

MARKET CITY RESOURCES PRIVATE LIMITED

Reg. Off.: C/o. Market City Resources Pvt. Ltd., Ground Floor, R. R. Hosiery Building, Shree Woolen Mills Estate, Dr. E Moses Road, Mahalaxmi, Mumbai - 400011. CIN: U55100MH2006PTC159544

NOTICE

NOTICE is hereby given that the Annual General Meeting of the members of **MARKET CITY RESOURCES PRIVATE LIMITED** ("the Company") will be held on Saturday, September 30, 2017 at 01.30 PM at registered office of the Company at C/o Market City Resources Private Limited, Ground Floor, R.R. Hosiery Building, Laxmi Woollen Mills Estate, Mahalaxmi, Mumbai- 400011 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet of the Company for the financial year ended March 31, 2017, Profit and Loss Statement as at that date together with the Reports of Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Harshal Vohra, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint M/s Chaturvedi & Shah, Chartered Accountants (Firm Registration Number 101720W), as Statutory Auditors of the Company for a period of five years i.e. from FY 2017-18 to FY 2021-2022 (subject to ratification of their re-appointment at every AGM).

SPECIAL BUSINESS

4. REGULARISATION OF APPOINTMENT OF MR. VINAY GOGGI AS DIRECTOR OF THE COMPANY

To consider and, if thought fit, to pass with or without modification(s), the following Resolution as an **Ordinary Resolution**:

"RESOLVED THAT Mr. Vinay Goggi (DIN: 05205685), who was appointed as an Additional Director of the Company by the Board of Directors with effect from February 9, 2017, in terms of the provisions of Section 161(1) of the Companies Act 2013 and other applicable provisions (including any modification or re-enactment thereof), if any, and whose term of Office expires at the ensuing Annual General Meeting, be and is hereby appointed as a Director of the Company whose period of office shall be liable to determination by retirement of directors by rotation."

RESOLVED FURTHER THAT Directors of the Company, be and are hereby severally authorized to update the Register of Directors and Key Managerial Persons required to be maintained under the provisions of the Companies Act, 2013 and to file the relevant e-forms and other documents with the office of the Registrar of Companies and to do all such things as may be required from time to



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time for giving effect to the above resolution regarding the appointment of directors and matters related thereto."

**By order of the Board of Directors
For Market City Resources Private Limited**



**Place : Mumbai
Date : August 8, 2017**

**Harshal Vohra
Director
DIN: 06947197**



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NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING ("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 A PROXY SHOULD, HOWEVER BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
2. Shareholders are requested to send a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the Meeting.
3. Authorised Representative of Shareholders should fill in the attendance slip for attending the Meeting.
4. The Register of Directors Shareholding shall be available for inspection at the Meeting.
5. The relative Explanatory Statement pursuant to section 102 of the Companies Act, 2013 in respect of business under Item Nos. 4 is annexed hereto.

**By order of the Board of Directors
For Market City Resources Private Limited**



**Place : Mumbai
Date : August 8, 2017**

**Harshal Vohra
Director
DIN: 06947197**



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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 4

The Board had appointed Mr. Vinay Goggi as an Additional Director on the Board of the Company with effect from February 9, 2017. Mr. Vinay Goggi holds office upto the conclusion of ensuing Annual General Meeting unless re-appointed. The said appointment requires shareholders' approval.

Pursuant to Section 152(2) of the Companies Act, 2013 and the rules made thereunder, the consent of the members of the Company in general meeting is required for appointing a director. Accordingly, this matter has been placed before the members of the Company for their approval.

BRIEF PROFILE OF MR. VINAY GOGGI

Mr. Vinay Goggi is a Chartered Accountant from the Institute of Chartered Accountants of India and Bachelor's Degree in Commerce. He has an overall experience of around 17 years in the field of finance and accounts. Presently, he is General Manager- Finance & Accounts for Phoenix Group.

