

## (I)(a) STATEMENT SHOWING SHAREHOLDING PATTERN

( As per Clause 35 of the Listing Agreement)

|   |                               |   |  |
|---|-------------------------------|---|--|
| Name of the Company : <b>WINSOME YARNS LIMITED</b>  |                               |   |  |
| Scrip Code :<br><b>BSE : 514348 NSE : WINSOME</b>   |                               | Name of the Scrip :<br><b>WINSOME YARNS LIMITED</b>       |  |
|   |                               | Class of Security:<br>EQUITY                              |  |
| <b>Quarter ended : 31.12.2011</b>   |                               |   |  |
| 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  | --                            | --  | --   |
| Held by public  | --                            | --  | --   |
| <b>Total - D</b>  | --                            | --  | --   |
| 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  | --                            | --  | --   |
| Held by public  | --                            | --  | --   |
| <b>Total - E</b>  | --                            | --  | --   |
| 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  | --                            | --  | --   |
| Held by public  | --                            | --  | --   |
| <b>Total - F</b>  | --                            | --  | --   |
| Total paid-up capital of the company, assuming full conversion of warrants and convertible securities | <b>70707229</b>               |   |  |

| Category Code | Category of Shareholder                            | No. of Shareholders | Total No. of Shares | No. of shares held in dematerialised form | Total shareholding as a % of total No. of shares |                   | Shares Pledged or otherwise encumbered |                      |
|---------------|--|---------------------|---------------------|---|--|-------------------|--|----------------------|
|               |  |                     |                     |   | As a % of (A+B)                                  | As a % of (A+B+C) | No. of shares                          | As a % age           |
| (I)           | (II)   | (III)               | (IV)                | (V)                                       | (VI)   | (VII)             | (VIII)                                 | (IX)=(VIII)/(IV)*100 |
| <b>(A)</b>    | <b>Shareholding of Promoter and Promoter Group</b> |                     |                     |   |  |                   |  |                      |
| <b>(1)</b>    | <b>Indian</b>                                      |                     |                     |   |  |                   |  |                      |
| (a)           | Individuals/ Hindu Undivided Family                | 6                   | 162122              | 162122                                    | 0.32   | 0.23              | --                                     | --                   |
| (b)           | Central Government/ State Government(s)            | --                  | --                  | --  | --   | --                | --                                     | --                   |
| (c)           | Bodies Corporate                                   | 2                   | 25817487            | 25817487                                  | 50.86  | 36.51             | 25817487                               | 100.00               |
| (d)           | Financial Institutions/ Banks                      | 1                   | 1360000             | 1360000                                   | 2.68   | 1.92              | --                                     | --                   |
| (e)           | Any other (Specify)                                | --                  | --                  | --  | --   | --                | --                                     | --                   |
| (e-i)         |  | --                  | --                  | --  | --   | --                | --                                     | --                   |
| (e-ii)        |  | --                  | --                  | --  | --   | --                | --                                     | --                   |
|               | <b>Sub-Total (A)(1)</b>                            | <b>9</b>            | <b>27339609</b>     | <b>27339609</b>                           | <b>53.85</b>                                     | <b>38.67</b>      | <b>25817487</b>                        | <b>94.43</b>         |

