

# ANNEXURE I

Format to be submitted by listed entity on quarterly basis

Compliance Report on Corporate Governance - Quarter ended on 31st December 2021- Reg 27(2) of the SEBI (LODR) Regulations, 2015

1	Name of the Listed		Prozone Intu Properties Limited											
2	Quarter ending		31st December 2021											
I. Composition of Board of Directors														
Title (Mr./ Ms.)	Name of the Directors	PAN <sup>5</sup> & DIN	Cateogry (Chairperson /Executive / Non Executive / Independent / Nominee) <sup>4</sup>	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 Regulation17A(1) ]	No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulati on 17A(1)]	Number of memberships in Audit/Stakehold er Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulation s)	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:AAEPG2529E DIN:00031263	Chairperson- Independent	20.06.1975	NA	-	20.04.2012	01.04.2019 (Second term till 31st March 2024 )	NA	117	2	1	4	0
Ms	Deepa Misra Harris	PAN:AAAPH4355F DIN:00064912	Independent	26.10.1958	NA	-	08.02.2016	08.02.2021 (Second term till 7th February 2026 )	NA	71	5	1	1	1
Mr	Umesh Kumar	PAN: ACCPK4933G DIN: 01733695	Independent	18.04.1958	NA	-	23.05.2019	23.05.2019 (First term till 22nd May 2024)	NA	32	1	1	0	1
Mr.	Nikhil Chaturvedi	PAN:AABPC9053G DIN:00004983	Executive	01.04.1969	NA	-	27.02.2012	27.02.2020 (Term-three years i.e till 26th Feb 2023)	NA	NA	2	0	1	0
Mr	Salil Chaturvedi	PAN:ACYPC0862A DIN:00004768	Executive	22.04.1971	NA	-	27.02.2012	27.02.2020 (Term-three years i.e till 26th Feb 2023)	NA	NA	2	0	1	1
Mr	Bipin Gurnani	PAN:BIOPA7671Q DIN:07966971	Executive	22.04.1971	NA	-	17/12/2021	17.12.2021 (Term-three years i.e till 16th Dec 2024)	NA	NA	1	0	0	0
Whether regular chairperson appointed							Yes							
Whether Chairperson is related to managing director or CEO							No							
<sup>4</sup> 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														
<sup>5</sup> 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) <sup>5</sup>	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

<sup>5</sup>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)
13/08/2021	11/11/2021	Yes	5	3	89
	17/12/2021	Yes	3	2	35
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 - 11.11.2021	Yes	5	3	13/08/2021	89 days
Stakeholders Relationship Committee - 11.11.2021	Yes	4	2	13/08/2021	NA
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				Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015				Yes
	<b>a. Audit Committee</b>				
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015.				Yes
	<b>b. Nomination &amp; remuneration committee</b>				
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015.				Yes
	<b>c. Stakeholders relationship committee</b>				
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015.				NA
	<b>d. Risk management committee (applicable to the top 500 listed entities)</b>				
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements)				Yes
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: 21.01.2022  
Place: Mumbai

Sd/-  
Ajayendra Pratap Jain  
CS & Chief Compliance Officer