The names of Companies and the Committees in which, Mr. Vinay Goggi is a Director / members are available for inspection at the Registered Office of the Company.

The proposed Resolution is in the interest of the Company and your Directors recommend the same for your approval as an Ordinary Resolution.

None of the Directors, Key Managerial Person(s) of the Company including their relatives are, in any way, concerned or deemed to be interested in the proposed Resolution.

**By order of the Board of Directors
For Market City Resources Private Limited**



**Harshal Vohra
Director
DIN: 06947197**

**Place : Mumbai
Date : August 8, 2017**



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ATTENDANCE SLIP

I/We hereby record my/our presence at the Annual General Meeting of the Company held on Saturday, September 30, 2017 at 01.30 PM at C/o Market City Resources Private Limited, Ground Floor, R.R. Hosiery Building, Laxmi Woollen Mills Estate, Mahalaxmi, Mumbai- 400011.

Name _____

Regd. Folio. No. _____ No. of Shares held _____

Client ID. No. _____ DP. ID. No. _____

Name of Proxy/Representative, if any _____

Signature of the Shareholder(s)/Proxy/Representative _____

Note: Member/ Proxy attending the Meeting must fill-in this Attendance Slip and hand it over at the entrance of the venue of this Meeting.



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Form No. MGT-11

Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: U55100MH2006PTC159544

Name of the company: Market City Resources Private Limited

Registered office: C/o. Market City Resources Pvt. Ltd., Ground Floor, R. R. Hosiery Building, Shree Woolen Mills Estate, Dr. E Moses Road, Mahalaxmi, Mumbai - 400011

Name of the Member(s)	
Address	
Email ID	
DP ID Client Id/ Folio No.	

I/We, being the member (s) of shares of the above named company, hereby appoint

1. Name:

Address:

E-mail Id:

Signature: _____ or failing him

2. Name:

Address:

E-mail Id:

Signature:....., or failing him

3. Name:

Address:

E-mail Id:

Signature:.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the company, to be held Saturday, September 30, 2017 at 01.30 PM at C/o Market City Resources Private Limited, Ground Floor, R.R. Hosiery Building, Laxmi Woollen Mills Estate, Mahalaxmi, Mumbai- 400011 and at any adjournment thereof in respect of such resolutions as are indicated below:



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Resolution No.

1. To receive, consider and adopt the Audited Balance Sheet of the Company for the financial year ended March 31, 2017, Profit and Loss Statement as at that date together with the Reports of Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Harshal Vohra, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint M/s Chaturvedi & Shah, Chartered Accountants (Firm Registration Number 101720W), as Statutory Auditors of the Company for a period of five years i.e. from FY 2017-18 to FY 2021-2022 (subject to ratification of their re-appointment at every AGM).
4. Regularisation of appointment of Mr. Vinay Goggi as director of the company

Affix Re. 1
revenue
Stamp

Signed this..... day of..... 20....

Signature of shareholder.....

Signature of Proxy holder(s).....

