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To,  
The Corporate Services Department  
The Bombay Stock Exchange Limited,  
Phiroze Jeejeebhoy Towers, Dalal Street,  
Fort, Mumbai - 400 001.  
**Scrip Code: 521149**

Date: August 12, 2016

Dear Sir(s),

**Sub: Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Voting Results of the 79<sup>th</sup> Annual General Meeting of the Company**

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details regarding the voting results in prescribed format of the businesses transacted at the 79<sup>th</sup> Annual General Meeting (AGM) of the Company held on Wednesday, August 10, 2016 at the Registered Office of the Company situated at 110 Avanashi Road, Gandhi Nagar Post, Tirupur-641 603, Tamil Nadu, India.

We are also enclosing the consolidated report of the Scrutinizer on Remote e-voting and voting through ballot paper at the AGM. The above are also being uploaded on the Company's website.

Kindly take the same on record.

Thanking You,

Yours truly,  
**For Prime Urban Development India Limited**

**Krunal Shah**  
**Senior Manager- Legal and Company Secretary**  
**Membership No: A26087**



**79<sup>TH</sup> Annual General Meeting (AGM) of Prime Urban Development India Limited - Details of voting Results**

<b>Date of the AGM</b>	August 10, 2016
<b>Total number of Shareholders on record date:</b> (being the Cut-off date for determining shareholders entitled to vote - 3 <sup>rd</sup> August, 2016)	4,467
<b>No. of shareholders present in the meeting either in person or through proxy:</b> Promoters and Promoter Group: Public:	6 17
<b>No. of shareholders attended the meeting through Video Conferencing :</b> Promoters and Promoter Group: Public:	Not Applicable

**Agenda-wise disclosure**

**ORDINARY BUSINESS**

**Item No. 1 - Adoption of audited Financial Statements (including audited Consolidated Financial Statements) of the Company for the Financial Year ended 31<sup>st</sup> March, 2016 together with the reports of the Board of Directors and Auditors thereon:**

<b>Resolution Required:</b>					<b>Ordinary Resolution</b>			
<b>Whether promoter / promoter groups are interested in the agenda / resolution:</b>					<b>Not Applicable</b>			
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes - in favour</b>	<b>No. of Votes - against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
		<b>(1)</b>	<b>(2)</b>	<b>(3)= [(2)/(1)]*100</b>				
<b>Promoter and Promoter Group</b>	E-Voting	1,89,12,356	1,89,12,356	100.00	1,89,12,356	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>	<b>1,89,12,356</b>	<b>1,89,12,356</b>	<b>100.00</b>	<b>1,89,12,356</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
<b>Public - Institutions</b>	E-Voting	3,750	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>	<b>3,750</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>
<b>Public - Non Institutions</b>	E-Voting	77,27,494	1,18,364	1.53	1,18,364	0	100.00	0
	Poll		1,31,250	1.70	1,31,250	0	100.00	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>	<b>77,27,494</b>	<b>2,49,614</b>	<b>3.23</b>	<b>2,49,614</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
<b>Total</b>		<b>2,66,43,600</b>	<b>1,91,61,970</b>	<b>71.92</b>	<b>1,91,61,970</b>	<b>0</b>	<b>100.00</b>	<b>0</b>



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**Item No. 2 - Declaration of Final Dividend on Equity Shares of the Company for the Financial Year ended 31st March, 2016:**

Resolution Required:					Ordinary Resolution			
Whether promoter / promoter groups are interested in the agenda / resolution:					Not Applicable			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2)/(1)]*100			(4)	(5)
Promoter and Promoter Group	E-Voting	1,89,12,356	1,89,12,356	100.00	1,89,12,356	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		1,89,12,356	1,89,12,356	100.00	1,89,12,356	0	100.00
Public - Institutions	E-Voting	3,750	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		3,750	0	0	0	0	0.00
Public - Non Institutions	E-Voting	77,27,494	1,18,364	1.53	1,18,364	0	100.00	0
	Poll		1,31,250	1.70	1,31,250	0	100.00	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		77,27,494	2,49,614	3.23	2,49,614	0	100.00
<b>Total</b>		<b>2,66,43,600</b>	<b>1,91,61,970</b>	<b>71.92</b>	<b>1,91,61,970</b>	<b>0</b>	<b>100.00</b>	<b>0</b>

**Item No. 3 - Appointment of Mr. Thirugnanam Paul Sugumaran (DIN: 01875775) who retires by rotation and being eligible, offers himself for re-appointment:**

Resolution Required:					Ordinary Resolution			
Whether promoter / promoter groups are interested in the agenda / resolution:					Not Applicable			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2)/(1)]*100			(4)	(5)
Promoter and Promoter Group	E-Voting	1,89,12,356	1,89,12,356	100.00	1,89,12,356	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		1,89,12,356	1,89,12,356	100.00	1,89,12,356	0	100.00
Public - Institutions	E-Voting	3,750	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		3,750	0	0	0	0	0.00
Public - Non Institutions	E-Voting	77,27,494	1,18,364	1.53	1,18,364	0	100.00	0
	Poll		1,31,250	1.70	1,31,250	0	100.00	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		77,27,494	2,49,614	3.23	2,49,614	0	100.00
<b>Total</b>		<b>2,66,43,600</b>	<b>1,91,61,970</b>	<b>71.92</b>	<b>1,91,61,970</b>	<b>0</b>	<b>100.00</b>	<b>0</b>



