


**Report on Corporate Governance for the quarter ending on: 31-March-2014**

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
<b>I. Board of Directors</b>	49 I	-	-
(A) Composition of Board	49 I A	Yes	There are 7 directors in the Company among whom 4 are Independent Directors. There is no change in the
(B) Non-executive Director's Compensation and disclosures	49 I B	Yes	Non-executive directors are not paid any remuneration other than the sitting fee
(C) Other provisions as to Board and Committees	49 I C	Yes	The Board has met once in the quarter Jan-March 2014. No director is a member in committees exceeding
(D) Code of Conduct	49 I D	NA	Yearly confirmation has been received
<b>II. Audit Committee</b>	49 II	-	-
(A) Qualified and Independent Audit Committee	49 II A	Yes	Audit committee consists of 4 directors, among whom 3 are independent directors. Chairman is an
(B) Meeting of Audit Committee	49 II B	Yes	Audit committee met on 04.02.2014. All the members of the committee were present at the meeting
(C) Powers of Audit Committee	49 II C	Yes	-
(D) Role of Audit Committee	49 II D	Yes	-
(E) Review of Information by Audit Committee	49 II E	Yes	-
<b>III. (I) Subsidiary Companies</b>	49 III	NA	There is no material subsidiary company

For PRESTIGE ESTATES PROJECTS LIMITED

  
Company Secretary

IV. Disclosures	49 IV	-	-
(A) Basis of related party transactions	49 IV A	Yes	Complied at the audit committee meeting
(B) Disclosure of Accounting treatment	49 IV B	Yes	-
(C) Board disclosures	49 IV C	Yes	-
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 IV D	NA	-
(E) Remuneration of Directors	49 IV E	Yes	-
(F) Management	49 IV F	Yes	-
(G) Shareholders	49 IV G	Yes	-
V. (V) CEO/CFO Certification	49 V	Yes	-
VI. (I) Report on Corporate Governance	49 VI	Yes	-
VII. (I) Compliance	49 VII	Yes	-

**FOR PRESTIGE ESTATES PROJECTS LIMITED**



**MEDHA GOKHALE**  
**COMPANY SECRETARY & COMPLIANCE OFFICER**