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

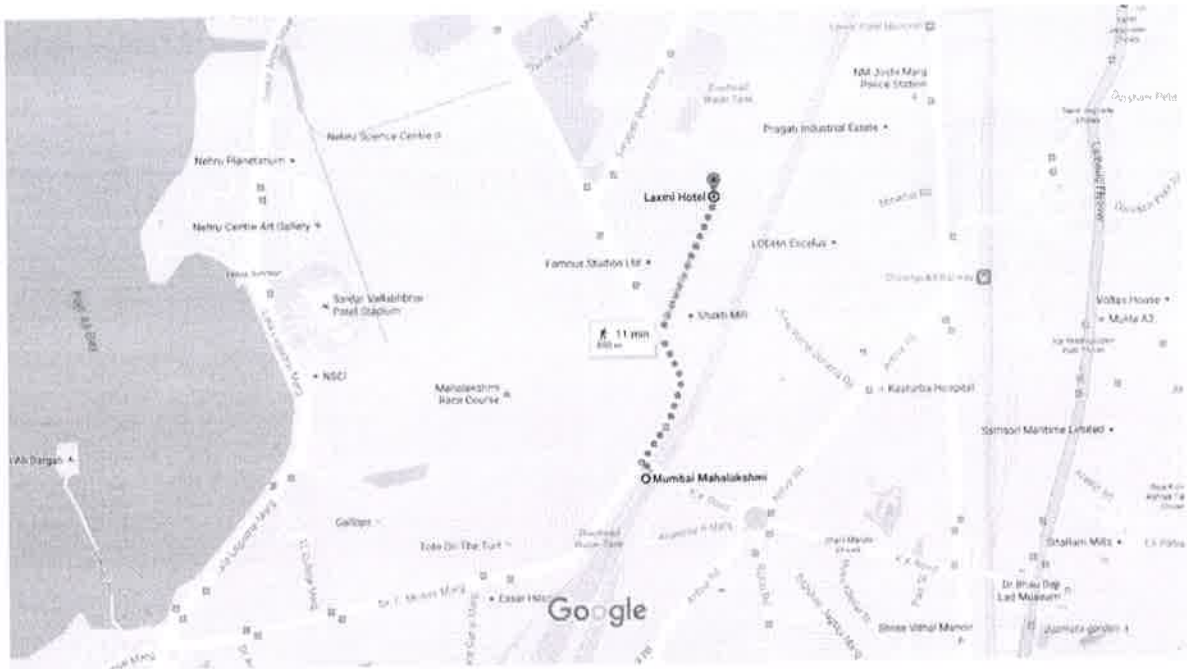


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Route map to the venue of AGM

Venue: Market City Resources Private Limited, Ground Floor, R.R. Hosiery Building, Laxmi Woollen Mills Estate, Mahalaxmi, Mumbai- 400011



Landmark: Next to Laxmi Hotel

Distance from Mahalaxmi Railway Station: 850 m



FORM NO. AOC -2
(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis.

Sl. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	-
b)	Nature of contracts / arrangements / transaction	-
c)	Duration of the contracts / arrangements / transaction	-
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	-
e)	Justification for entering into such contracts or arrangements or transactions'	-
f)	Date of approval by the Board	-
g)	Amount paid as advances, if any	-
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	-

2. Details of contracts or arrangements or transactions at Arm's length basis.

Sl. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	Gayatri Ruia by virtue of being the wife of Mr. Atul Ruia who is KMP in The Phoenix Mills Limited (Holding Company of Island Star Mall Developers Private Limited)
b)	Nature of contracts / arrangements / transaction	Consultancy Services
c)	Duration of the contracts / arrangements / transaction	February 2017 to March 2017
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Availing consultancy services of Mrs. Gayatri Ruia in the areas of interior designing and marketing and payment of consultancy fee of Rs. 2.5 Lakhs per month.
e)	Date of approval by the Board	February 9, 2016
f)	Amount paid as advances, if any	Nil



Sl. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	The phoenix mills limited
b)	Nature of contracts / arrangements / transaction	Leave & license Agreement
c)	Duration of the contracts / arrangements / transaction	July, 2017 to May, 2017
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Leave & License Agreement for the premises at Ground & Second Floor at Shree Laxmi Woollen Mills Estate, Mahalaxmi, Mumbai From 1st July, 2016 And Expiring On 31st May, 2017
e)	Date of approval by the Board	June 30, 2016
f)	Amount paid as advances, if any	Nil

**For and on behalf of the Board
For Market City Resources Private Limited**



**Harshal Vohra
Director
DIN: 06947197**



**Rajendra Kalkar
Director
DIN : 03269314**

**August 8, 2017
Place: Mumbai**



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DIRECTORS' REPORT

To
The Members,
Market City Resources Private Limited

Your Directors have pleasure in presenting Directors' Report of the Company together with the Audited Statement of Accounts for the year ended March 31, 2017.

