

## COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. NAME OF LISTED ENTITY: HUBTOWN LIMITED

2. QUARTER ENDING: June 30, 2017

I. COMPOSITION OF BOARD OF DIRECTORS								
Title	Name of the Director	PAN & DIN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	Date of appointment in the current term / Cessation	Tenure (for independent directors only)	No. of Directorship in listed entities including this entity	No. of memberships in Audit / Stakeholder Committee(s) including this listed entity	No. of post of Chairperson in Audit / Stakeholder Committee held in listed entities
Same as previous quarter								

II. COMPOSITION OF COMMITTEES		
Name of Committee	Name of Committee Members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)
1. AUDIT COMMITTEE	Same as previous quarter	
2. NOMINATION AND REMUNERATION COMMITTEE		
3. RISK MANAGEMENT COMMITTEE		
4. STAKEHOLDERS' RELATIONSHIP COMMITTEE		

III. MEETING OF BOARD OF DIRECTORS		
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive meetings (in number of days)
January 02, 2017	May 29, 2017	104
February 13, 2017	June 30, 2017	31

IV. MEETING OF COMMITTEES			
Date(s) of Meeting of the Committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of Meeting of the Committee in the previous quarter	Maximum gap between any two consecutive (in number of days) meetings
AUDIT AND COMPLIANCE COMMITTEE			
		January 02, 2017	-
May 29, 2017	Quorum was present.	February 13, 2017	104
June 30, 2017	Quorum was present.	-	31



V	RELATED PARTY TRANSACTIONS	
	Subject	Compliance Status (Yes / No/ NA)
	Whether prior approval of the Audit Committee obtained	Yes – Approval of the Audit and Compliance Committee was obtained for entering into related party transactions.
	Whether shareholder approval obtained for material related party transaction	Yes – Shareholders' approval has been obtained for the related party transactions entered into by the Company.
	Whether details of related party transactions entered into pursuant to omnibus approval have been reviewed by Audit Committee	N. A.

VI	AFFIRMATIONS	
1	The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Yes
2	The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015: a. Audit Committee b. Nomination and Remuneration Committee c. Stakeholders' Relationship Committee d. Risk Management Committee	Yes
3	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Yes
4	The meetings of the Board of Directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Yes
5	<del>This report and/or</del> The report submitted in the previous quarter has been placed before the Board of Directors.	Yes
	<p>For Hubtown Limited</p> <p><i>Chetan S. Mody</i></p> <p>Chetan S. Mody Company Secretary</p> <p>Mumbai : July 08, 2017</p> 	