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August 12, 2017

To,  
The Bombay Stock Exchange Limited,  
Phiroze Jeejeebhoy Towers, Dalal Street,  
Fort, Mumbai - 400 001.  
**Scrip Code: 521149**

Dear Sir(s),

**Sub: Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Voting Results of the 80<sup>th</sup> Annual General Meeting of the Company**

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details regarding the voting results in prescribed format of the businesses transacted at the 80<sup>th</sup> Annual General Meeting (AGM) of the Company held on Friday, August 11, 2017 at the Registered Office of the Company situated at 110 Avanashi Road, Gandhi Nagar Post, Tirupur-641 603, Tamil Nadu, India.

We are also enclosing the consolidated report of the Scrutinizer on Remote e-voting and voting through ballot paper at the AGM. The above are also being uploaded on the Company's website.

Kindly take the same on record.

Thanking You,

Yours faithfully,

**For Prime Urban Development India Limited**

**Krunal Shah**  
**Senior Manager- Legal and Company Secretary**

Encl: As above



**PRIME URBAN**<sup>®</sup>  
DEVELOPMENT INDIA LTD.

Registered Office : 110, Avanashi Road, Gandhinagar P.O., Tirupur - 641 603 (T.N.)  
Ph. : (0) 91-421-4307800, 2470065, Telefax : 91-421-2471463 E.mail : prime@ptlonline.com  
Corp Off : 54. 5th Floor, Free Press House, 215, Free Press Journal Marg, Nariman Point,  
Mumbai - 400 021. Tel No : 022-61645000, CIN No : L70200 TZ 1936 PLC 000001  
www.ptlonline.com / www.primeurban.in

**80<sup>TH</sup> Annual General Meeting (AGM) of Prime Urban Development India Limited - Details of  
voting Results**

<b>Date of the AGM</b>	August 11, 2017
<b>Total number of Shareholders on record date:</b> (being the Cut-off date for determining shareholders entitled to vote - 4 <sup>th</sup> August, 2017)	5,139
<b>No. of shareholders present in the meeting either in person or through proxy:</b> Promoters and Promoter Group: Public:	7 33
<b>No. of shareholders attended the meeting through Video Conferencing :</b> Promoters and Promoter Group: Public:	Not Applicable

**Agenda-wise disclosure**

**ORDINARY BUSINESS**

**Item No. 1 - Adoption of audited Financial Statements (including audited Consolidated Financial Statements) of the Company for the Financial Year ended 31<sup>st</sup> March, 2017 together with the reports of the Board of Directors and Auditors thereon:**

<b>Resolution Required:</b>					Ordinary Resolution			
<b>Whether promoter / promoter groups are interested in the agenda / resolution:</b>					Not Applicable			
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	1,89,26,264	1,89,26,264	100.00	1,89,26,264	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>	<b>1,89,26,264</b>	<b>1,89,26,264</b>	<b>100.00</b>	<b>1,89,26,264</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public - Institutions	E-Voting	3,750	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>	<b>3,750</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>
Public - Non Institutions	E-Voting	77,13,586	1,01,484	1.32	1,01,234	250	99.75	0.25
	Poll		93,832	1.22	93,832	0	100.00	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>	<b>77,13,586</b>	<b>1,95,316</b>	<b>2.54</b>	<b>1,95,066</b>	<b>250</b>	<b>99.87</b>	<b>0.13</b>
<b>Total</b>		<b>2,66,43,600</b>	<b>1,91,21,580</b>	<b>71.77</b>	<b>1,91,21,330</b>	<b>250</b>	<b>99.998</b>	<b>0.001</b>

**Item No. 2 - Declaration of Final Dividend on Equity Shares of the Company for the Financial Year ended 31<sup>st</sup> March, 2017:**

Resolution Required:					Ordinary Resolution			
Whether promoter / promoter groups are interested in the agenda / resolution:					Not Applicable			
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	1,89,26,264	1,89,26,264	100.00	1,89,26,264	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>	<b>1,89,26,264</b>	<b>1,89,26,264</b>	<b>100.00</b>	<b>1,89,26,264</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public - Institutions	E-Voting	3,750	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>	<b>3,750</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>
Public - Non Institutions	E-Voting	77,13,586	1,01,484	1.32	1,01,484	0	100.00	0
	Poll		93,832	1.22	93,832	0	100.00	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>	<b>77,13,586</b>	<b>1,95,316</b>	<b>2.54</b>	<b>1,95,316</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
<b>Total</b>		<b>2,66,43,600</b>	<b>1,91,21,580</b>	<b>71.77</b>	<b>1,91,21,580</b>	<b>0</b>	<b>100.00</b>	<b>0</b>