MK

**Item No. 4 - Ratification of the appointment of M/s. M. S. Jagannathan and Visvanathan, Chartered Accountants (Registration No. 0012096) as Statutory Auditors of the Company for the Financial Year 2016-17 and to fix their remuneration:**

Resolution Required:					Ordinary Resolution			
Whether promoter / promoter groups are interested in the agenda / resolution:					Not Applicable			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,89,12,356	1,89,12,356	100.00	1,89,12,356	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total	1,89,12,356	1,89,12,356	100.00	1,89,12,356	0	100.00	0
Public - Institutions	E-Voting	3,750	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total	3,750	0	0	0	0	0.00	0
Public - Non Institutions	E-Voting	77,27,494	1,18,364	1.53	1,18,364	0	100.00	0
	Poll		1,31,250	1.70	1,31,250	0	100.00	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total	77,27,494	2,49,614	3.23	2,49,614	0	100.00	0
<b>Total</b>		<b>2,66,43,600</b>	<b>1,91,61,970</b>	<b>71.92</b>	<b>1,91,61,970</b>	<b>0</b>	<b>100.00</b>	<b>0</b>

### SPECIAL BUSINESS

**Item No. 5 - Adoption of New set of Articles of Association of the Company:**

Resolution Required:					Special Resolution			
Whether promoter / promoter groups are interested in the agenda / resolution:					Not Applicable			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,89,12,356	1,89,12,356	100.00	1,89,12,356	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total	1,89,12,356	1,89,12,356	100.00	1,89,12,356	0	100.00	0
Public - Institutions	E-Voting	3,750	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total	3,750	0	0	0	0	0.00	0
Public - Non Institutions	E-Voting	77,27,494	1,18,364	1.53	1,18,364	0	100.00	0
	Poll		1,31,250	1.70	1,31,250	0	100.00	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total	77,27,494	2,49,614	3.23	2,49,614	0	100.00	0
<b>Total</b>		<b>2,66,43,600</b>	<b>1,91,61,970</b>	<b>71.92</b>	<b>1,91,61,970</b>	<b>0</b>	<b>100.00</b>	<b>0</b>



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**Item No. 6 - Approval for keeping the Statutory Registers and other Secretarial records at a place other than Registered office of the Company:**

Resolution Required:					Special Resolution			
Whether promoter / promoter groups are interested in the agenda / resolution:					Not Applicable			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = $[(2)/(1)] * 100$	(4)	(5)	(6) = $[(4)/(2)] * 100$	(7) = $[(5)/(2)] * 100$
Promoter and Promoter Group	E-Voting	1,89,12,356	1,89,12,356	100.00	1,89,12,356	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total	1,89,12,356	1,89,12,356	100.00	1,89,12,356	0	100.00	0
Public - Institutions	E-Voting	3,750	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total	3,750	0	0	0	0	0.00	0
Public - Non Institutions	E-Voting	77,27,494	1,18,364	1.53	1,18,364	0	100.00	0
	Poll		1,31,250	1.70	1,31,250	0	100.00	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total	77,27,494	2,49,614	3.23	2,49,614	0	100.00	0
<b>Total</b>		<b>2,66,43,600</b>	<b>1,91,61,970</b>	<b>71.92</b>	<b>1,91,61,970</b>	<b>0</b>	<b>100.00</b>	<b>0</b>

All the resolutions, as set out in the Notice dated May 6, 2016, were passed by the Members by requisite majority.

For **PRIME URBAN DEVELOPMENT INDIA LIMITED**



**PURUSOTTAMDAS PATODIA**  
**CHAIRMAN & MANAGING DIRECTOR**  
**DIN: 00032088**



S.RAMANATHAN  
CHARTERED ACCOUNTANT  
Membership No.019532

DOOR NO.10, FIRST FLOOR,  
STANES ROAD-FIRST STREET,  
Odakkadu, TIRUPUR-641602

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### Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]

The Chairman  
PRIME URBAN DEVELOPMENT INDIA LIMITED

79<sup>th</sup> Annual General Meeting of the Members of Prime Urban Development India Limited ("The Company") held on Wednesday, 10th August, 2016 at 3.00 p.m. at 110, Avanashi Road, Gandhi Nagar Post, Tirupur-641 603, Tamil Nadu, India.

