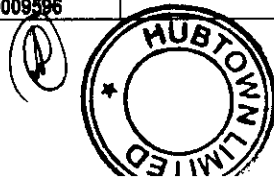


COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. NAME OF LISTED ENTITY: HUBTOWN LIMITED
2. QUARTERLY/HALF YEARLY/ YEAR ENDING: September 30, 2019

I. COMPOSITION OF BOARD OF DIRECTORS												
Title	Name of the Director	PAN & DIN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	Initial Date of appointment	Date of reappointment	Date of cessation	Tenure (for independent directors only)	Date of birth	No. of directorship in listed entities including this listed entity	No. of independent directorship in listed entities including this listed 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 including this listed entity
Mr.	Hemant M. Shah	PAN : AAHPS2340E DIN : 00009659	Executive Chairperson	01-01-2012	29-09-2016	NA	NA	20-05-1953	1	NA	NA	NA
Mr.	Abhijit Datta	PAN : AEPPD1508P DIN : 00790029	Independent	07-11-2012	25-09-2019	NA	5 years	01-06-1949	3	3	3	2
Mr.	Sunil C. Shah	PAN : AAKPS0962K DIN : 06947244	Independent	14-08-2014	25-09-2019	NA	5 years	29-09-1959	1	1	2	1
Mr.	Maheesh Kuvadla	PAN : AAMPK9674Q DIN : 07195042	Independent	25-09-2019	NA	NA	5 years	01-11-1953	3	3	5	1
Mrs.	Priti K. Shah	PAN : ANDPS3337C DIN : 01880436	Non-Executive Director	30-10-2017	NA	NA	N. A.	23-11-1970	1	NA	1	NA
Mr.	Vyomesh M. Shah	PAN : AAHPS2338C DIN : 00009596	Managing Director Executive	30-11-2006	29-09-2016	NA	N. A.	15-11-1959	1	NA	1	NA

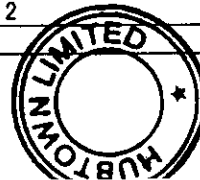


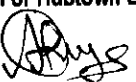

COMPOSITION OF COMMITTEES						
Name of Committee	Whether regular chairperson appointed	Name of Committee Members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	Date of Appointment	Date of Cessation	
1. AUDIT COMMITTEE	Yes	Mr. Abhijit Datta	Chairperson – Independent	20-05-2013	NA	
		Mr. Sunil C. Shah	Member – Independent	14-08-2014	NA	
		Mr. Mahesh Kuvadia	Member-Non-Executive Independent	12-06-2019	NA	
		Mr. Vyomesh M. Shah	Member – Executive	07-04-2006	NA	
2. NOMINATION AND REMUNERATION COMMITTEE	Yes	M. Abhijit Datta	Chairperson – Independent	20-05-2013	NA	
		Mr. Sunil C. Shah	Member – Independent	14-08-2014	NA	
		Mrs. Priti K. Shah	Member – Non-Executive	12-11-2017	NA	
		Mr. Hemant M. Shah	Member – Executive	14-08-2014	NA	
3. STAKEHOLDERS' RELATIONSHIP COMMITTEE	Yes	Mr. Sunil C. Shah	Chairperson – Independent	14-08-2014	NA	
		Mr. Hemant Shah	Member – Executive	15-04-2019	NA	
		Mrs. Priti K. Shah	Member – Non-Executive	14-08-2014	NA	

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	Whether requirement of Quorum met	Number of Directors Present	Number of independent directors present	Maximum gap between any two consecutive (in number of days) meetings	
June 12, 2019	July 05, 2019	yes	5	2	22	
May 25, 2019	August 14, 2019	yes	5	2	39	
April 15, 2019	September 24, 2019	yes	6	3	40	

IV MEETING OF COMMITTEES						
Date(s) of Meeting of the Committee in the relevant quarter	Whether requirement of Quorum met	Number of Directors Present	Number of Independent directors present	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						
July 05, 2019	Yes	3	2	May 28, 2019	37	
August 14, 2019	Yes	3	2		39	
NOMINATION AND REMUNERATION COMMITTEE						
September 24, 2019	Yes	4	2	June 12, 2019 May 28, 2019	103	

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V		RELATED PARTY TRANSACTIONS	Compliance Status (Yes / No/ NA)
		Subject	
		Whether prior approval of the Audit Committee obtained	NA
		Whether shareholder approval obtained for material related party transaction*	NA
		Whether details of related party transactions entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA
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(NA)	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	This report and/or The report submitted in the previous quarter has been placed before the Board of Directors.	Yes	
For Hubtown Limited			
 Amit Vyas Company Secretary Mumbai : October 09, 2019			

ANNEXURE III

Broad heading	Regulation Number	Compliance status (Yes/No/NA) refer note below
<i>Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website</i>	46(2)	Yes
<i>Presence of Chairperson of Audit Committee at the Annual General Meeting</i>	18(1)(d)	Yes
<i>Presence of Chairperson of the Nomination and Remuneration Committee at the annual general meeting</i>	19(3)	Yes
<i>Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting</i>	20(3)	Yes
<i>Whether "Corporate Governance Report" disclosed in Annual Report</i>	34(3) read with Para C of Schedule V	Yes

Note

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
2. If status is "No" details of non-compliance may be given here.
3. If the Listed Entity would like to provide any other information the same may be indicated here.

For Hubtown Limited



Amit Vyas
Company Secretary



Mumbai : October 09, 2019