

Prozone Capital Shopping Centres Limited
SHAREHOLDING PATTERN
AS ON 31.03.2013

1(a) Statement showing Shareholding Pattern

Name of the Company: Prozone Capital Shopping Centres Limited
Scrip Code: NSE:PROZONECSC BSE: 534675
Name of Scrip: Equity Share of Rs. 2/- each
Class of Securities: Equity Shares
Quarter Ended: As on 31.03.2013

| Partly Paid-up shares | No. of Partly Paid-up shares | As a % of total no. of partly paid-up shares | As a % of total no. of shares of the Company |
|--|---|---|--|
| Held by promoter / promoter group | 0 | 0 | 0 |
| Held by public | 0 | 0 | 0 |
| Total | 0 | 0 | 0 |
| Outstanding convertible securities | No. of outstanding securities | As a % of total no. of outstanding convertible securities | As a % of total no. of shares of the Company, assuming full conversion of the convertible securities |
| Held by promoter / promoter group | 0 | 0 | 0 |
| Held by public | 0 | 0 | 0 |
| Total | 0 | 0 | 0 |
| Warrants | No. of warrants | As a % of total no. of warrants | As a % of total no. of shares of the Company, assuming full conversion of warrants |
| Held by promoter / promoter group | 0 | 0 | 0 |
| Held by public | 0 | 0 | 0 |
| Total | 0 | 0 | 0 |
| Total paid-up capital of the company, assuming full conversion of warrants and convertible securities | Rs. 30,52,05,766/- (15,26,02,883 Equity Shares of Rs. 2/- Each) | | |

SHAREHOLDING PATTERN OF PROZONE CAPITAL SHOPPING CENTRES LIMITED - AS ON 31ST MARCH, 2013

| Category Code | Category of shareholder | Number of shareholders | Total number of shares | Number of shares held in dematerialized form | Total shareholding as a % of total number of shares | | Shares pledged or otherwise encumbered | |
|---------------|---|------------------------|------------------------|--|---|-------------------|--|-----------------------|
| | | | | | As a % of (A+B) | As a % of (A+B+C) | No. of Shares | As a % |
| (I) | (II) | (III) | (IV) | (V) | (VI) | (VII) | (VIII) | (IX)= (VIII)/(IV)*100 |
| (A) | Promoter and Promoter's Group | | | | | | | |
| (1) | Indian | | | | | | | |
| (a) | Individuals/ Hindu Undivided Family | 17 | 37,187,471 | 37,187,471 | 24.37 | 24.37 | 0 | 0.00 |
| (b) | Central Government/ State Government(s) | 0 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| (c) | Bodies Corporate | 1 | 250,000 | 250,000 | 0.16 | 0.16 | 0 | 0.00 |
| (d) | Financial Institutions/ Banks | 0 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| (e) | Any Other | | | | | | | |
| (e-i) | Limited Liability Partnership | 3 | 15,904,778 | 15,904,778 | 10.42 | 10.42 | 500000 | 3.14 |
| | Sub-Total (A)(1) | 21 | 53,342,249 | 53,342,249 | 34.95 | 34.95 | 500,000 | NA |
| (2) | Foreign | | | | | | | |
| (a) | Individuals (Non-Resident Individuals/ Foreign Individuals) | 0 | 0 | 0 | 0.00 | 0.00 | 0 | 0 |
| (b) | Bodies Corporate | 0 | 0 | 0 | 0.00 | 0.00 | 0 | 0 |
| (c) | Institutions | 0 | 0 | 0 | 0.00 | 0.00 | 0 | 0 |
| (d) | Any Other (specify) | 0 | 0 | 0 | 0.00 | 0.00 | 0 | 0 |
| | Sub-Total (A)(2) | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2) | 21 | 53,342,249 | 53,342,249 | 34.95 | 34.95 | 500000 | NA |
| (B) | Public Shareholding | | | | | | | |
| (1) | Institutions | | | | | | | |
| (a) | Mutual Funds/ UTI | 0 | 0 | 0 | 0.00 | 0.00 | - | - |
| (b) | Financial Institutions/ Banks | 2 | 722,398 | 722,398 | 0.47 | 0.47 | - | - |
| (c) | Central Government/ State Government(s) | 0 | 0 | 0 | 0.00 | 0.00 | - | - |
| (d) | Venture Capital Funds | 0 | 0 | 0 | 0.00 | 0.00 | - | - |
| (e) | Insurance Companies | 0 | 0 | 0 | 0.00 | 0.00 | - | - |
| (f) | Foreign Institutional Investors/ FFI ³ | 15 | 16,114,972 | 16,114,972 | 10.56 | 10.56 | - | - |
| (g) | Foreign Venture Capital Investors | 0 | 0 | 0 | 0.00 | 0.00 | - | - |
| (h) | Any Other (specify) | 0 | 0 | 0 | 0.00 | 0.00 | - | - |
| | Sub-Total (B)(1) | 17 | 16,837,370 | 16,837,370 | 11.03 | 11.03 | NA | NA |