|            |   |              |                 |                 |               |               |                 |              |
|------------|---|--------------|-----------------|-----------------|---------------|---------------|-----------------|--------------|
| <b>(2)</b> | <b>Foreign</b>  |              |                 |                 |               |               |                 |              |
| (a)        | Individuals (Non-Resident Individuals/ Foreign Individuals)                         | --           | --              | --              | --            | --            | --              | --           |
| (b)        | Bodies Corporate  | --           | --              | --              | --            | --            | --              | --           |
| (c)        | Institutions  | --           | --              | --              | --            | --            | --              | --           |
| (d)        | Any other (Specify)   | --           | --              | --              | --            | --            | --              | --           |
| (d-i)      |   | --           | --              | --              | --            | --            | --              | --           |
| (d-ii)     |   | --           | --              | --              | --            | --            | --              | --           |
|            | <b>Sub-Total (A)(2)</b>   | <b>0</b>     | <b>0</b>        | <b>0</b>        | <b>0</b>      | <b>0</b>      | <b>0</b>        | <b>0</b>     |
|            | <b>Total shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)</b>          | <b>9</b>     | <b>27339609</b> | <b>27339609</b> | <b>53.85</b>  | <b>38.67</b>  | <b>25817487</b> | <b>94.43</b> |
| <b>(B)</b> | <b>Public shareholding</b>  |              |                 |                 |               |               |                 |              |
| <b>(1)</b> | <b>Institutions</b>   |              |                 |                 |               |               |                 |              |
| (a)        | Mutual Funds/UTI  | 3            | 12500           | 11800           | 0.02          | 0.02          | --              | --           |
| (b)        | Financial Institutions/ Banks   | --           | --              | --              | --            | --            | --              | --           |
| (c)        | Central Government/ State Government(s)   | --           | --              | --              | --            | --            | --              | --           |
| (d)        | Venture Capital Funds   | --           | --              | --              | --            | --            | --              | --           |
| (e)        | Insurance Companies   | --           | --              | --              | --            | --            | --              | --           |
| (f)        | Foreign Institutional Investors   | --           | --              | --              | --            | --            | --              | --           |
| (g)        | Foreign Venture Capital Investors   | --           | --              | --              | --            | --            | --              | --           |
| (h)        | Any other (Specify)   | --           | --              | --              | --            | --            | --              | --           |
| (h-i)      |   | --           | --              | --              | --            | --            | --              | --           |
| (h-ii)     |   | --           | --              | --              | --            | --            | --              | --           |
|            | <b>Sub-Total (B)(1)</b>   | <b>3</b>     | <b>12500</b>    | <b>11800</b>    | <b>0.02</b>   | <b>0.02</b>   | <b>--</b>       | <b>--</b>    |
| <b>(2)</b> | <b>Non-Institutions</b>   |              |                 |                 |               |               |                 |              |
| (a)        | Bodies Corporate  | 280          | 19061302        | 19047502        | 37.55         | 26.96         | --              | --           |
| (b)        | Individuals--   |              |                 |                 |               |               |                 |              |
|            | (i) Individual shareholders holding nominal share capital up to Rs. 1 lakh.         | 11504        | 3061109         | 1948767         | 6.03          | 4.33          | --              | --           |
|            | (ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh. | 26           | 1175096         | 1175096         | 2.31          | 1.66          | --              | --           |
| (c)        | Any other (Specify)   |              |                 |                 |               |               |                 |              |
| (c-i)      | <b>NRI</b> s  | 198          | 116363          | 55963           | 0.23          | 0.16          | --              | --           |
| (c-ii)     |   | --           | --              | --              | --            | --            | --              | --           |
|            | <b>Sub-Total (B)(2)</b>   | <b>12008</b> | <b>23413870</b> | <b>22227328</b> | <b>46.12</b>  | <b>33.11</b>  | <b>--</b>       | <b>--</b>    |
|            | <b>Total Public shareholding (B)=(B)(1)+(B)(2)</b>                                  | <b>12011</b> | <b>23426370</b> | <b>22239128</b> | <b>46.15</b>  | <b>33.13</b>  | <b>0.00</b>     | <b>0.00</b>  |
|            | <b>TOTAL (A+B)</b>  | <b>12020</b> | <b>50765979</b> | <b>49578737</b> | <b>100.00</b> | <b>71.80</b>  | <b>25817487</b> | <b>50.86</b> |
| <b>(C)</b> | <b>Shares held by Custodians against which Depository Receipts have been issued</b> |              |                 |                 |               |               |                 |              |
| (1)        | Promoter and Promoter Group   | --           | --              | --              | --            | --            | --              | --           |
| (2)        | Public  | 1            | 19941250        | 19941250        | --            | 28.20         | --              | --           |
|            | <b>GRAND TOTAL (A)+(B)+(C)</b>  | <b>12021</b> | <b>70707229</b> | <b>69519987</b> | <b>--</b>     | <b>100.00</b> | <b>25817487</b> | <b>36.51</b> |

**(I)(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 held  | As a % of grand total (A)+(B)+(C) | Numbers               | As a percentage    | As a % of grand total (A)+(B)+(C) of sub-clause(I)(a) | Number of warrants held | As a % of total No. of warrants of the same class | No. of convertible securities held | As a % of total No. of convertible securities of the same class |  |
| (I)     | (II)   | (III)                  | (IV)                              | (V)                   | (VI)=(V)/(III)*100 | (VII)   | (VIII)                  | (IX)  | (X)                                | (XI)  | (XII)  |
| 1       | SHRI S C BAGRODIA                                    | 42900                  | 0.06                              | --                    | --                 | --  | --                      | --  | --                                 | --  | --   |
| 2       | SHRI MANISH BAGRODIA                                 | 52040                  | 0.07                              | --                    | --                 | --  | --                      | --  | --                                 | --  | --   |
| 3       | SHRI ASHISH BAGRODIA                                 | 41400                  | 0.06                              | --                    | --                 | --  | --                      | --  | --                                 | --  | --   |
| 4       | SMT. SHILPA BAGRODIA                                 | 12640                  | 0.02                              | --                    | --                 | --  | --                      | --  | --                                 | --  | --   |
| 5       | SMT. VANDYA BAGRODIA                                 | 2000                   | 0.00                              | --                    | --                 | --  | --                      | --  | --                                 | --  | --   |
| 6       | SMT. SUDHA BAGRODIA                                  | 11142                  | 0.02                              | --                    | --                 | --  | --                      | --  | --                                 | --  | --   |
| 7       | SATYAM COMBINES (P) LIMITED                          | 5096243                | 7.21                              | 5096243               | 100.00             | 7.21  | --                      | --  | --                                 | --  | --   |
| 8       | SHELL BUSINESS (P) LIMITED                           | 20721244               | 29.31                             | 20721244              | 100.00             | 29.31   | --                      | --  | --                                 | --  | --   |
| 9       | THE PUNJAB STATE INDUSTRIAL DEV. CORPORATION LIMITED | 1360000                | 1.92                              | --                    | --                 | --  | --                      | --  | --                                 | --  | --   |
|         | <b>Total</b>   | <b>27339609</b>        | <b>38.67</b>                      | <b>25817487</b>       | <b>94.43</b>       | <b>36.51</b>  | --                      | --  | --                                 | --  | --   |

