

SHANTHI GEARS LIMITED



Regd. Office :
304-A Trichy Road
Singanallur
Coimbatore - 641 005, India

Phone : +91-422-2273722 to 34
Fax : +91-422-2273884 & 85
E-mail : info@shanthigears.com
Website : www.shanthigears.com

Sec/BSE/839/2012
April 5, 2012

Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street
MUMBAI - 400 001

Kind Attention : Ms.Chitra Sekhar
DCS - CRD

Dear Sirs,

Sub : Submission of Share Holding Pattern as on 31st March 2012
under Clause 35 of the Listing Agreement - Reg.

Ref : Company Scrip Code : 522034

We are furnishing herewith the Shareholding Pattern as on 31st March 2012 under Clause 35 of the Listing Agreement for your records.

Kindly acknowledge the same.

Thanking You,

Yours faithfully,
For **SHANTHI GEARS LIMITED**


C.Subramaniam
Company Secretary

Encl: As above

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| I (a) Statement Showing SHAREHOLDING PATTERN | | | |
|--|---|--|---|
| Name of the Company: SHANTHI GEARS LIMITED | | | |
| Scrip Code: 522034 (BSE) SHANTIGEAR (NSE) | Name of the Scrip: SHANTHI GEARS LIMITED Class of Security: EQUITY | | Quarter ended: 31st March 2012 |
| 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 | NIL | | |
| Held by public | | | |
| Total | | | |
| 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 | NIL | | |
| Held by public | | | |
| Total | | | |
| 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 | NIL | | |
| Held by public | | | |
| Total | | | |
| Total paid-up capital of the company assuming full conversion of warrants and convertible securities | NIL | | |

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| Category code | Category of shareholder | Number of shareholders | Total number of shares | Number of shares held in dematerialized form | Total shareholding as a percentage of total number of shares | | Shares pledged or otherwise encumbered | |
|---|--|------------------------|------------------------|--|--|----------------------------|--|----------------------------|
| | | | | | As a percentage of (A+B) | As a percentage of (A+B+C) | Number of Shares | As a percentage of (A+B+C) |
| (I) | (II) | (III) | (IV) | (V) | (VI) | (VII) | (VIII) | (IX)= (VII)/(IV)*100 |
| (A) SHAREHOLDING OF PROMOTER AND PROMOTER GROUP | | | | | | | | |
| (1) | Indian | | | | | | | |
| (a) | Individuals/ Hindu Undivided Family | 1 | 28250291 | 28250291 | 34.57 | 34.57 | - | - |
| (b) | Central Government/State Government(s) | - | - | - | - | - | - | - |
| (c) | Bodies Corporate | 1 | 700000 | 700000 | 0.86 | 0.86 | - | - |
| (d) | Financial Institutions/ Banks | - | - | - | - | - | - | - |
| (e) | Any Other (specify) - Public Charitable Trust | 1 | 7100000 | 7100000 | 8.69 | 8.69 | - | - |
| Sub-Total (A)(1) | | 3 | 36050291 | 36050291 | 44.12 | 44.12 | 0.00 | 0.00 |
| (2) | Foreign | | | | | | | |
| (a) | Individuals (Non-Resident Individuals/ Foreign Individuals) | - | - | - | - | - | - | - |
| (b) | Bodies Corporate | - | - | - | - | - | - | - |
| (c) | Institutions | - | - | - | - | - | - | - |
| (d) | Any Other (specify) | - | - | - | - | - | - | - |
| Sub-Total (A)(2) | | - | - | - | - | - | - | - |
| Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2) | | 3 | 36050291 | 36050291 | 44.12 | 44.12 | 0.00 | 0.00 |
| (B) | PUBLIC SHAREHOLDING | | | | | | | |
| (1) | Institutions | | | | | | | |
| (a) | Mutual Funds/ UTI | 9 | 6454595 | 6447645 | 7.90 | 7.90 | NA | NA |
| (b) | Financial Institutions/ Banks | 2 | 5500 | 1500 | 0.01 | 0.01 | NA | NA |
| (c) | Central Government/ State Government(s) | - | - | - | - | - | NA | NA |
| (d) | Venture Capital Funds | - | - | - | - | - | NA | NA |
| (e) | Insurance Companies | 2 | 6401242 | 6401242 | 7.83 | 7.83 | NA | NA |
| (f) | Foreign Institutional Investors | 5 | 1149990 | 1147990 | 1.41 | 1.41 | NA | NA |
| (g) | Foreign Venture Capital Investors | - | - | - | - | - | NA | NA |
| (h) | Any Other (specify) Foreign Financial Institutions/Banks | 1 | 3000 | 3000 | 0.00 | 0.00 | NA | NA |
| Sub-Total (B)(1) | | 19 | 14014327 | 14001377 | 17.15 | 17.15 | 0.00 | 0.00 |