| Category Code | Category of shareholder | Number of shareholders | Total number of shares | Number of shares held in dematerialized form | Total shareholding as a % of total number of shares | | Shares pledged or otherwise encumbered | |
|---------------|---|------------------------|------------------------|--|---|-------------------|--|-----------------------|
| | | | | | As a % of (A+B) | As a % of (A+B+C) | No. of Shares | As a % |
| (I) | (II) | (III) | (IV) | (V) | (VI) | (VII) | (VIII) | (IX)= (VIII)/(IV)*100 |
| (2) | Non-institutions | | | | | | | |
| (a) | Bodies Corporate | 504 | 7,514,054 | 7,514,054 | 4.92 | 4.92 | - | - |
| (b) | Individuals - | | | | | | | |
| | i. Individual shareholders holding nominal share capital up to Rs. 1 lakh. | 32,158 | 13,722,197 | 13,708,180 | 8.99 | 8.99 | - | - |
| | ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh. | 34 | 14,354,772 | 14,234,597 | 9.41 | 9.41 | - | - |
| (c) | Any Other (specify) | | | | | | | |
| (c-i) | Clearing Members | 141 | 1,949,994 | 1,949,994 | 1.28 | 1.28 | - | - |
| (c-ii) | Non-resident Indians | 468 | 886,459 | 886,459 | 0.58 | 0.58 | - | - |
| (c-iii) | Foreign Companies ³ | 1 | 43,995,788 | 43,995,788 | 28.83 | 28.83 | - | - |
| | Sub-Total (B)(2) | 33,306 | 82,423,264 | 82,289,072 | 54.01 | 54.01 | NA | NA |
| | Total Public Shareholding (B)= (B)(1)+(B)(2) | 33,323 | 99,260,634 | 99,126,442 | 65.05 | 65.05 | - | - |
| | TOTAL (A)+(B) | 33,344 | 152,602,883 | 152,468,691 | 100.00 | 100.00 | - | - |
| (C) | Shares held by Custodians and against which Depository Receipts have been issued | | | | | | | |
| (1) | Promoter and Promoter Group | - | - | - | - | - | - | - |
| (2) | Public | - | - | - | - | - | - | - |
| | GRAND TOTAL (A)+(B)+(C) | 33,344 | 152,602,883 | 152,468,691 | 100.00 | 100.00 | NA | NA |

Notes:

- 1) Total Non-promoter holding is 65.05 % there are no ADR/GDR issues.
- 2) Total Foreign Shareholding is 60,997,219 shares (39.97%) which includes investment made by NRI -886,459 shares (0.58%), Foreign Bodies Corporate- 43,995,788 shares (28.83%) and FII- 16,114,972 shares (10.56%)
- 3) Nailsfield Limited (NL), Mauritius is holding 49,410,788 (32.38%) shares (4,39,95,788 shares in its own name under FDI account and 54,15,000 shares in FII account.)