(\*) The term "encumbrance" has the same meaning as assigned to it in regulation 28(3) of the SAST Regulations, 2011

**(I)(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 no. of shares**

| Sr. No. | Name of the shareholder    | No. of shares held | Shares as a % of total No. of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(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 |
|---------|----------------------------|--------------------|--|----------------------|--|------------------------------------|--|--|
|         |                            |                    |  | No. of warrants held | As a % total No. of warrants of the same class | No. of convertible securities held | % w.r.t. Total No. of convertible securities of the same class |  |
| 1       | RELIGARE FINVEST LTD       | 1099342            | 1.55   | --                   | --   | --                                 | --   | --   |
| 2       | MINI BUILDERS PVT. LTD     | 736836             | 1.04   | --                   | --   | --                                 | --   | --   |
| 3       | ANKUR AGENCIES PVT. LTD    | 2100000            | 2.97   | --                   | --   | --                                 | --   | --   |
| 4       | DANIEL VINIMAY PVT. LTD    | 2100000            | 2.97   | --                   | --   | --                                 | --   | --   |
| 5       | ARPIT AGENCIES PVT. LTD    | 4200000            | 5.94   | --                   | --   | --                                 | --   | --   |
| 6       | LANDSCAPE TRADERS PVT. LTD | 4200000            | 5.94   | --                   | --   | --                                 | --   | --   |
|         | <b>TOTAL</b>               | <b>14436178</b>    | <b>20.42</b>   | --                   | --   | --                                 | --   | --   |

**(I)(c)(ii) Statement showing holding of securities (including shares, warrants, convertible securities) of persons (together with PCA) belonging to the category "Public" and holding more than 5% of the total no. of shares of the Company.**

| Sr. No.      | Name(s) of the shareholder(s) and the Persons Acting in Concert (PCA) with them | No. of shares held | Shares as a % of total No. of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(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 |
|--------------|---|--------------------|--|---------------------|--|------------------------------------|--|--|
|              |   |                    |  | No. of warrants     | As a % total No. of warrants of the same class | No. of convertible securities held | % w.r.t. Total No. of convertible securities of the same class |  |
| 1            | ARPIT AGENCIES PVT. LTD   | 4200000            | 5.94   | --                  | --   | --                                 | --   | --   |
| 2            | LANDSCAPE TRADERS PVT. LTD  | 4200000            | 5.94   | --                  | --   | --                                 | --   | --   |
| <b>TOTAL</b> |   | <b>8400000</b>     | <b>11.88</b>   | --                  | --   | --                                 | --   | --   |

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

| Sr. No.      | Name of the shareholder    | Category of Shareholders (Promoters/ Public) | No. of locked-in shares | Locked in shares as a % of total No. of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above} |
|--------------|----------------------------|--|-------------------------|--|
| 1            | SHELL BUSINESS PVT. LTD    | PROMOTER                                     | 12500000                | 17.68  |
| 3            | ARPIT AGENCIES PVT. LTD    | NON-PROMOTER                                 | 3717500                 | 5.26   |
| 5            | LANDSCAPE TRADERS PVT. LTD | NON-PROMOTER                                 | 3350000                 | 4.74   |
| <b>TOTAL</b> |                            |  | <b>19567500</b>         | <b>27.67</b>   |

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

| Sr. No. | Type of outstanding DR (ADRs, GDRs, SDRs, etc.) | No. of Outstanding DRs | No. of shares Underlying Outstanding DRs | Shares underlying outstanding DRs as a Percentage of total No. of shares {i.e. Grand Total (A)+(B)+(C) indicated in statement at Para (I) (a) above} |
|---------|---|------------------------|--|--|
| 1       | <b>GDRs</b>                                     | <b>1994125</b>         | <b>19941250</b>                          | <b>28.20</b>   |

**(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 Holders | Type of Outstanding DR (ADRs, GDRs, SDRs, etc.) | No. of shares Underlying Outstanding DRs | Shares underlying outstanding DRs as a Percentage of total No. of shares {i.e. Grand Total (A)+(B)+(C) indicated in statement at Para (I) (a) above} |
|---------|------------------------|---|--|--|
|         |                        | <b>NIL</b>                                      | <b>NIL</b>                               | <b>NIL</b>   |

for WINSOME YARNS LIMITED

DATED 05.01.2012

(K.V. SINGHAL)  
GM (Legal) & Company Secretary