Dear Sir,

I, S.RAMANATHAN, Chartered Accountant, Door No.10, First Floor, Stanes Road-First Street, Odakkadu, Avanashi Road, Tirupur-641602 appointed by the Board of Directors of the Company at the Meeting held on 6<sup>th</sup> May, 2016 to act as the Scrutinizer in terms of Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing the process of remote e-voting and ballot-voting at the 79<sup>th</sup> Annual General Meeting (AGM) of the Company in respect of the Resolutions for approval at the said AGM, do hereby submit my reports as follows:-

1. All the Resolutions for approval at the AGM were transacted through remote e-voting and also ballot-voting at the AGM venue, for which purpose the Board of Directors of the Company engaged the services of Central Depository Services (India) Limited (CDSL).
2. Members whose names were recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e. 3<sup>rd</sup> August, 2016 were entitled to cast their votes by remote e-voting or ballot-voting at the AGM venue.
3. Voting through remote e-voting commenced at 9.00 a.m. on 7<sup>th</sup> August, 2016 and ended at 5.00 p.m. on 9<sup>th</sup> August, 2016.
4. In respect of those Members present at the AGM who did not cast their votes by remote e-voting prior to the AGM, facility of ballot-voting was provided at the AGM venue.



5. After the conclusion of ballot-voting at the AGM venue, the votes cast through ballot-voting at the AGM venue and remote e-voting were unblocked on the same day at 4.00 p.m.
6. Based on the reports generated from CDSL's e-voting website [www.evoting.com](http://www.evoting.com), which I have scrutinized, the consolidated results of voting are reported as follows:

**ORDINARY BUSINESS**

**Item No.1- Ordinary Resolution**

Adoption of audited Financial Statements (including audited Consolidated Financial Statements) of the Company for the Financial Year ended 31<sup>st</sup> March, 2016, together with the Reports of the Board of Directors and the Auditors thereon.

	Remote e-voting		Ballot voting at the AGM venue		Consolidated voting results		
	Number of Members who Voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which voted cast	Percentage of votes to total number of valid votes cast
Voted in favor of the resolution	17	1,90,30,720	16	1,31,250	33	1,91,61,970	100%
Voted against the resolution	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Invalid votes	Nil	Nil	Nil	Nil	Nil	Nil	Nil



**Item No.2-Ordinary Resolution:**

**Declaration of Final dividend on equity shares of the Company for the Financial Year ended 31<sup>st</sup> March,2016.**

	Remote e-voting		Ballot-voting at the AGM venue		Consolidated voting results		
	Number of Members who Voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which voted cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	17	1,90,30,720	16	1,31,250	33	1,91,61,970	100%
Voted against the resolution	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Invalid votes	Nil	Nil	Nil	Nil	Nil	Nil	Nil





**Item No.3-Ordinary Resolution**

**Appointment of Mr. Thirugnanam Paul Sugumaran (DIN :01875775) who retires by rotation and being eligible, offers himself for re-appointment:**

	Remote e-voting		Ballot-voting at the AGM venue		Consolidated voting results		
	Number of Members who Voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which voted cast	Percentage of votes to total number of valid votes cast
Voted in favor of the resolution	17	1,90,30,720	16	1,31,250	33	1,91,61,970	100%
Voted against the resolution	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Invalid votes	Nil	Nil	Nil	Nil	Nil	Nil	Nil



**Item No.4 – Ordinary Resolution**

Ratification of the appointment of M/s. M.S. Jagannathan & Visvanathan, Chartered Accountants (Registration No.0012096) as Statutory Auditors of the Company for the Financial Year 2016-17 and to fix their remuneration.

	Remote e-voting		Ballot-voting at the AGM venue		Consolidated voting results		
	Number of Members who Voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which voted cast	Percentage of votes to total number of valid votes cast
Voted in favor of the resolution	17	1,90,30,720	16	1,31,250	33	1,91,61,970	100%
Voted against the resolution	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Invalid votes	Nil	Nil	Nil	Nil	Nil	Nil	Nil



**Item No.5 – Special Resolution**

**Adoption of new set of Articles of Association of the Company:**

	Remote e-voting		Ballot-voting at the AGM venue		Consolidated voting results		
	Number of Members who Voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which voted cast	Percentage of votes to total number of valid votes cast
Voted in favor of the resolution	17	1,90,30,720	16	1,31,250	33	1,91,61,970	100%
Voted against the resolution	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Invalid votes	Nil	Nil	Nil	Nil	Nil	Nil	Nil



Item No.6 – Special Resolution

Approval for keeping the statutory registers and other secretarial records of the Company at a place other than the Registered Office of the Company:

	Remote e-voting		Ballot-voting at the AGM venue		Consolidated voting results		
	Number of Members who Voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which voted cast	Percent age of votes to total number of valid votes cast
Voted in favour of the resolution	17	1,90,30,720	16	1,31,250	33	1,91,61,970	100%
Voted against the resolution	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Invalid votes	Nil	Nil	Nil	Nil	Nil	Nil	Nil

Yours Faithfully,

(S.RAMANATHAN)  
SCRUTINIZER

Place:Tirupur  
Date:12.08.2016

**S.RAMANATHAN B.COM.F.C.A.A.C.S**  
Chartered Accountant, Auditor  
No.10, First Floor,  
Stanes Road - First Street,  
Avinashi Road, Odakkadu,  
TIRUPUR - 641 602.  
M.No : 019532