(l)(b) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category “Promoter and Promoter Group”

| Sr. No. | Name of the shareholder | Details of Shares held | | Encumbered shares | | | Details of warrants | | Details of convertible securities | | Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital |
|---------|---|------------------------|-----------------------------------|-------------------|-----------------------|--|-------------------------|--|---------------------------------------|--|--|
| | | Number of shares | As a % of Grand Total (A)+(B)+(C) | Number of shares | As a % | As a % of Grand Total (A)+(B)+(C) of sub clause (l)(a) | Number of warrants held | As a % of total number of warrants of the same class | Number of convertible securities held | As a % of total number of convertible securities of the same class | |
| (I) | (II) | (III) | (IV) | (V) | (VI) = (V)/(III)X 100 | (VII) | (VIII) | (IX) | (X) | (XI) | (XII) |
| 1 | NIKHIL ANUPENDRA CHATURVEDI | 10,611,995 | 6.95 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 6.95 |
| 2 | NIKHIL CHATURVEDI and SHITAL CHATURVEDI | 5,000 | 0.00 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.00 |
| 3 | SALIL ANUPENDRA CHATURVEDI | 10,295,135 | 6.75 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 6.75 |
| 4 | RAKESH RAWAT | 4,111,750 | 2.69 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 2.69 |
| 5 | DEEP SUBASH GUPTA | 5,673,445 | 3.72 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 3.72 |
| 6 | NIGAM PATEL | 2,712,830 | 1.78 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 1.78 |
| 7 | AKHIL ANUPENDRA CHATURVEDI | 2,912,830 | 1.91 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 1.91 |
| 8 | ANISHA CHATURVEDI | 144,225 | 0.09 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.09 |
| 9 | VEENA GUPTA | 70,005 | 0.05 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.05 |
| 10 | VANDANA VAIDH | 1,620 | 0.00 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.00 |
| 11 | ANISHA CHHABRA | 22,035 | 0.01 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.01 |
| 12 | GHANSHYAM RAWAT | 20,500 | 0.01 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.01 |
| 13 | PUSHPLATA RAWAT | 36,501 | 0.02 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.02 |
| 14 | BALA CHHABRA | 100,000 | 0.07 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.07 |
| 15 | SUSHANT CHHABRA | 67,300 | 0.04 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.04 |
| 16 | VIRENDRA CHHABRA | 392,300 | 0.26 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.26 |
| 17 | MEERUT FESTIVAL CITY LLP | 4,864,778 | 3.19 | 500,000 | 10.28 | 0.33 | 0 | 0.00 | 0 | 0.00 | 3.19 |
| 18 | FLORO MERCANTILE LLP ¹ | 6,240,000 | 4.09 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 4.09 |
| 19 | TOPSPEED TRADING COMPANY LLP ¹ | 4,800,000 | 3.15 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 3.15 |
| 20 | PROVOGUE (INDIA) LIMITED | 250,000 | 0.16 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.16 |
| 21 | MRS. SANTOSH SUBHASH GUPTA | 10,000 | 0.01 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.01 |
| | Total | 53,342,249 | 34.95 | 500,000 | 0.94 | 0.33 | 0 | 0.00 | 0 | 0.00 | 34.95 |

Note

- Shares are inclusive of shares lying in beneficiary accounts of Depository Participants, which could not be transferred to shareholder's account upto 31.03.2013 due to some operational reasons. The details of such shares are: Mr. Ghanshyam Rawat - 500 shares
- With effect from 29.03.2013 Promoter Companies namely Floro Mercantile Pvt. Ltd. and Topspeed Trading Company Pvt. Ltd. were converted into LLP. However the same effect were to be given effect in respective DP accounts till 31.03.2013

