

Registered Post

The Manager DCS Corporate Section BSE Ltd. Phiroze jeejeebhoy Towers, Dalal Street, Mumbai-400 001

Dear Sir,

Sub: Scrip code 521149- Outcome of the Annual General Meeting under the Listing Agreement

This is to inform you that the Annual General Meeting (AGM) of the members of the company was held on 13th August 2015 at the Registered Office of the company at, Tirupur, Tamilnadu State. We would like to give you the following information in connection with the AGM held:

1. Total No. of shareholders on the cut off date viz. 06th August 2015: 4361

2. No. of the shareholders present at the meeting either in person or through proxy

SI	Category	In person	Through proxy	Total
1	Promoters and Promoters	3		3
	group			
2	Public	12		12
	Total	15		15

3. No. of shareholders attended the meeting through video conferencing

SI	Category	No Video conferencing facility was
1	Promoters and Promoters Group	established for the AGM
2	Public	

3. Details of the business transacted at the Annual General Meeting:

SI	Subject	Resolution	Mode of voting
1	To consider and adopt the Audited	Ordinary	E-voting and
	Financial Statements of the Company for	Resolution	Poll
	the year ended 31st March, 2015 together		
	with the Reports of the Board of Directors		, i
	and Auditors thereon		
2	To ratify the appointment of M/s.	Ordinary	E-voting and
1	Jagannathan & Visvanathan, Chartered	Resolution	Poll
	Accountants as Statutory Auditors of the		
	Company for the financial year 2015-16.		
3	To re-appoint Mr. Purusottam Das Patodia,	Special	E-voting and
	as Chairman and Managing Director of the	Resolution	Poll
	Company for a period of three years with		
1	effect from 01.04.2016.		



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4	To re-appoint Mr. Manai Kuwa D. L. II		ASE HITS
•	To re-appoint Mr. Manoj Kumar Patodia as	Special	E-voting and
	Vice Chairman and Managing Director for a	Resolution	Poll
	period of three years with effect from		
	01.04.2016.		į
5	To re-appoint Mr. Apui Patodia as		
_	The will will rational as	Special	E-voting and
	Managing Director of the Company for a	Resolution	Poll
	period of three years with effect from		
	01.04.2016.		
6	To confirm the appointment of Mr. T. Paul	Ordinary	E-voting and
	Sugumaran as a Director of the Company.	Resolution	Poll
7	To appoint Mr. T Paul Sugumaran as	Special	
	Whole Time Director of the Company for a	Resolution	E-voting and Poll
	Inorial of O	Resolution	POII
	01.06.2015.		
3	<u> </u>		
_	1,	Ordinary	E-voting and
	Vaijayanti Pandit as a Director of the	Resolution	Poll
·	Company.		
9	To appoint Dr. Vaijayanti Pandit as Woman	Special	E-voting and
	Director/Independent Director of the	Resolution	Poll
	Company for a period of 5 (five) years.		
.0	To approve Related Party Transaction of	Special	E-voting and
	the Company.	Resolution	E-voting and

Based on the scrutinizer report, we inform you that all the above said resolutions have been passed with requisite majority.

Kindly take the same on record.

We are enclosing the Scrutinizers Report dated 13.08.2015 and the proceedings of the Annual General Meeting held on 13.08.2015

Yours faithfully For Prime Urban Development India Ltd.

Compliance Officer Encl: as above



Regd. Office: 110, Avanashi Road, Gandhinagar, P.O., Tirupur - 641 603 (T.N.)
Ph.: (0) 91-421-2470065, 4307878, 4307800 - Telefax: 91-421-2471463 - E-mail: prime@ptlonline.com

Corp Off: 54, 5th Floor, Free Press House, 215, Free Press Journal Marg, Nariman Point, Mumbai - 400 021, Tel No: 022 61645000, CIN No: L70200 TZ 1936 PLC 000001 WWW.Ptlonline.com

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<u>PROCEEDINGS OF THE ANNUAL GENERAL MEETING OF THE COMPANY HELD ON 13TH AUGUST,</u> 2015

The Annual General Meeting ("Meeting") of the Company was held at the Registered Office of the Company at 110, Avinashi Road, Gandhinagar, P.O. Tirupur-641 603.

The Meeting commenced at 3.00 p.m.

Mr. Purusottam Das Patodia, Chairman and Managing Director of the Company chaired the Meeting.

