

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

Compliance Report on Corporate Governance - Quarter ended on 31st March 2020- Reg 27(2) of the SEBI (LODR) Regulations, 2015

1	Name of the Listed	Prozone Intu Properties Limited													
2	Quarter ending	30th September 2021													
I. Composition of Board of Directors															
Title (Mr./ Ms.)	Name of the Directors	PAN ⁵ & DIN	Category (Chairperson / Executive / Non Executive / Independent / Nominee) ⁶	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of Appointment	Date of Reappointment	Date of Cessation	Tenure in months (Refer note 1)	No. Of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independent Directorship in listed entities including this listed entity [in reference to provision 17A(1)]	Number of memberships in Audit/Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	
Mr	Punit Goenka	PAN:AAEPC2529E DIN:00031263	Chairperson-Independent	20.06.1975	NA	-	20.04.2012	01.04.2019	NA	114	2	1	4	0	
Ms	Deepa Misra Harris	PAN:AAAPH4355F DIN:00064912	Independent	26.10.1958	NA	-	08.02.2016	31.08.2020	NA	68	5	1	1	1	
Mr	Umesh Kumar	PAN: ACCPK4933G DIN: 01733695	Independent	18.04.1958	NA	-	23.05.2019	23.05.2019	NA	29	1	1	1	1	
Mr.	Nikhil Chaturvedi	PAN:AABPC9053G DIN:00004983	Executive	01.04.1969	NA	-	27.02.2012	27.02.2020	NA	NA	2	0	1	0	
Mr	Salil Chaturvedi	PAN:ACYPC0862A DIN:00004768	Executive	22.04.1971	NA	-	27.02.2012	27.02.2020	NA	NA	2	0	2	1	
Whether regular chairperson appointed							Yes								
Whether Chairperson is related to managing director or CEO							No								
⁶ 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															
* 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.															
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 Regulations amended in line thereof.															
2. For reckoning the Chairmanship/Membership in committees, all public companies, listed or unlisted, have been considered.															
3. Mr Nikhil Chaturvedi and Mr Salil Chaturvedi are director of Provogue (India) Limited (PIL), an Listed entity but the powers of Board for PIL are vested with liquidator with effect from 14 October 2019.															

II. Composition of Committees					
Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee) ⁵	Date of Appointment	Date of cessation
1. Audit Committee	Yes	1. Mr. Umesh Kumar	Chairman- Independent	23.05.2019	NA
		2. Ms. Deepa Misra Harris	Independent	19.05.2017	NA
		3. Mr. Punit Goenka	Independent	20.04.2012	NA
		4. Mr. Nikhil Chaturvedi	Executive	26.08.2020	NA
2. Nomination & Remuneration Committee	Yes	1. Ms. Deepa Misra Harris	Chairperson- Independent	22.08.2017	NA
		2. Mr. Punit Goenka	Independent	07.08.2014	NA
		3. Mr. Umesh Kumar	Independent	22-06-2021	NA
3. Risk Management Committee (if applicable)	NA	NA	NA	NA	NA
4. Stakeholders Relationship Committee	Yes	1. Ms. Deepa Misra Harris	Chairperson- Independent	22.08.2017	NA
		2. Mr. Punit Goenka	Independent	20.04.2012	NA
		3. Mr. Nikhil Chaturvedi	Executive	20.04.2012	NA
		4. Mr. Salil Chaturvedi	Executive	20.04.2012	NA
⁵ 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 quarter	Whether requirement of Quorum met (details)	Number of Directors Present	Number of Independent Directors present	Maximum gap between any two consecutive (in number of days)
22-06-2021	13-08-2021	Yes	5	3	51

IV. Meeting of Committees					
Date(s) of meeting of the Committee in the relevant quarter	Whether requirement of Quorum met (details)	Number of Directors Present	Number of Independent Directors present	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee - 13-08-2021	Yes	4	3	22-06-2021	51 days
Stakeholders Relationship Committee - 13-08-2021	Yes	4	2	22-06-2021	51 days
CSR Committee	NA	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		
* Approvals of shareholders with respect to applicable transactions were secured in Annual General Meeting held on 30/09/2015					
VI. Affirmations					
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015			NO	
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee			Yes	
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee			Yes	
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee			Yes	
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)			Yes	
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements)			NA	
7	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			Yes	
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.			Yes	

For Prozone Intu Properties Limited

Date: 21.10.2021
Place: Mumbai

Sd/-
Ajayendra Pratap Jain
CS & Chief Compliance Officer

Annexure III**III. Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

ANNEXURE IV
Additional half yearly Disclosure

Applicability of disclosure (Applicable/Not applicable)	Not applicable
Reason for non applicability	There are no such transactions.

I. Disclosure of Loans/ guarantees/comfort letters /securities etc. (refer note below)

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NOT APPLICABLE	
Promoter Group or any other entity controlled by them		
Directors (including relatives) or any other entity controlled by them		
KMPs or any other entity controlled by them		

(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	NOT APPLICABLE		
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NOT APPLICABLE		
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			

II. Affirmations:

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.

Name:-	NOT APPLICABLE
Designation:- Chief Executive Officer /Chief Financial Officer	
Place:- Mumbai	
Date:-	

- Note:-
- These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;
 - by a government company to/ for the Government or government company
 - by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.
 - by a banking company or an insurance company ; and
 - by the listed entity to its employees or directors as a part of the service conditions
 - If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table..

For Prozone Intu Properties Limited

Date: 21.10.2021
Place: Mumbai

Sd/-
Anurag Garg
Chief Financial Officer