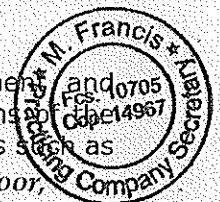
WE FURTHER REPORT that as per the notice of Postal Ballot dated December 18, 2023, as approved by the Board of Directors on December 18, 2023, the results in connection with the voting shall be declared by the Chairman or any other person authorised by the Board of Directors. The results shall be also made available on the website of the Company at www.waterbaseindia.com 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 said Rules. We further report that as per the said Rules, the records maintained by us shall be as

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

GSTIN: 33AATPF9419R2ZT; Ph: 044 - 47777619/9941432201

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



FRANCIS
Digitally signed
by FRANCIS
Date: 2024.01.22
18:06:49 +05:30



M FRANCIS & ASSOCIATES
Practising Company Secretaries

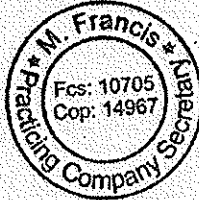
the computer register (to record the consent or otherwise received from the shareholders, which includes all the particulars of the shareholders such as the name, address, folio number, number of shares held, number of shares voted and number of shares assented, number of shares dissented, number of 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
S
Digitally signed
by FRANCIS
Date: 2024.01.22
18:07:19 +05'30'



CS M Francis
FCS No. F10705
C P No. 14967
UDIN: F010705E003279861
Peer Review No: 3329/2023

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

GSTIN: 33AATPF9419R2ZT; Ph: 044 - 4777619/9941432201

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