(l)(c)(i) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category “Public” and holding more than 1% of the total number of shares

| Sr. No. | Name of the shareholder | Number of shares held | Shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (l)(a) above} | Details of warrants | | Details of convertible securities | | Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital |
|---------|-----------------------------------|-----------------------|--|-------------------------|---|---------------------------------------|---|--|
| | | | | Number of warrants held | As a % total number of warrants of the same class | Number of convertible securities held | % w.r.t. total number of convertible securities of the same class | |
| 1 | NAILSFIELD LIMITED (Account FDI) | 43,995,788 | 28.83 | 0 | 0.0000 | 0 | 0.0000 | 28.83 |
| 2 | Nailsfield Limited- (Account FII) | 5,415,000 | 3.55 | 0 | 0.0000 | 0 | 0.0000 | 3.55 |
| 3 | SANDEEP G RAHEJA | 4,489,600 | 2.94 | 0 | 0.0000 | 0 | 0.0000 | 2.94 |
| 4 | RAKESH JHUNJHUNWALA | 3,750,000 | 2.46 | 0 | 0.0000 | 0 | 0.0000 | 2.46 |
| 5 | LO FUNDS -EMERGING CONSUMER | 2,504,793 | 1.64 | 0 | 0.0000 | 0 | 0.0000 | 1.64 |
| 6 | RAJESH R NARANG | 2,324,160 | 1.52 | 0 | 0.0000 | 0 | 0.0000 | 1.52 |
| 7 | ACACIA PARTNERS, LP | 2,243,375 | 1.47 | 0 | 0.0000 | 0 | 0.0000 | 1.47 |
| Total | | 64,722,716 | 42.41 | 0 | 0.0000 | 0 | 0.0000 | 42.41 |

(l)(c)(ii) Statement showing holding of securities (including shares, warrants, convertible securities) of persons (together with PAC) belonging to the category “Public” and holding more than 5% of the total number of shares of the company

| Sr. No. | Name(s) of the shareholder(s) and the Persons Acting in Concert (PAC) with them | Number of shares | Shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (l)(a) above} | Details of warrants | | Details of convertible securities | | Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital |
|---------|---|------------------|--|-------------------------|---|---------------------------------------|--|--|
| | | | | Number of warrants held | As a % total number of warrants of the same class | Number of convertible securities held | % w.r.t total number of convertible securities of the same class | |
| 1 | NAILSFIELD LIMITED (including shares holding through FII) | 49,410,788 | 32.38 | 3 | 0.0000 | 0 | 0.0000 | 32.38 |
| Total | | 49,410,788 | 32.38 | 0 | 0.0000 | 0 | 0.0000 | 32.38 |

(I)(d) Statement showing details of locked-in shares

| Sr. No. | Name of the shareholder | Number of locked-in shares | Locked-in shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above} | Promoter/Promoter Group/Public |
|---------|---------------------------------|----------------------------|--|--------------------------------|
| 1 | Nailsfield Limited ¹ | 37,995,788 | 24.90 | Public-Foreign Company |
| | Total | | | |

(II)(a) Statement showing details of Depository Receipts (DRs)

| Sr. No. | Type of outstanding DR (ADRs, GDRs, SDRs, etc.) | Number of outstanding DRs | Number of shares underlying outstanding DRs | Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above} |
|---------|---|---------------------------|---|---|
| 1 | NA | NA | NA | NA |
| | Total | 0 | 0 | 0 |

(II)(b) Statement showing Holding of Depository Receipts (DRs), where underlying shares held by 'promoter/promoter group' are in excess of 1% of the total number of shares

| Sr. No. | Name of the DR Holder | Type of outstanding DR (ADRs, GDRs, SDRs, etc.) | Number of shares underlying outstanding DRs | Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above} |
|---------|-----------------------|---|---|---|
| 1 | NA | NA | NA | NA |
| | Total | | | |

(III)(a) Statement showing the voting pattern of shareholders, if more than one class of shares/ securities is issued by the issuer:

(Give description of voting rights for each class of securities: Class X, Class Y, Class Z)

Not Applicable, as Company has only one class of security.

Note:

- 1 As per SEBI letter no. CFD/DIL/SK/PM/5102/2012 dated 31st August 2012 granting relaxation from the strict application of Rule 19(2)(b) of SCRR, the above shares have been locked in for a period of one year upto 13th September 2013 and shall be released on 14th September 2013. The shares of the Company got listed on the Stock Exchanges on 12th September 2012