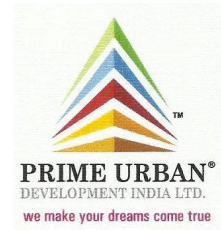




PRIME URBAN DEVELOPMENT INDIA LIMITED

CORPORATE SOCIAL RESPONSIBILITY POLICY



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1. Preamble:-

Prime Urban Development Limited (“Company”) believes in its responsibility as a corporate citizen and lays down the guidelines and mechanism for undertaking socially useful programmes for welfare and sustainable development of the community at large.

This Corporate Social Responsibility (“CSR”) Policy shall operate as the CSR Policy of the Company for the purposes of Section 135 of the Companies Act, 2013 (“Act”) and the Rules made thereunder, as amended from time to time.

2. Vision and Objective:-

The Company, through its CSR initiatives will actively contribute to the Social, Economic and Environmental Development of our country and thereby create value for the nation.

The objective of the CSR Policy is to:

Ensure an increased commitment at all levels in the organisation, to operate its business in an economically, socially and environmentally sustainable manner, while recognizing the interests of all its stakeholders.

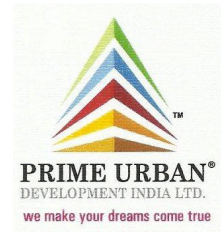
To generate, through its CSR initiatives, a community goodwill for the Company which will help and reinforce a positive and socially responsible image of the Company as a responsible corporate entity.

3. CSR Committee:-

CSR Committee has been formed at the Meeting of the Board of Directors (**“the Board”**) held on August 10, 2016 and the Committee shall be responsible for the implementation/monitoring and review of this policy and various projects/activities undertaken under the policy.

4. CSR Projects / Programmes / Activities:-

The Company proposes to adopt one or more of the CSR projects / programmes / activities as prescribed by applicable laws, including Schedule VII of the Act, as amended from time to time or such other activities as the Board may consider to be appropriate.



Exclusion from CSR

The following activity shall not form part of the CSR activities of the Company:-

- The activities undertaken in pursuance of normal course of business of a Company.
- CSR projects/programs or activities that benefit only the employees of the Company and their families.
- Any contribution directly/indirectly to political party or any funds directed towards political parties or political causes.
- Any CSR projects/programs or activities undertaken outside India.

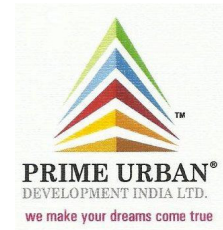
5. Roles and Responsibilities of the CSR Committee:-

The CSR Committee shall:

- Formulating and recommending to the Board, the CSR policy and indicating activities to be undertaken.
- Decide the CSR Projects or Programs to be taken up by the Company either directly or through registered trust or registered society or a Company established by the Company or its holding or subsidiary or associate Company under Section 8 of the Act or otherwise.
- Place before the Board the CSR projects or programs proposed to be taken up by the Company for approval, each year.
- Define and monitor the Budgets for the carrying out the Projects or Programs.
- Recommending the amount of expenditure for the CSR activities.
- Oversee the progress of the CSR Projects or Programs rolled out under this Policy as may be required.
- Submit a Report to the Board on all CSR Activities undertaken during the Financial Year.
- Monitor and Review the implementation of the CSR Policy.

6. Role and Responsibilities of the Board:-

- The Board may take into account the recommendations of the CSR Committee and provide appropriate instructions / directions to the CSR Committee when required.



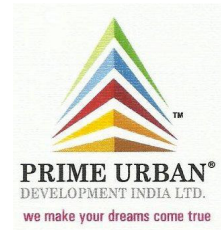
- The Board may consider the CSR Policy formulated by the CSR Committee and approve the same with or without modifications, if required.
- The Board will ensure that activities included by the Company in the CSR Policy are in accordance with Schedule VII of the Act.
- The Board will consider the budgetary allocation proposed by the CSR Committee and approve the same with or without modifications, if required.
- The Board will ensure that the CSR activities undertaken by the Company are in accordance with the CSR Policy of the Company.
- The Board will monitor the CSR activities of the Company in accordance with its CSR Policy and the law.
- Place the CSR Policy of the Company on the Company's website.

7. Financial Outlay for CSR Activities:-

- Every year, the Company shall with the approval of its Board make a budgetary allocation for CSR activities/ projects for the year. The budgetary allocation will be based on the profitability of the Company and the requirements of applicable laws.
- The Company expects to spend the budgeted amount allocated for CSR activities/ projects planned for each financial year, within that year. If for any reason, the budget of a year remains unutilised, the same may be carried forward as may be decided by the Board to the next year for expenditure on CSR activities, which were planned for implementation in the previous year, but could not be completed due to some reason. The CSR Committee and the Board will disclose the reasons for not being able to spend the entire budgeted amount on the CSR activities as planned for that year in the Boards' Report of the Company.
- Any surplus arising out of the CSR activities, projects or programs shall not form part of the business profits of the Company.

8. Monitoring and Reporting:-

- The Board of the Company shall report in the Board's Report a detailed description as per the prescribed format, of the CSR activities undertaken and status update thereof.
- The CSR Committee is responsible for undertaking the CSR activities and ensuring that the CSR Budget is utilized as per the statutory requirement.



- During every financial year, the CSR Committee will meet as when required for the purpose of undertaking overview of the CSR activities. The Committee shall review and discuss the scope of the activities or programmes or projects those were undertaken during the financial year as a part of the Company's CSR activities/projects. The Board of the Company shall from time to time review CSR activities of the Company.

9. Disclosures:-

The Annual Report of the Company include a section on CSR outlining the CSR Policy, CSR Committee, CSR initiatives undertaken by Company, the CSR spend during the financial year and other information as required by the prevailing law.

10. Miscellaneous:-

Any terms used in this policy but not defined herein shall have the same meaning ascribed to it in the Companies Act, 2013 or Rules made thereunder, SEBI Act or Rules and Regulations made thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 or any other relevant legislation/law applicable to the Company.

11. Amendment:-

Any change in the Policy shall be approved by the Board of the Company based on the recommendations of the CSR Committee in accordance with the Companies Act, 2013 and Rules made there under. The Board shall have the right to withdraw and / or amend any part of this Policy or the entire Policy, at any time, as it deems fit, or from time to time, and the decision of the Board in this respect shall be final and binding.