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| (2) Non-Institutions | | | | | | | | | |
|--|--|--------------|-----------------|-----------------|---------------|---------------|-------------|-------------|--|
| (a) | Bodies Corporate | 472 | 3046954 | 3018194 | 3.73 | 3.73 | NA | NA | |
| (b) | Individuals - | | | | | | | | |
| | i. Individual shareholders holding nominal share capital up to Rs. 1 lakh. | 24688 | 24750388 | 21460432 | 30.29 | 30.29 | NA | NA | |
| | ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh. | 4 | 1018369 | 1018369 | 1.25 | 1.25 | NA | NA | |
| (c) | Any Other (specify) | | | | | | | | |
| | Trust | 1 | 3000 | 3000 | 0.00 | 0.00 | NA | NA | |
| | Directors & their Relatives | 7 | 117328 | 113328 | 0.14 | 0.14 | NA | NA | |
| | Non Resident Indians | 487 | 1415163 | 1385683 | 1.73 | 1.73 | NA | NA | |
| | Clearing Members | 120 | 425385 | 425385 | 0.52 | 0.52 | NA | NA | |
| | Hindu Undivided Families | 651 | 871595 | 871595 | 1.07 | 1.07 | NA | NA | |
| | Foreign Corporate Bodies | 1 | 3053 | 3053 | 0.00 | 0.00 | NA | NA | |
| Sub-Total (B)(2) | | 26431 | 31651235 | 28299039 | 38.73 | 38.73 | 0.00 | 0.00 | |
| Total Public Shareholding (B) = (B)(1)+(B)(2) | | 26450 | 45665562 | 42300416 | 55.88 | 55.88 | 0.00 | 0.00 | |
| TOTAL (A)+(B) | | 26453 | 81715853 | 78350707 | 100.00 | 100.00 | 0.00 | 0.00 | |
| (C) | SHARES HELD BY CUSTODIANS AND AGAINST WHICH DEPOSITORY RECEIPTS HAVE BEEN ISSUED | - | - | - | - | - | - | - | |
| GRAND TOTAL (A)+(B)+(C) | | 26453 | 81715853 | 78350707 | 100.00 | 0 | 0 | 0 | |

I (b) Statement showing Shareholding of persons belonging to the category "Promoter and Promoter Group"

| Sr. No. | Name of the shareholder | Number of shares | Shares as a percentage of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (1)(a) above) | Shares pledged or otherwise encumbered | | |
|--------------|-------------------------------|------------------|--|--|--------------|-------------|
| | | | | Number of Shares | % of V / III | % to A+B+C |
| I | II | III | IV | V | VI | VII |
| 1 | P. Subramanian | 28250291 | 34.57 | - | - | - |
| 2 | Shanthi General Finance P Ltd | 700000 | 0.86 | - | - | - |
| 3 | Shanthi Social Services | 7100000 | 8.69 | - | - | - |
| TOTAL | | 36050291 | 44.12 | 0.00 | 0.00 | 0.00 |

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I (c)(i) Statement showing Shareholding 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 | Shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above} |
|--------------|---|------------------|--|
| 1 | HDFC Trustee Company Ltd A/c. HDFC Prudence Fund | 3241645 | 3.97 |
| 2 | HDFC Trustee Company Ltd A/c. HDFC MID-CAP Opportunities Fund | 3200000 | 3.92 |
| 3 | HDFC Standard Life Insurance Company Limited | 4109754 | 5.03 |
| 4 | National Insurance Company Limited | 2291488 | 2.80 |
| 5 | Geomatrix (HK) Limited A/c Malabar | 1020232 | 1.25 |
| TOTAL | | 13863119 | 16.97 |

I (c)(ii) Statement showing Shareholding of persons belonging to the category "Public" and holding more than 5% of the total number of shares

| Sr. No. | Name of the shareholder | Number of shares | Shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above} |
|--------------|--|------------------|--|
| 1 | HDFC Standard Life Insurance Company Limited | 4109754 | 5.03 |
| TOTAL | | 4109754 | 5.03 |

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

| Sr. No. | Name of the shareholder | Number of 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} |
|--------------|-------------------------|------------------|--|
| NIL | | | |
| TOTAL | | | |

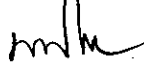
II (a) Statement showing details of Depository Receipts (DRs)

| 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} | 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} |
|--------------|---|---------------------------|---|---|---|
| NIL | | | | | |
| TOTAL | | | | | |

(II)(b) Statement showing Holding of Depository Receipts (DRs), where underlying shares are in

| Sr. No. | Name of the DR Holder | Type of outstanding | Number of | Shares underlying | Shares underlying |
|--------------|-----------------------|---------------------|-----------|-------------------|-------------------|
| NIL | | | | | |
| TOTAL | | | | | |

For SHANTHI GEARS LIMITED


(C. Subramaniam),
Company Secretary.