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Date: April 26, 2017

To,  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai - 400 001.  
**Scrip Code: 521149**

Dear Sirs,

**Sub: Certificate under Regulation 40(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Regulations") for the half year ended March 31, 2017**

Please find enclosed herewith a certificate under regulation 40(9) of the SEBI Regulations, obtained from Dr. S. K. Jain, Practicing Company Secretary for the half year ended March 31, 2017.

This may please be considered as compliance in terms of the provisions of Regulation 40(10) of the SEBI Regulations.

Kindly take the same on record and acknowledge the receipt.

Thanking You,

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

**Krunal Shah**  
**Senior Manager- Legal and Company Secretary**



**Encl.: as above**

**PRIME URBAN®**  
DEVELOPMENT INDIA LTD.


Registered Office : 110, Avanashi Road, Gandhinagar P.O., Tirupur - 641 603 (T.N.)  
Ph. : (0) 91-421-4307800, 2470065, 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 / www.primeurban.in

**CERTIFICATE UNDER REGULATION 40(9) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 FOR THE HALF YEAR ENDED 31<sup>ST</sup> MARCH 2017**

I have examined all Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating to **PRIME URBAN DEVELOPMENT INDIA LIMITED, (the "Company")** having its Registered Office at 110, Avanashi Road, Gandhi Nagar Post, Tirupur - 641 603, Tamil Nadu maintained by **S.K.D.C. Consultants Limited**, Registrar and Share Transfer Agents of the Company having its Office at Kanapathy Towers, 3rd Floor, 1391/A-1, Sathy Road, Ganapathy, Coimbatore, Tamil Nadu - 641 006 pertaining to transfer of Equity Shares of the Company for the period from **1<sup>st</sup> October, 2016 to 31<sup>st</sup> March, 2017** for the purpose of issuing a Certificate as per Regulation 40(9) of the SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 for and on behalf of the Company to BSE Limited, where the Equity Shares of the Company are listed and based on the information provided by the Registrar to the Company, I hereby certify that:

- A.) The Company has delivered during the half year ended on 31st March, 2017, Share Certificate(s) relating to the transfer and transmission of Share received during the period from **1<sup>st</sup> October, 2016 to 31<sup>th</sup> March, 2017** as entered in the Memorandum of Transfers within thirty days from the respective date of lodgment of each deed excepting those rejected on technical ground.
- B.) There were no requests relating to sub-division, consolidation, renewal, exchange or endorsement of calls/allotment monies received during the period from **1st October, 2016 to 31<sup>th</sup> March, 2017**.

**S. K. Jain & Co.**  
**Practicing Company Secretaries**

  
**S. K. Jain**  
**Proprietor**  
**C.P. No. 3076**



**Date: 26<sup>th</sup> April, 2017**  
**Place: Mumbai**