As the requisite quorum was present, the Chairman called the Meeting to order. The Chairman informed the Members that:

- Mr. N Rajesh, representative of M/s. Jagannathan & Visvanathan, Chartered Accountants, Statutory Auditors of the Company and Mr. S. Rengasamy, Secretarial Auditor are present at this Meeting.
- The Company had received 25 number of proxies in respect in respect of 1,91,79,057 equity shares.
- The Register of Proxies and other Statutory Registers as required to be kept open for inspection under the Companies Act, 2013 are available for inspection by the Members at the entrance of the hall.
- The Notice calling this Meeting is already with you and with the consent of the Members present, the Notice be taken as 'Read'.
- The Annual Report for financial year 2014-15 inter-alia containing the Auditors' Report
 on financial statements has been sent to Members. There are no qualifications,
 observations or comments in the Auditors' Report, on the financial transactions or
 matters, having any adverse effect on the functioning of the Company.

Accordingly, with the permission of the Members present, the Auditors' Report be taken as 'Read'.



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- The Chairman briefed the Members on the performance of the Company during the financial year 2014-15.
- The Chairman further informed the Members that in compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Clause 35B of the Listing Agreement with the Stock Exchanges, the Company had provided to its Members, facility to cast their votes by electronic means through Remote E-voting in respect of all resolutions as set out in the Notice convening the 78th Annual General Meeting. The E-voting period had commenced from 10th August, 2015 at 10.00 a.m and ended on 12th August, 2015 at 5.00 p.m.
- The new provisions of the Companies Act, 2013 mandates that where the Company has made e-voting facility available to its Members as per rule 20 of the Companies (Management and Administration) Rules, 2014, voting on all the resolutions by the members present at the General Meeting would also be taken through poll. The Chairman therefore on its own motion ordered poll to be taken on all resolutions set out in the Notice.
- The Chairman informed the Members that Mr. S. Rengasamy, Practicing Company Secretary, Coimbatore has been appointed as the Scrutinizer for both e-voting and voting through poll.

 He then moved the following resolutions which were duly proposed & seconded by the Members present at the Meeting and were then put to vote through poll:

1.	To consider and adopt the Audited Financial Statements of the Company for the year ended 31 st March, 2015 together with the Reports of the Board of Directors and Auditors thereon	Ordinary Resolution
2.	To ratify the appointment of M/s. Jagannathan & Visvanathan, Chartered Accountants as Statutory Auditors of the Company for the financial year 2015-16.	Ordinary Resolution
3.	To re-appoint Mr. Purusottam Das Patodia, as Chairman and Managing Director of the Company for a period of three years with effect from 01.04.2016.	Special Resolution



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4.	To re-appoint Mr. Manoj Kumar Patodia as Vice Chairman and Managing Director for a period of three years with effect from 01.04.2016.	Special Resolution	ve make your dreams come true
5.	To re-appoint Mr. Anuj Patodia as Managing Director of the Company for a period of three years with effect from 01.04.2016.	Special Resolution	·
6.	To confirm the appointment of Mr. T. Paul Sugumaran as a Director of the Company.	Ordinary Resolution	
7.	To appoint Mr. T Paul Sugumaran as Whole Time Director of the Company for a period of 3 years with effect from 01.06.2015.	Special Resolution	
8.	To confirm the appointment of Dr. Vaijayanti Pandit as a Director of the Company.	Ordinary Resolution	
9.	To appoint Dr. Vaijayanti Pandit as Woman Director/Independent Director of the Company for a period of 5 (five) years.	Special Resolution	
10.	To approve Related Party Transaction of the Company.	Special Resolution	

Based on the Scrutinizer's Report, we inform you that all the aforesaid resolutions have been passed with requisite majority.

The result & the Scrutinizer's Report are being posted on the website of the Company. Simultaneously the result would also be informed to CDSL.

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CS. S. RENGASAMY B.Com., F.C.S., B.G.L., C.A.I.I.B., **Practising Company Secretary**

SCRUTINIZER'S REPORT FOR E-VOTING AND POSTAL BALLOT

(Pursuant to Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 and Clause 35B of the Listing Agreement)

Dated: 13.08.2015

To. The Chairman and Managing Director, Prime Urban Development India Ltd., 110, Avinashi Road, Gandhinagar P.O., Tirupur-641603

Dear Sir,

Sub: Scrutinizers Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 and the Postal Ballot (in lieu of e-voting at the AGM) forms received from the shareholders

I, S. Rengasamy FCS, Practising Company Secretary, Coimbatore has been appointed by the Board of Directors of Prime Urban Development India Limited ("the Company") as a Scrutinizer for the purpose of scrutinizing the e-voting process and to scrutinize the Postal Ballot (in lieu of e-voting at the AGM) forms received from the shareholders in a fair and transparent manner and ascertaining the requisite majority on the e-voting and Postal Ballot carried out in accordance with the provisions of Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 and Clause 35B of the Listing Agreement, on the resolutions set out in the Notice convening 78th Annual General Meeting (AGM) of the company to be held on Thursday, 13th August 2015 at 3.00 P.M. at the Registered Office of the company at 110 Avinashi Road, Gandhinagar P.O., Tirupur-641603.