**Item No. 3 - Appointment of Mr. Purusottamdas Patodia (DIN: 00032088) who retires by rotation and being eligible, offers himself for re-appointment:**

Resolution Required:					Ordinary Resolution			
Whether promoter / promoter groups are interested in the agenda / resolution:					Yes			
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	1,89,26,264	1,89,26,264	100.00	1,89,26,264	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>	<b>1,89,26,264</b>	<b>1,89,26,264</b>	<b>100.00</b>	<b>1,89,26,264</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public - Institutions	E-Voting	3,750	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>	<b>3,750</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>
Public - Non Institutions	E-Voting	77,13,586	1,01,484	1.32	1,01,194	290	99.71	0.29
	Poll		93,832	1.22	93,832	0	100.00	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>	<b>77,13,586</b>	<b>1,95,316</b>	<b>2.54</b>	<b>1,95,026</b>	<b>290</b>	<b>99.85</b>	<b>0.15</b>
<b>Total</b>		<b>2,66,43,600</b>	<b>1,91,21,580</b>	<b>71.77</b>	<b>1,91,21,290</b>	<b>290</b>	<b>99.998</b>	<b>0.001</b>

**Item No. 4 - Appointment of M/s. Raghu and Ram, Chartered Accountants (Registration No. 0033405) as Statutory Auditors of the Company:**

This Resolution deferred.

**SPECIAL BUSINESS:**

**Item No. 5 - Appointment of Mrs. Ryna Zaiwalla Karani (DIN: 00116930) as an Independent Director of the Company for a period of 5 (Five) consecutive years commencing from 13th April, 2017**

Resolution Required:					Ordinary Resolution			
Whether promoter / promoter groups are interested in the agenda / resolution:					Not Applicable			
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	1,89,26,264	1,89,26,264	100.00	1,89,26,264	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>	<b>1,89,26,264</b>	<b>1,89,26,264</b>	<b>100.00</b>	<b>1,89,26,264</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public - Institutions	E-Voting	3,750	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>	<b>3,750</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>
Public - Non Institutions	E-Voting	77,13,586	1,01,484	1.32	1,01,194	290	99.71	0.29
	Poll		93,832	1.22	93,832	0	100.00	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>	<b>77,13,586</b>	<b>1,95,316</b>	<b>2.54</b>	<b>1,95,026</b>	<b>290</b>	<b>99.85</b>	<b>0.15</b>
<b>Total</b>		<b>2,66,43,600</b>	<b>1,91,21,580</b>	<b>71.77</b>	<b>1,91,21,290</b>	<b>290</b>	<b>99.998</b>	<b>0.001</b>

All the resolutions, as set out in the Notice dated May 24, 2017, were passed by the Members by requisite majority.

For **Prime Urban Development India Limited**



**Purusottamdas Patodia**  
**Chairman & Managing Director**  
**DIN: 00032088**

S.RAMANATHAN  
CHARTERED ACCOUNTANT

DOOR NO.10, FIRST FLOOR,  
STANES ROAD-FIRST STREET,  
Odakkadu, TIRUPUR-641602

PHONE: (OFF) 91-0421 4333227  
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E-mail: vsrnathan2000@yahoo.com

### Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]

The Chairman  
PRIME URBAN DEVELOPMENT INDIA LIMITED

80<sup>th</sup> Annual General Meeting of the Members of Prime Urban Development India Limited ("The Company") held on Friday, 11th August, 2017 at 3.00 p.m.at 110, Avinashi Road, Gandhi Nagar, Tirupur-641603, Tamilnadu, India.