1. FINANCIAL STATEMENTS & RESULTS

a. Financial Results

The Company's performance during the year ended March 31, 2017 as compared to the previous financial year, is summarized below:

Particulars	For the financial year ended March 31, 2017 (in Rs.)	For the financial year ended March 31, 2016 (in Rs.)
Total Income	21,00,25,400	21,08,59,258
Total Expenditure	21,97,03,574	20,48,50,285
Profit / (Loss) Before Tax	(93,92,605)	60,08,972
Tax Expenses		
• Current tax	18,79,863	37,92,903
• Deferred tax	(25,14,307)	(6,40,039)
• Excess/Short Provision	(55,153)	(322,941)
Profit / (Loss) After Tax	(87,03,007)	31,79,050

b. Operations

The Company continues to be engaged in the activities pertaining to its business support services to the other group entities. There was no change in nature of the business of the Company, during the year under review.

c. Report on performance of subsidiaries, associates and joint venture companies

During the year under review, your Company did not have any subsidiary, associate and joint venture company.



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d. Share Capital

Authorized Share Capital:

The Company has an authorized share capital of Rs. 1,00,000/- (Rupees One Lakh Only) divided into 10,000 Equity Shares of Rs.10/- each

Issued, Subscribed and Paid up Share Capital:

The Company has an Issued, Subscribed and Paid up Share Capital of Rs. 1,00,000/- (Rupees One Lakh Only) divided into 10,000 Equity Shares of Rs.10/- each

During the year, the Company has not issued shares with differential voting rights nor issued any sweat equity shares. Further, the Company has not issued any equity shares under employee's stock options scheme during the year under review.

During the year under review, there were no instances of non-exercising of voting rights in respect of shares purchased directly by employees under a scheme pursuant to Section 67(3) of the Act read with Rule 16(4) of Companies (Share Capital and Debentures) Rules, 2014.

e. Dividend

Considering the loss incurred in the current financial year, your Directors have not recommended any dividend for the financial year under review.

f. Transfer To Reserves

In view of loss incurred during the year under review, the Board of Directors has not recommended transfer of any amount to reserves.

g. Revision Of Financial Statement

There was no revision of the financial statements for the year under review.

h. Deposits

The Company has not accepted or renewed any amount falling within the purview of provisions of Section 73 of the Companies Act 2013 ("the Act") read with the Companies (Acceptance of Deposit) Rules, 2014 during the year under review. Hence, the requirement for furnishing of details of deposits which are not in compliance with the Chapter V of the Act is not applicable.



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i. Disclosures Under Section 134(3)(l) Of The Companies Act, 2013

Except as disclosed elsewhere in this report, no material changes and commitments which could affect the Company's financial position, have occurred between the end of the financial year of the Company and date of this report.

j. Disclosure of orders passed by regulators or courts or tribunal

No orders have been passed by any Regulator or Court or Tribunal which can have impact on the going concern status and the Company's operations in future.

k. Particular of contracts or arrangement with related parties

During the financial year 2016-17, all other related party transactions as per the provisions of the Companies Act, 2013 read with relevant rules framed thereunder and Accounting Standards entered into during the financial year 2016-17 were on arm's length basis and were in the ordinary course of the business.

There are no materially significant related party transactions entered into by the company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the company at large.

The details of transactions/contracts/arrangements entered by the Company with related party(ies) as defined under the provisions of Section 2(76) of the Companies Act, 2013 and Accounting Standards, during the financial year 2016-18 under review, has been furnished in notes to the financial statements.

l. Particulars of Loans, Guarantees, Investments and Securities

Full particulars of loans, guarantees, investments and securities provided during the financial year under review along with the purposes for which such loans, guarantees and securities are proposed to be utilized by the recipients thereof, has been furnished in notes to the financial statements.