Responsibility of the Management

The Management of the company is responsible to ensure compliance with the requirements of the Companies Act 2013 and the Rules made there under in relation to exercising of voting rights through electronic means and Ballot Form (in lieu of e-voting at the AGM) on the resolutions as set out in the Notice dated 29th May 2015 convening the 78th Annual General Meeting.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the e-voting process and for the Ballot Polls (in lieu of evoting at the AGM) at the 78th Annual General Meeting is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions set out in the Notice convening the 78th Annual General Meeting, based on the reports generated from the e-voting system provided by the Central Depository Services Limited (CDSL), the authorized agency engaged by the company for providing e-voting facilities received upto 12th August 2015 and Ballot Forms received on 13th August 2015 at the AGM those who have not availed the e-voting facilities.

CS. S. RENGASAMY B.Com., F.C.S., B.G.L., C.A.I.I.B.,

Practising Company Secretary

Further in addition to the above, I submit my report as under:

1. The Notice dated 29th May 2015 convening the Annual General Meeting of the company along with statement setting out material facts under section 102 of the Companies Act 2013 along with the Postal Ballot Forms were sent to the shareholders in respect of the below mentioned resolutions to be passed at the said AGM of the company scheduled to be held on 13th August 2015.

2. The Company has availed the e-voting facility offered by Central Depository Services Limited for conducting e-voting by the shareholders of the company. The Company has also provided to the shareholders who do not have access to e-voting to send their voting in writing on a Postal Ballot in terms of the provisions of Clause 35B of the Listing Agreement.

3. The members of the company as on the "cut-off" date i.e. 6th August 2015 were entitled to vote on the resolutions (Items NO. 1 to 10) as set out in the notice of the 78th AGM of the company

4. The voting period for e-voting commenced on Monday, 10th August 2015 at 10.00 A.M. and ended on 12th August 2015 at 5.00 P.M. The Ballot forms received from the shareholders at the AGM on Thursday, 13th August 2015 were considered for my scrutiny.

5. Thereafter, the details containing inter alia, list of Equity shareholders, who voted "for and against" each of the resolutions that were put to vote, were generated from the e-voting website of Central Depository Services Limited i.e. https://www.evotingindia.co.in and based on such reports generated, the results of the e-voting is as under;

6. One member has voted for seven and has voted against two resolutions.

7. I hereby submit my Report as under:

Resolution No. 1- To receive, consider and adopt the Audited Statement of Profit and Loss Account for the Corporate Financial Year ended 31st March 2015 and the Balance Sheet as at that date and the Reports of the Directors and Auditors thereon

Votes in favour of resolution		Votes against	Votes against the resolution		Votes abstained
No. of votes	% of total number of valid votes cast	No. of votes	% of total number of valid votes cast	Nos.	Nos.
15122235	100%	Nil	Nil	Nil	Nil

Resolution No.2 To ratify the appointment of Statutory Auditors

Votes in favou	r of resolution	Votes against the resolution		Invalid votes	Votes abstained
No. of votes	% of total number of valid votes cast	No. of votes	% of total number of valid votes cast	Nos.	Nos.
15122235	100%	Nil	Nil	Nil	Nil

CS. S. RENGASAMY B.Com., F.C.S., B.G.L., C.A.I.I.B., Practising Company Secretary

Resolution No.3: Re-appointment of Sri Purusottam Das Patodia as Chairman and Managing Director (DIN 00032088)

Votes in favou	Votes in favour of resolution Votes against the resolution		Invalid votes	Votes abstained	
No. of votes	% of total number of valid votes cast	No. of votes	% of total number of valid votes cast	Nos.	Nos.
15121985	99.99%	250	0.01	Nil	Nil

Resolution No.4 Re-appointment of Sri Manoj Kumar Patodia as Vice Chairman and Managing

Director (DIN 00026455)

Votes in favou	r of resolution	Votes against the resolution		Invalid votes	Votes abstained
No. of votes	% of total number of valid votes cast	No. of votes	% of total number of valid votes cast	Nos.	Nos.
15121985	99.990%	250	0.01	Nil	Nil