Dear Sir,

I, S.RAMANATHAN, Chartered Accountant, Door No.10, First Floor, Stanes Road-First Street, Odakkadu, Avinashi Road, Tirupur-641602 appointed by the Board of Directors of the Company at the meeting held on 24<sup>th</sup> May, 2017 to act as the Scrutinizer in terms of Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing the process of remote e-voting and ballot-voting at the 80<sup>th</sup> Annual General Meeting (AGM) of the Company in respect of the Resolutions for approval at the said AGM, do hereby submit my reports as follows:-

1. All the Resolutions for approval at the AGM were transacted through remote e-voting and also ballot-voting at the AGM venue except Resolution No. 4, for which purpose the Board of Directors of the Company engaged the services of Central Depository Services (India) Limited (CDSL).
2. Members whose names were recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e. 4<sup>th</sup> August, 2017 were entitled to cast their votes by remote e-voting or ballot-voting at the AGM venue.
3. Voting through remote e-voting commenced at 9.00 a.m. on 8<sup>th</sup> August, 2017 and ended at 5.00 p.m. on 10<sup>th</sup> August, 2017.
4. In respect of those Members present at the AGM who did not cast their votes by remote e-voting prior to the AGM, facility of ballot-voting was provided at the AGM venue.
5. After the conclusion of ballot-voting at the AGM venue, the votes cast through ballot-voting at the AGM venue and remote e-voting were unblocked on the same day at 4.00 p.m.



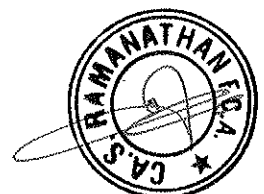
6. Based on the reports generated from CDSL's e-voting website [www.evoting.com](http://www.evoting.com), which I have scrutinized, the consolidated results of voting are reported as follows:

**ORDINARY BUSINESS**

**Item No.1- Ordinary Resolution**

**Adoption of audited Financial Statements (including audited Consolidated Financial Statements ) of the Company for the financial year ended 31<sup>st</sup> March, 2017, together with the Reports of the Board of Directors and the Auditors thereon.**

	Remote e-voting		Ballot voting at the AGM venue		Consolidated voting results		
	Number of Members who Voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which voted cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	18	1,90,27,498	33	93,832	51	1,91,21,330	99.999%
Voted against the resolution	1	250	Nil	Nil	1	250	0.001%
Invalid votes	Nil	Nil	Nil	Nil	Nil	Nil	Nil



**Item No.2-Ordinary Resolution:**

**Declaration of dividend on the equity shares of the Company for the financial year ended 31<sup>st</sup> March, 2017.**

	Remote e-voting		Ballot-voting at the AGM venue		Consolidated voting results ,		
	Number of Members who Voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which voted cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	19	1,90,27,748	33	93,832	52	1,91,21,580	100%
Voted against the resolution	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Invalid votes	Nil	Nil	Nil	Nil	Nil	Nil	Nil

**Item No.3-Ordinary Resolution**

**Appointment of Mr. Purusottamdas Patodia (DIN : 00032088) who retires by rotation and offers himself for re-appointment:**

	Remote e-voting	Ballot-voting at the AGM venue	Consolidated voting results
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	Number of Members who Voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which voted cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	17	1,90,27,458	33	93,832	50	1,91,21,290	99.998%
Voted against the resolution	2	290	Nil	Nil	2	290	0.002%
Invalid votes	Nil	Nil	Nil	Nil	Nil	Nil	Nil

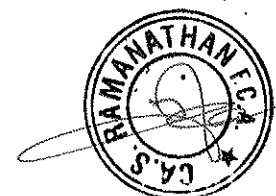
**Item No.4 – Ordinary Resolution**

**Appointment of M/s. Raghu and Ram, Chartered Accountants (Registration Number-0033405) as Statutory Auditors of the Company:**

	Remote e-voting		Ballot-voting at the AGM venue		Consolidated voting results		
	Number of Members who Voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which voted cast	Percentage of votes to total number of valid votes cast
THIS RESOLUTION DEFERRRED.							

**Item No.5 - Ordinary Resolution**

**Appointment of Mrs. Ryna Zaiwalla Karani (DIN: 00116930) as an Independent Director of the Company for a period of 5 (Five) consecutive years commencing from 13th April, 2017:**





	Remote e-voting		Ballot-voting at the AGM venue		Consolidated voting results		
	Number of Members who Voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which voted cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	17	1,90,27,458	33	93,832	50	1,91,21,290	99.998%
Voted against the resolution	2	290	Nil	Nil	2	290	0.002%
Invalid votes	Nil	Nil	Nil	Nil	Nil	Nil	Nil

Yours Faithfully,



(S.RAMANATHAN)  
SCRUTINIZER

**S.RAMANATHAN B.COM.F.C.A.,A.C.S**  
Chartered Accountant, Auditor  
No.10, First Floor,  
Stanes Road - First Street,  
Avinashi Road, Odakkadu,  
TIRUPUR - 641 602.  
M.No : 019532

Place:Tirupur  
Date:12.08.2017