2. MATTERS RELATED TO DIRECTORS AND KEY MANAGERIAL PERSONNEL

a) Board Of Directors & Key Managerial Personnel

During the year, Mr. Vinay Goggi was appointed on the Board of the Company as Additional Director w.e.f. February 9, 2017 pursuant to Section 161 of the Companies Act, 2013. The term of office of Mr. Vinay Goggi expires at the



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ensuing Annual General Meeting of the Company. The above said appointment requires shareholders' approval.

Mr. Haresh Morajkar, Mr. Pramod Rawool and Mr. Pawan Kakumanu resigned as Director of the Company w.e.f. April 15, 2016, August 5, 2016 and February 9, 2017 respectively.

Mr. Haresh Vohra who retires by rotation and being eligible, offers himself for re-appointment.

3. DISCLOSURES RELATED TO BOARD, COMMITTEES AND POLICIES

a. Board Meetings

The Board of Directors met 08 times during the financial year ended March 31, 2017 i.e. on April 15, 2016, May 12, 2016, June 30, 2016, August 5, 2016, November 8, 2016, January 27, 2017, February 9, 2017 and March 2, 2017 in accordance with the provisions of the Companies Act, 2013 and rules made thereunder.

b. Internal Control Systems

Adequate internal control systems commensurate with the nature of the Company's business and its size and complexity of operations are in place has been found to be operating satisfactorily. Internal control systems comprising of policies and procedures are designed to ensure reliability of financial reporting, timely feedback on achievement of operational and strategic goals, compliance with policies, procedure, applicable laws and regulations and that all assets and resources are acquired economically, used efficiently and adequately protected.

c. Disclosure Under Section 197(12) Of The Companies Act, 2013 And Other Disclosures As Per Rule 5 Of Companies (Appointment & Remuneration) Rules, 2014: Not Applicable

d. Payment Of Remuneration / Commission To Directors From Holding Or Subsidiary Companies:

Few of the Directors of the Company have been granted Employee Stock Options by The Phoenix Mills Limited, Holding Company during the financial year 2016-17.



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4. DIRECTOR'S RESPONSIBILITY STATEMENT

In terms of Section 134(5) of the Companies Act, 2013, in relation to the audited financial statements of the Company for the year ended March 31, 2017, the Board of Directors hereby confirms that:

- a. in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b. such accounting policies have been selected and applied consistently and the Directors made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2017 and of the profit/loss of the Company for that year;
- c. proper and sufficient care was taken for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. the annual accounts of the Company have been prepared on a going concern basis;
- e. proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively;

5. AUDITORS AND REPORTS

The matters related to Auditors and their Reports are as under:

a. Observations of Statutory Auditors on accounts for the year ended March 31, 2017

The observations made by the Statutory Auditors in their report for the financial year ended March 31, 2017 read with the explanatory notes therein are self-explanatory and therefore, do not call for any further explanation or comments from the Board under Section 134(3) of the Companies Act, 2013.

b. Ratification of Appointment of Auditors

As per the provisions Section 139 and other applicable provisions, if any, of the Companies Act, 2013, and the Rules framed thereunder, as amended from time to time, as M/s Chaturvedi & Shah are eligible to be appointed as Statutory Auditors of the Company. Hence, it has been proposed to appoint M/s Chaturvedi & Shah, Chartered Accountants, as the Statutory Auditors of the Company for a period of five years to hold office, from the conclusion of this ensuing Annual General Meeting (AGM) till the conclusion of the Annual General



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Meeting of the Company to be held for financial year 2021-2022 (subject to ratification of their re-appointment at every AGM).

Necessary resolution for appointment of the said Auditors is included in the Notice of AGM for seeking approval of members.

c. INTERNAL AUDITORS:

M/S. B.P. Chaturvedi & Company, Chartered Accountants, had offered themselves for re-appointment as Internal Auditors of the Company. M/S. B.P. Chaturvedi & Company, Chartered Accountants have been appointed as the Internal Auditors of the Company for the financial year 2017-18.