Resolution No.5 Re-appointment of Sri Anuj Patodia as Managing Director (DIN 00026458)

Votes in favour of resolution		Votes against the resolution		Invalid votes	Votes abstained
No. of votes	% of total number of valid votes cast	No. of votes	% of total number of valid votes cast	Nos.	Nos.
15122235	100%	Nil	Nil	Nil	Nil

Resolution No.6 Confirmation of the appointment of Sri T. Paul Sugumaran as Director (DIN

Votes in favour of resolution		Votes against the resolution		Invalid votes	Votes abstained
No. of votes	% of total number of valid votes cast	No. of votes	% of total number of valid votes cast	Nos.	Nos.
15122235	100%	;Nil	Nil	Nil	Nil

Resolution No. 7 Appointment of Sri T. Paul Sugumaran as Whole time Director (DIN 1875775)

Votes in favour of resolution		Votes against the resolution		Invalid votes	Votes abstained
No. of votes	% of total number of valid votes cast	No. of votes	% of total number of valid votes cast	Nos.	Nos.
15122235	100%	Nil	Nil	Nil	Nil

CS. S. RENGASAMY B.Com., F.C.S., B.G.L., C.A.I.I.B.,

Practising Company Secretary

Resolution No. 8 Confirmation of the appointment of Dr. Vaijayanti Pandit as Director (DIN 06742237)

Votes in favour of resolution		Votes against the resolution		Invalid votes	Votes abstained
No. of votes	% of total number of valid votes cast	No. of votes % of total number of valid votes cast		Nos.	Nos.
15122235	100%	Nil	Nil	Nil	Nil

Resolution No. 9 Appointment of Dr. Vaijayanti Pandit as Woman Director/Independent Director (DIN 06742237)

Votes in favour of resolution		Votes against the resolution		Invalid votes	Votes abstained
No. of votes	% of total number of valid votes cast	TOCCO againer cite i contraction		Nos.	Nos.
15122235	100%	Nil	Nil	Nil	Nil

Resolution No. 10 Approval of Related Party Transactions

Votes in favour of resolution		Votes against the resolution		Invalid votes	Votes abstained
No. of votes	% of total number of valid votes cast	No. of votes			Nos.
15121985	99.990%	250	0.01	Nil	Nil

Thanking you

Yours faithfully

(S. Rengasamy)

Practising Company Secretary

FCS 3871 CP No. 9901

Place: Tirupur

Date 13.08.2015

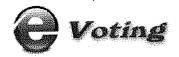
S.RENGASAMY B.Com, F.C.S., B.G.L., CAIIB **Practising Company Secretary**

M.No.3871, C.P.No.9901

Plot No.21, SNV Garden 2nd Street

Ramanathapuram

COMBATORE 641 036



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Manage Users	You will be redirected to a new page after 1800 seconds of inactivity. Welcome				
Allocate Functional Users	Ballot Details				
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Ballot Details	Nominal Value Voting Rights			2	
Finalise Voting	Total Folios Voted			17	
Report		Res. No.	9	V	
Report - Disapprove Voting	1		15121215 (56.75%)	0 (0.00%)	
Report - Final Voting	2	2	15121215 (56.75%)	0 (0.00%)	
Vote Verification	. 3	3	15121215 (56.75%)	0 (0.00%)	
Change Password	4	!	15121215 (56.75%)	0 (0.00%)	
ŭ		5	15121215 (56.75%)	0 (0.00%)	
		3	15121215 (56.75%)	0 (0.00%)	
	7	7	15121215 (56.75%)	0 (0.00%)	
		3	15121215 (56.75%)	0 (0.00%)	
	9	9	15121215 (56.75%)	0 (0.00%)	
		10	15121165 (56.75%)	50 (0.00%)	

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Res. No.	Voting Start Date and Time: 10-08-2015 10:00 Voting End Date and Time: 12-08-2015 17:00 Meeting Date and Start Time: 13-08-2015 15:30 Voting Finalisation Date and Time: 13-08-2015 17:06
Yes (%) No (%) 1 15121215 (56.75%) O (0.00%) 2 15121215 (56.75%) O (0.00%) 3 15121215 (56.75%) O (0.00%) 4 15121215 (56.75%) O (0.00%) 5 15121215 (56.75%) O (0.00%) 6 15121215 (56.75%) O (0.00%) 7 15121215 (56.75%) O (0.00%) 8 15121215 (56.75%) O (0.00%) 9 15121215 (56.75%) O (0.00%) 9 15121215 (56.75%) O (0.00%) 9 151212165 (56.75%) SO (0.00%)	
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