



PRIME URBAN DEVELOPMENT INDIA LIMITED

(Formerly Prime Textiles Limited)
(A Government Recognised Star Export House)
Regd. Office : 110 Avinashi Road, Gandhinagar P.O., TIRUPUR-641 603

NOTICE

NOTICE is hereby given that the SEVENTY THIRD Annual General Meeting of the Members of PRIME URBAN DEVELOPMENT INDIA LIMITED will be held at the Registered Office of the company at 110 Avinashi Road, TIRUPUR-641 603, Tamilnadu on Thursday, the 30th December 2010 at 4.00 p.m. to transact the following business:

AS ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2010 and the Profit and Loss Account for the year ending 31st March 2010, together with the Reports of the Directors and the Auditors' Report thereon
2. To appoint a Director in place of Mr. N.K. Bafna who retires by rotation and being eligible, offers himself for reappointment
3. To appoint Auditors and fix their remuneration

AS SPECIAL BUSINESS

4. To consider and if thought fit, to pass with or without modification the following resolution as an Ordinary Resolution:

"RESOLVED that Mr. B.K. Srinivasa Ragavan, who was appointed as an Additional Director in terms of Section 260 of the Companies Act, 1956 and holds such office until this Annual General Meeting be and is hereby appointed as a Director of the Company liable to retire by rotation".

By Order of the Board

Place : Tirupur
Date : 12.11.2010

S.Rengasamy
Company Secretary

NOTES FOR THE MEMBERS' ATTENTION

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and such proxy need not be a member of the company. The instrument appointing proxy should however be deposited at the Registered Office of the company not less than 48 hours before the commencement of the meeting.
2. An Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956 relating to the Special Business to be transacted at the meeting is annexed hereto and forms part of this Notice.
3. The Register of Members and Share Transfer Books of the company will remain closed from 16th December 2010 to 30th December 2010 (both days inclusive)
4. Pursuant to Section 205A of the Companies Act, 1956, all unclaimed/unpaid dividends upto the Financial Year ended 31st March 2003 which were remaining unpaid or unclaimed for a period of seven years have been transferred by the Company to the Investors Education and Protection Fund of the Central Government (the "Fund"). The dividends remaining unpaid or unclaimed for the Financial Year ended 31st March 2004 and thereafter shall similarly on expiry of the prescribed period of seven years also be transferred to the fund.

Shareholders, who have so far not encashed the dividend warrant(s) for the Financial Year ended 31st March 2004 or for any financial years subsequent thereto, are requested to immediately forward the same to the company for revalidation.

Also note that no claim shall lie against the said Fund or the company in respect of any amounts which were unclaimed and unpaid for a period of 7 (seven) years from the date that they first became due for payment and no payment shall be made in respect of any such claim.

5. Members are requested to notify the change of address, if any, with Pin Code quoting reference to their folio number immediately to the Registrar.
6. Shareholders are requested to note the Company's Registrars and Share Transfer Agents for physical shares. M/s SKDC Consultants Limited (SKDC), Kanapathy Towers 3rd Floor, 1391/1 Sathy Road, Ganapathy, Coimbatore-641 006. SKDC is also having a depository interface of the company with both NSDL and CDSL.
7. Re-appointment of Directors
At the ensuing Annual General Meeting Mr. N.K. Bafna retires by rotation and being eligible, offer for re-appointment. The information or details pertaining to the said Director to be provided in terms of Clause 49 of the Listing Agreement with the Stock Exchanges are furnished in the statement on Corporate Governance published in this Annual Report.

By Order of the Board

Place : Tirupur
Date : 12.11.2010

S.Rengasamy
Company Secretary

PRIME URBAN DEVELOPMENT INDIA LIMITED

EXPLANATORY STATEMENT UNDER SECTION 173(2) OF THE COMPANIES ACT, 1956

RESOLUTION AT ITEM NO.4

Mr.B.K.Srinivasa Ragavan was appointed by the Board of Directors in their meeting held on 10th July 2010 as a Director liable to retire by rotation. As per the provisions of Section 260 of the Companies Act, 1956 and Article 93 of the Articles of Association of the Company, he holds office until the ensuing Annual General Meeting. Notice u/s 257 of the Companies Act, 1956 has been received from a member signifying his intention to propose his candidature for the office of the Director at the forthcoming Annual General Meeting. Mr. B.K. Srinivasa Ragavan is a Chartered Accountant with 36 years of post-qualification experience, out of which he has served with this Company for 30 years including as a Whole-time Director to be incharge of Finance and Administration. The Board of Directors consider it in the interest of the company that he be appointed in availing benefit of his valuable experience for the Company and therefore, recommends this resolution for your approval.

Except Mr. B.K. Srinivasa Ragavan himself, none of the other Directors of the Company are interested in the resolution.

By Order of the Board

S. Rengasamy
Company Secretary

Place : Tirupur
Date : 12.11.2010

Details of Directors seeking appointment/re-appointment in the forthcoming Annual General Meeting:

Mr. N.K.Bafna

Date of Birth : 03.07.1939

Date of appointment : 26.08.1994

Expertise in specific functional areas : Versatile experience stretching to over 4 decades in the field of Taxation, Accounts, Auditing and Corporate Management. He is a Chartered Accountant.

No. of shares held

Nil

List of companies in which Directorship held with other companies

Public Companies	Private companies
GTN Textiles Limited Patspin India Limited National Collateral Management Services Limited	Nil

Partner in Firms	Other Positions
Lodha & Co.	Nil

Mr. B.K. Srinivasa Ragavan

Date of Birth : 24.09.1948

Date of appointment : 10.07.2010

Expertise in specific functional areas : Versatile experience stretching to over 3 decades in several capacities in the fields of Finance and Administration of this Company. He is a Chartered Accountant.

No. of shares held

22750

List of companies in which Directorship held with other companies

Public Companies	Private companies
Nil	Thirupur Suriya Textiles Private Limited Tiruppur Surya Hitech Apparels Private Limited

Partner in Firms	Other Positions
Nil	Nil