

**COMPLIANCE REPORT ON CORPORATE GOVERNANCE FOR
FOR THE QUARTER & HALF YEAR ENDED 30.09.2015**

Name of the Company - PRIME URBAN DEVELOPMENT INDIA LIMITED
CIN: L70200TZ1936PLC000001

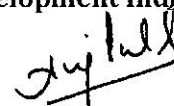
Quarter & Half Year Ended - 30th September, 2015

<u>Particulars</u>	<u>Clause of Listing agreement</u>	<u>Compliance Status Yes/No/N.A</u>	<u>Remarks</u>
II. Board of Directors	49 (II)		
(A) Composition of Board	49 (IIA)	Yes	Complied
(B) Independent Directors	49 (IIB)	Yes	Complied
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	Presently non-executive directors are not paid any compensation.
(D) Other provisions as to Board and Committees	49 (IID)	Yes	Complied
(E) Code of Conduct	49 (IIE)	Yes	Complied
(F) Whistle Blower Policy	49 (IIF)	Yes	The Company has established a Vigil Mechanism/ Whistle Blower Policy.
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	Complied
(B) Meeting of Audit Committee	49 (IIIB)	Yes	Complied
(C) Powers of Audit Committee	49 (IIIC)	Yes	Complied
(D) Role of Audit Committee	49 (IIID)	Yes	Complied
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	Complied
IV. Nomination and Remuneration Committee	49 (IV)	Yes	Complied
V. Subsidiary Companies	49 (V)	Yes	Complied
VI. Risk Management	49 (VI)	Yes	Complied
VII. Related Party Transactions	49 (VII)	Yes	Complied
VIII. Disclosures	49 (VIII)		
(A) Related party transactions	49 (VIIIA)	Yes	Complied
(B) Disclosure of Accounting Treatment	49 (VIIIB)	Yes	Complied
(C) Remuneration of Directors	49 (VIII C)	Yes	Necessary disclosure is made in the Annual Report for the financial year ended 31st March, 2015.

(D) Management	49 (VIII D)	Yes	Necessary disclosure is made in the Annual Report for the financial year ended 31st March, 2015.
(E) Shareholders	49 (VIII E)	Yes	Stakeholders Relationship Committee / Share Transfer Committee and Investor Grievance Committee duly constituted.
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	N.A	No Public/Rights Issue made during the Current Quarter.
IX. CEO/CFO Certification	49 (IX)	Yes	CEO/CFO Certificate is included in report on Corporate Governance forming part of the Annual Report for the year ended 31st March, 2015.
X. Report on Corporate Governance	49 (X)	Yes	Necessary disclosures are made in the Annual Report for the financial year ended 31st March, 2015.
XI. Compliance	49 (XI)	Yes	Necessary disclosures are made in the Annual Report for the financial year ended 31st March, 2015.

Place: Mumbai
Date: 14/10/2015

For Prime Urban Development India Limited



Anuj Patodia
Managing Director
DIN: 00026458

Note:

1. The details under each head shall be provided to incorporate all the information required as per the provisions of the Clause 49 of the Listing Agreement.
2. In the column No. 3, compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the Clause 49 (I) of the Listing Agreement, "Yes" may be indicated. Similarly, in case the company has no related party transactions, the words "N.A." may be indicated against 49(VII).
3. In the remarks column, reasons for non-compliance may be indicated, for example, in case of requirement related to circulation of information to the shareholders, which would be done only in the AGM/EGM, it might be indicated in the "Remarks" column as - "will be complied with at the AGM". Similarly, in respect of matters which can be complied with only where the situation arises, for example, "Report on Corporate Governance" is to be a part of Annual Report only, the words "will be complied in the next Annual Report" may be indicated.