

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

Compliance Report on Corporate Governance - Quarter ended on 31st December 2015- Clause 27(2)

1	Name of the Listed entity	Prozone Intu Properties Limited						
2	Quarter ending	31st December 2015						
I. Composition of Board of Directors								
Title (Mr./ Ms.)	Name of the Directors	PAN [§] & DIN	Category (Chairperson / Executive / Non Executive / Independent / Nominee) ^{&}	Date of appointment in the current term / cessation	Tenure* (Refer note 1)	No. of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of the listing Regulations)	Number of memberships in Audit / Stakeholder Committee (s) including this entity (Refer Regulation 26(1) of Listing Regulations) (Refer note 2)	No. of post of Chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) (Refer note 2)
Mr	Punit Goenka	PAN:AAEPG2529E DIN:00031263	Chairperson-Independent	01.04.2014	Since 01.04.14	2	2	1
Mr	Rajiv Singh	PAN:AMOPS1063P DIN:01689209	Independent	01.04.2014	Since 01.04.14	1	2	1
Mr	David Fischel	PAN:NA DIN:01217574	Non Executive	20.04.2012	NA	1	0	0
Mr	John Abel	PAN:NA DIN:01217613	Non Executive	20.04.2012	NA	1	0	0
Mr	Nikhil Chaturvedi	PAN:AABPC9053G DIN:00004983	Executive	27.02.2012	NA	2	1	0
Mr	Salil Chaturvedi	PAN:ACYPC0862A DIN:00004768	Executive	27.02.2012	NA	2	2	1
<p>[§]PAN number of any Director would not be displayed on the website of Stock Exchange</p> <p>^{&}Category of directors means executive / non-executive / independent / nominee. If a director fits into more than one category write all categories seperating them with hyphen</p> <p>* to be filled only for Independent Director. Tenure would mean total period from which Independent Director is serving on Board of Directors of the listed entity in continuity without any cooling off period.</p> <p>Notes: 1. It refers the date of appointment of Independent Director, made pursuant to the Companies Act 2013 for the first term of five years and new Listing Agreement amended in line thereof.</p> <p>2. For reckoning the Chairmanship/Membership in committees, all public companies, listed or unlisted, have been considered.</p>								

II. Composition of Committees			
Name of Committee	Name of Committee members		Category (Chairperson / Executive / Non-Executive / Independent / Nominee) [§]
1. Audit Committee	1. Mr. Punit Goenka		Chairperson- Independent
	2. Mr. Rajiv Singh		Independent
	3. Mr. Salil Chaturvedi		Executive
2. Nomination & Remuneration Committee	1. Mr. Rajiv Singh		Chairperson- Independent
	2. Mr. Punit Goenka		Independent
	3. Mr. David Fischel		Non-Executive
	4. Mr. John Abel		Non-Executive
3. Risk Management Committee (if applicable)	NA		NA
4. Stakeholders Relationship Committee	1. Mr. Rajiv Singh		Chairperson- Independent
	2. Mr. Punit Goenka		Independent
	3. Mr. Nikhil Chaturvedi		Executive
	4. Mr. Salil Chaturvedi		Executive
[§] Category of directors means executive / non-executive /Independent /Nominee. If a director fits into more than one category write all categories separating them with hyphen			
III. Meeting of Board of Directors			
Date(s) of Meeting (If any) in the previous quarter	Date(s) of meeting (if any) in the relevant	Maximum gap between any two consecutive (in number of days)	
11.08.2015	09.11.2015	89 days	
IV. Meeting of Committees			
Date(s) of meeting of the Committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee- 09.11.2015	Yes	11.08.2015	89 Days
Stakeholders Relationship Committee- 09.11.2015	Yes	11.08.2015	NA
Nomination and Remuneration Committee- NA	NA	NA	NA
CSR Committee-NA	NA	NA	NA
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.			
V. Related Party Transactions			
Subject	Compliance status (Yes / No / NA) refer note below		
Whether prior approval of audit committee obtained	Yes		
Whether shareholder approval obtained for material RPT	Yes		
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes		

Notes		
1	In the column "Compliance Status" compliance or non compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.	
2	If status is "No", details of non compliance may be given here.	
VI. Affirmations		
1	The Composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	No, The Company is required to appoint one Woman Director on the Board.
2	The composition of the following committees in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	
	a. Audit Committee	Yes
	b. Nomination & Remuneration Committee	Yes
	c. Stakeholders Relationship Committee	Yes
	d. Risk Management Committee (applicable to the top 100 listed entities)	NA
3	The Committee members have been made aware of their powers, role and responsibilities in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
4	The meetings of the Board of Directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015	No meeting of Board of Directors or its Committees (as given above) has been held after implementation of this regulation
5	This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments / observations / advise of Board of Directors may be mentioned here	As this is the first report under SEBI (LODR) Reg 2015 it will be placed in forthcoming Board meeting

For Prozone Intu Properties Limited

Date: 14.01.2016
Place: Mumbai

Sd/-
Ajayendra P. Jain
Company Secretary