

Compliance Report on Corporate Governance

Name of the Company: Prestige Estates Projects Limited

Quarter ending on: 31 December 2010

(Effectively from the date of listing i.e. 27 October 2010 to 31 December 2010)

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
<i>I. Board of Directors</i>	49I		
(A) Composition of Board	49(IA)	Yes	
(B) Non-executive Directors' compensation & disclosures	49 (IB)	Yes	
(C) Other Provisions as to Board and Committee	49 (IC)	Yes	
(D) (i) Code of Conduct	49 (ID)(i)	Yes	
(D) (ii) Affirming Compliance of Code of Conduct	49 (ID) (ii)	Yes	
<i>II. Audit Committee</i>	49 (II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	
(B) Meeting of Audit Committee	49 (IIB)	Yes	
(C) Powers of Audit Committee	49 (IIC)	Yes	
(D) Role of Audit Committee	49 II(D)	Yes	
(E) Review of Information by Audit Committee	49 (IIE)	Yes	
<i>III. Subsidiary Companies</i>	49 (III)	Yes	




Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
IV. Disclosures	49 (IV)		
(A) Basis of related party transaction	49 (IVA)		Will be complied at the Annual General Meeting
(B) Disclosure of Accounting Treatment	49 (IV B)		
(C) Board Disclosures	49 (IVC)		
(D) Proceeds from public issues, right issues, preferential issues etc.	49 (IVD)		
(E) Remuneration of Directors	49 (IVE)		
(F) Management	49 (IVF)		
(G) Shareholders	49 (IVG)		
V. CEO/CFO Certification	49 (V)		
VI. Report on Corporate Governance	49 (VI)		Will be complied in the next Annual Report
VII. Compliance	49 (VII)		

Note:

- The details under each head shall be provided to incorporate all the information required as per the provisions of the Clause 49 of the Listing Agreement.
- In the column No.3, compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the Clause 49 I of the Listing Agreement, "Yes" may be indicated. Similarly, in case the company has no related party transactions, the words "N.A." may be indicated against 49 (IV A).
- In the remarks column, reasons for non-compliance may be indicated, for example, in case of requirement related to circulation of information to the shareholders, which would be done only in the AGM/EGM, it might be indicated in the "Remarks" column as – "will be complied with at the AGM". Similarly, in respect of matters which can be complied with only where the situation arises, for example, "Report on Corporate Governance" is to be a part of Annual Report only, the words "will be complied in the next Annual Report" may be indicated.

For **PRESTIGE ESTATES PROJECTS LIMITED**

Salitha Sri

COMPANY SECRETARY