6. OTHER DISCLOSURES

Other disclosures as per provisions of Section 134 of the Act read with Companies (Accounts) Rules, 2014 are furnished as under:

a. Extract Of Annual Return

Pursuant to the provisions of Section 134(3)(a) of the Companies Act, 2013, Extract of the Annual Return for the financial year ended March 31, 2017 made under the provisions of Section 92(3) of the Act forms part of this Report as Annexure III.

b. Conservation Of Energy, Technology Absorption And Foreign Exchange Earnings And Outgo

In view of the nature of activities which are being carried on by the Company, the particulars as prescribed under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of Companies' (Accounts) Rules, 2014 regarding Conservation of Energy and Technology Absorption are not applicable to the Company.

c. FOREIGN EXCHANGE EARNINGS AND OUTGO

The details of earnings and outgo in foreign currency are given below:

Particulars	2016 -17 (In Rs.)	2015-2016 (In Rs.)
Foreign Exchange Earnings	Nil	Nil
Foreign Exchange Outgo	Nil	Nil



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7. BUSINESS RISK MANAGEMENT

The Company's management systems, organization structure, standard operating procedures governs how the Company conducts the business and manages associated risks. The identification and evaluation of the business risks in the Company is carried out by the Board.

8. SEXUAL HARASSMENT POLICY

The Company has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace and has also established an Internal Complaints Committee, as stipulated by The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and rules thereunder. During the year under review, no complaints in relation to such harassment at workplace have been reported.

9. ACKNOWLEDGEMENTS AND APPRECIATION:

Your Directors take this opportunity to thank the customers, shareholders, suppliers, bankers, business partners/associates, financial institutions and Central and State Governments for their consistent support and encouragement to the Company.

**For and on behalf of the Board
For Market City Resources Private Limited**



**Harshal Vohra
Director
DIN: 06947197**



**Rajendra Kalkar
Director
DIN : 03269314**

**August 8, 2017
Place: Mumbai**



ANNEXURE I

EXTRACT OF ANNUAL RETURN
As on financial year ended on 31st March 2017
[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies
(Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

CIN	:	U55100MH2006PTC159544
Registration Date	:	6 th February, 2006
Name of the Company	:	MARKET CITY RESOURCES PRIVATE LIMITED.
Category / Sub-Category of the Company	:	Private Limited Company
Address of the Registered office and contact details	:	C/o Market City Resources Pvt. Ltd, Ground Floor, R.R. Hosiery Bldg, Shree Luxmi Woollen Mills Estate Mahalaxmi Mumbai City MH 400011
Whether listed company	:	No
Name, Address and Contact details of Registrar and Transfer Agent, if any:	:	Not Applicable

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

Sl. No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the company
1	Business Support Activities	829	99.86%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and address of the Company	CIN / GLN	Holding subsidiary / associate	% of shares held	Applicable section
1	The Phoenix Mills Limited	L17100MH1905PLC000200	Holding	100.00	2(6)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity):

i. Category-wise Share Holding:

Category of Shareholders	No. of Shares held at the beginning of the year	No. of Shares held at the end of the year	% Change during the year



	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian	-	-	-	-	-	-	-	-	-
a) Individual/HUF	-	-	-	-	-	-	-	-	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	1,00,000	1,00,000	100	-	1,00,000	1,00,000	100	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub-total(A)(1):	-	1,00,000	1,00,000	100	-	1,00,000	1,00,000	100	-
(2) Foreign	-	-	-	-	-	-	-	-	-
a) NRIs Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
Sub-total (A)(2):	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	-	1,00,000	1,00,000	100	-	1,00,000	1,00,000	100	-
B. Public Shareholding	-	-	-	-	-	-	-	-	-
(1) Institutions	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):	-	-	-	-	-	-	-	-	-
(2) Non-Institutions	-	-	-	-	-	-	-	-	-
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding	-	-	-	-	-	-	-	-	-



nominal share capital upto Rs. 1 lakh									
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total(B)(2):	-	-	-	-	-	-	-	-	-
Total Public Shareholding (B)=(B)(1)+(B)(2)	-	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	-	1,00,000	1,00,000	100	-	1,00,000	1,00,000	100	-

ii. SHAREHOLDING OF PROMOTERS:

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the Year			
		No. of Shares	% of total Shares of the Company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	% change in share holding during the year
1.	The Phoenix Mills Limited	10,000	100.00	-	10,000	100.00	-	-

iii. CHANGE IN PROMOTERS' SHAREHOLDING): No Change

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	At the beginning of the year	-	-	-	-
	Date wise Increase/ Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/ sweat equity etc)	-	-	-	-
	At the End of the year	-	-	-	-



iv. SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS): Not Applicable

Sr. No.	Name of the shareholder	Shareholding		Date	Increase/Decrease in Shareholding	Reason	Cumulative Shareholding during the year (April 01, 2014 to March 31, 2015)	
		No. of shares at the beginning of the year	% of total shares of the Company				No. of shares	% of total shares of the Company
-	-	-	-	-	-	-	-	-

v. SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL: Not Applicable

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	For each of the Directors and KMP				
	At the beginning of the year	-	-	-	-
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc)	-	-	-	-
	At the End of the year	-	-	-	-

V. INDEBTEDNESS: NIL

Indebtedness of the Company including interest outstanding/accrued but not due for payment.

	Secured Loans	Unsecured Loans	Deposits	Total
	excluding deposits			Indebtedness
Indebtedness at the beginning of the FY 2016 - 17	3,685,297			3,685,297
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due	31,542			31,542
Total (i+ii+iii)	3,716,839			3,716,839
Change in Indebtedness during the				



year				
• Addition				
• Reduction	1,208,617	-		1,208,617
Net Change				
Indebtedness at the end of the FY 2016-17	2,508,222			2,508,222
i) i) Principal Amount				
ii) Interest due but not paid	25,988			25,988
iii) Interest accrued but not due				
Total (i+ii+iii)	2,534,210			2,534,210

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL: NIL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sl. No.	Particulars of Remuneration	Name of MD/ WTD/ Manager				Total Amount
1	Gross salary	-	-	-	-	-
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-	-
2	Stock Option	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-
4	Commission	-	-	-	-	-
	- as % of profit	-	-	-	-	-
	- others, specify	-	-	-	-	-
5	Others, please specify	-	-	-	-	-
	Total (A)	-	-	-	-	-
	Ceiling as per the Act	-	-	-	-	-

B. REMUNERATION TO OTHER DIRECTORS: NIL



Sl. No.	Particulars of Remuneration	Name of Directors				Total Amount
	1. Independent Directors	-	-	-	-	-
	Fee for attending board / committee meetings	-	-	-	-	-
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	Total (1)	-	-	-	-	-
	2. Other Non-Executive Directors	-	-	-	-	-
	Fee for attending board / committee meetings	-	-	-	-	-
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	Total (2)	-	-	-	-	-
	Total (B)=(1+2)	-	-	-	-	-
	Total Managerial Remuneration	-	-	-	-	-
	Overall Ceiling as per the Act	-	-	-	-	-

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD- NIL

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1	Gross salary	-	-	-	-
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	- others, specify	-	-	-	-
5	Others, please specify	-	-	-	-
	Total	-	-	-	-

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES: NIL



Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD /NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B. DIRECTORS					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. OTHER OFFICERS IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

**For and on behalf of the Board
For Market City Resources Private Limited**



**Harshal Vohra
Director
DIN: 06947197**



**Rajendra Kalkar
Director
DIN : 03269314**

**August 8, 2017
Place: Mumbai**

