Compliance Report on Corporate Governance - Quarter ended on 30th June 2023- Reg 27(2) of the SEBI (LODR) Regulations, 2015

2 Quarter ending Composition of Board of Directors Title Name of the (Mr./ Directors Ms.) Ms.) Cateogry (Chairperson Ms.) Executive / Non Executive / Independent / Nominee) & End Date & Regulations Executive / Noninee) & End Date & Regulations End Date Services Subt June 2023 Whether Special Date of Date of Reappointment of passing disqualified passed? Special Initial Date of Reappointment of Pan's & DIN (Chairperson Birth Director is resolution passing disqualified passed? Special Initial Date of Reappointment of Pan's & DIN (Refer note 1) Executive / Noninee) & End Date Regulations Subt June 2023 Whether Special Date of Date of Reappointment of Pan's & DIN (Refer note 1) Reappointment of Date of Reappointment of Reappointment of Reappointment of Reappointment of Reappointment of Reappointment of Regulation 17(1) Executive / Noninee) & Start Date & Title Nominee) Subt June 2023 Whether Special Date of Date of Reappointment of Reapp	1 Name of the Listed Prozone Intu Properties Limited Prozone Intu Properties Limited															
Name of the Name of the Name of the Ohr	2	Quarter ending														
Directors Directors Directors Secutive No. December Secutive December Secutive No. December Secutive December Secutive No. December Secu	I. Compo	sition of Board of Dir	ectors													
Ms	(Mr./ Ms.)	Directors		(Chairperson /Executive / Non Executive / Independent / Nominee) &	Birth	Director is disqualified ? Start Date & End Date and Current Status	resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	passing special	Appointment	Reappointment	Cessation	months (Refer note 1)	listed entities including this listed entity [in reference to Regulation17A(1)]	Directorship in listed entities including this listed entity [in reference to proviso to regulatio	in Audit/Stakehold er 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 Umesh Kumar PAN: ACCPK4933G Independent 18.04.1958 NA NA -	Mr	Punit Goenka			20.06.1975	NA	NA	-	20.04.2012	(Second term till	NA	111	2	1	3	0
DIN: 01733695	Ms	Deepa Misra Harris		Independent	26.10.1958	NA	NA	-	08.02.2016	(Second term till	NA	88	4	4	4	1
Mr. Nikhil Chaturvedi PAN:AABPC9053G Executive 01.04.1969 NA NA - 27.02.2012 27.02.2023 NA NA 1 0 2 0 0 0 0 0 0 0 0	Mr	Umesh Kumar		Independent	18.04.1958	NA	NA	-	23.05.2019	(First term till	NA	49	1	1	0	1
DIN:00004983	Ms	Dipa Hetal Hakani		Independent	24.11.1974	NA	NA	-	05.01.2023	(First term till 4th	NA	6	1	1	3	0
DIN:0004768	Mr.	Nikhil Chaturvedi		Executive	01.04.1969	NA	NA	-	27.02.2012	(Term-three years i.e till 26th Feb	NA	NA	1	0	2	0
DIN:07966971 (Term-three years i.e till 16th Dec 2024)	Mr		DIN:00004768	Executive				-		(Term-three years i.e till 26th Feb 2026)			1	0	1	0
Whether regular chairperson appointed Yes		-	DIN:07966971	Executive	29.01.1969	NA	NA	-		(Term-three years i.e till 16th Dec	NA	NA	1	0	0	0
		0 1														
Whether Chairperson is related to managing director or CEO No	Whether Chairperson is related to managing director or CEO No															

*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

^{2.} For reckoning the Chairmanship/Membership in committees, all public companies, listed or unlisted, have been considered.

. Composition of Committees					
ame of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson /	Date of Appointment	Date of cessation
			Executive / Non-Executive /		
			Independent / Nominee)\$		
Audit Committee	Yes	1. Mr. Umesh Kumar	Chairman- Independent	23.05.2019	NA
		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
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
Risk Management Committee (if applicable)	NA	NA	NA	NA	NA
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

^{*} 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.

III Meetin	ng of Board of Direc	tors									
Date(s) o	f Meeting (If any) in previous quarter	Date(s) of meeting (if any) in the relevant quarter		Whether requirement of Quorum met (details)		Total Number of directors as on date of the meeting (all directors including Independent director)	Number of Directors present (all Directors including Independent Director)	Number of Independent Directors attending the meeting		Maximum gap between any two consecutive (in number of days)	
	14.02.2023		30.05.2023	Yes		7	6	4		104	
IV. Meetin	g of Committees										
Date(s) of 1	meeting Whether red	uirement of	Total Number of directors	Number of Directo	ors	Number of Independent	Number of members att	ending the meeting (other	Date(s) of meeting of	Maximum gap between any two	
of the Con	nmittee Quorum me			Present (All directors		Directors attending the	than Board	of Directors	the committee in the	consecutive (in number of days)	
in the rel quart			(all directors including Independent director)			meeting			previous quarter		
Audit Com 30.05.2023	nmittee - Yes		4	4		3	0		14.02.2023	104	
Stakeholde Relationshi Committee	ip	0		0		0	0		NA	NA	
Nominatio Remunerat Committee	tion	0		0		0	0		NA	NA	
CSR Comn	nittee NA	NA		NA		NA	NA		NA	NA	
	rmation has to be ma ed in only for the cur		of for audit committee, for res ngs	st of the committees	giving	this information is optional					
V. Related	Party Transactions										
		Subject					Compliance sta	ntus (Yes / No / NA) refer	note below		
Whether p	rior approval of audi	t committee obtaii	ned					Yes			
Whether sh	nareholder approval	obtained for mate	rial RPT					Yes			
Audit Com	nmittee		omnibus approval have beer					Yes			
* Approvals	of shareholders with r	espect to applicable	material transactions were secu	ıred in Annual Gener	ral Meeti	ng held on 30.09.2022					
VI. Affirm		·	<u> </u>			<u> </u>					
	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 Yes										
	The composition of the following committees is in terms of SEBI(Listing obligations								Yes		
	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. Yes b. Nomination & remuneration committee										
4 T	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. Yes c. Stakeholders relationship committee										
			nittees is in terms of SEBI(Lis		d disclo	sure requirements) Regulat	ions, 2015.		NA		
			cable to the top 500 listed e		ioc ac co	acified in SERI (Listing obli	gations and disclosure		Yes		
r	requirements) Regulations, 2015.										
7 T	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and										

For Prozone Intu Properties Limited

Yes

Date: 21st July 2023 Place: Mumbai

This report and/or the report submitted in the previous quarter has been placed before Board of Directors.

Sd/-Ajayendra Pratap Jain CS & Chief Compliance Officer