

Name of the Company: **WEP SOLUTIONS LIMITED**

Quarter ending on: **31<sup>st</sup> December, 2014**

**BSE Code: 532373**

Particulars		Clause of the Listing Agreement	Compliance Status Yes/No	Remarks
<b>II</b>	<b>Board of Directors</b>	49 II		
(A)	Composition of Board	49 (IIA)	Yes	<p>The Board of Directors has a mix of Executive and Independent Non Executive Directors. The Board comprises of Managing Director, three non executive Directors including Chairman of the Board. Four Independent Directors. One Small Shareholders Director.</p> <p>Accordingly, the composition of the Board is in conformity with the Listing Agreement.</p>
(B)	Independent Directors	49 (IIB)	Yes	The Company's Board consists of Four Independent Directors.
(C)	Non-executive Directors' Compensation & Disclosures	49 (IIC)	Yes	Only sitting fee is paid to the Independent Directors. Appropriate disclosures are made in the Annual Report for the Financial Year 2013-14.
(D)	Other provisions as to Board and Committees	49 (IID)	Yes	<p>a) The Board meets at least once every Quarter.</p> <p>b) The provisions pertaining to Committee memberships of Directors have been complied with.</p> <p>c) Periodic review of compliance report is being done on a quarterly basis.</p> <p>d) Managing Director has resigned from the Company during the quarter under review.</p>



(E)	Code of Conduct	49 (IIE)	Yes	Code of Conduct is posted on the website of the Company and a declaration of Compliance is being obtained from Board members and other senior management personnel's as per the provisions of Listing Agreement.  A declaration to this effect is given in the Annual Report for the Financial Year 2013-14.
(F)	Whistle Blower Policy	49(IIF)	Yes	Whistle Blower Policy as adopted by the Board is posted on the website of the Company.
<b>III.</b>	<b>Audit Committee</b>	49 (III)		
(A)	Qualified & Independent Audit Committee	49 (IIIA)	Yes	The Audit Committee consists of Four Directors. The Chairman of Audit Committee is an Independent Director.
(B)	Meeting of Audit Committee	49 (IIIB)	Yes	The Audit Committee meets at least once every Quarter.
(C)	Powers of Audit Committee	49 (IIIC)	Yes	Powers of Audit Committee are as mentioned in the Revised Listing Agreement.
(D)	Role of Audit Committee	49 (IIID)	Yes	Role of Audit Committee is as mentioned in the Revised Listing Agreement.
(E)	Review of Information by Audit Committee	49 (IIIE)	Yes	Review of Information is done by the Audit Committee as and when required.
<b>IV.</b>	<b>Nomination and Remuneration Committee</b>	49 (IV)	Yes	Nomination and Remuneration Committee consists of Four Directors. The Chairman of Nomination and Remuneration Committee is an Independent Director.
<b>V</b>	<b>Subsidiary Companies</b>	49 (V)	N. A.	As on 31 <sup>st</sup> December 2014, Company has no Subsidiary.
<b>VI</b>	<b>Risk Management</b>	49 (VI)	Yes	Appropriate disclosures are made in the Annual Report for the Financial Year 2013-14.



VII	<b>Related Party Transactions</b>	49 (VII)	Yes	The Board has adopted the Related Party Transaction Policy as per the provisions of Listing Agreement.
VIII	<b>Disclosures</b>	49 (VIII)		
(A)	Related party Transactions	49 (VIII A)	Yes	Appropriate disclosures are made to Bombay Stock Exchange as and when required.
(B)	Disclosure of Accounting Treatment	49 (VIII B)	Yes	Appropriate disclosures will be furnished in the Annual Report for the year 2014-15.
(C)	Remuneration of Directors	49 (VIII C)	Yes	Necessary disclosures of remuneration to Directors will be disclosed in the Annual Report for the year 2014-15.
(D)	Management	49 (VIII D)	Yes	Management Discussion and Analysis Report will be circulated among the Shareholders along with the Annual Report for the Financial Year 2014-15.
(E)	Shareholders	49 (VIII E)	Yes	Shareholders are provided appropriate information in the Annual Report.
(F)	Proceeds from public issues, rights issues, preferential issues etc.	49 (VIII F)	Yes	-
IX	<b>CEO/CFO Certification</b>	49 (IX)	Yes	CFO Certification for the Financial Year ended 31 <sup>st</sup> March 2014 was circulated to the Shareholders along with the Annual Report for the Financial Year 2013-14. Similarly report for the year ended 31 <sup>st</sup> March 2015 will be circulated among Shareholders along with the Annual Report for the Financial Year 2014-15.
X	<b>Report on Corporate Governance</b>	49 (X)	Yes	Corporate Governance Report as on 31 <sup>st</sup> March 2015 will be circulated among the Shareholders along with the Annual Report for the financial year 2014-15.



				Further Quarterly Compliance Reports are regularly being submitted to the Bombay Stock Exchange Limited.
XI	Compliance	49 (XI)	Yes	Compliance Certificate for the Financial Year ended 31 <sup>st</sup> March 2014 was circulated to the Shareholders along with the Annual Report for the Financial Year 2013-14. Similarly report for the year ended 31 <sup>st</sup> March 2015 will be circulated among Shareholders along with the Annual Report for the Financial Year 2014-15.

For WeP Solutions Limited

*Sandeep*

Sandeep Kumar Goyal  
Compliance Officer



Place: Bangalore

Date: 12<sup>th</sup> January, 2015