

CLAUSE 35 OF EQUITY LISTING AGREEMENT

(I) (a) Statement showing Shareholding Pattern

<b>Name of the Company:</b>		Grindwell Norton Limited	
<b>Scrip Code:</b>		506076	
<b>Name of the scrip</b>		GRINDWELNOR	
<b>class of security:</b>		EQUITY	
<b>Quarter ended:</b>		30th September, 2014	
<b>Partly paid-up shares:-</b>		<b>No. of partly paid-up shares</b>	<b>As a % of total no. of partly paid-up shares</b>
Held by Promoter / Promoters Group		0	0
Held by public		0	0
<b>Total</b>		<b>0</b>	<b>0</b>
<b>Outstanding convertible securities:-</b>		<b>No. of outstanding securities</b>	<b>As a % of total No. of outstanding convertible securities</b>
Held by Promoter / Promoters Group		0	0
Held by public		0	0
<b>Total</b>		<b>0</b>	<b>0</b>
<b>Warrants:-</b>		<b>No. of warrants</b>	<b>As a % of total no. of warrants</b>
Held by Promoter / Promoters Group		0	0
Held by public		0	0
<b>Total</b>		<b>0</b>	<b>0</b>
<b>Total paid-up capital of the company assuming full conversion of warrants and convertible securities</b>			

Category code (I)	Category of Shareholder (II)	Number of shareholders (III)	Total number of shares (IV)	Number of shares held in dematerialised form (V)	Total Shareholding as a percentage of total number of shares		Shares pledged or otherwise encumbered	
					As a percentage of (A+B) (VI)	As a percentage of (A+B+C) (VII)	Number of shares (VIII)	As a Percentage (IX)=(VIII) / (IV)*100
(A)	<b>Shareholding of Promoter and Promoter Group</b>							
(1)	<b>Indian</b>							
(a)	Individuals / Hindu Undivided Family	18	4,114,352	4,114,352	7.43	7.43	0	0.00
(b)	Central Government / State Governments(s)	0	0	0	0.00	0.00	0	0.00
(c)	Bodies Corporate	1	150,000	150,000	0.27	0.27	0	0.00
(d)	Financial Institutions / Banks	0	0	0	0.00	0.00	0	0.00
(e)	Any Other (Trust)	0	0	0	0.00	0.00	0	0.00
	<b>Sub-Total (A) (1)</b>	<b>19</b>	<b>4264352</b>	<b>4264352</b>	<b>7.70</b>	<b>7.70</b>	<b>0</b>	<b>0.00</b>
(2)	<b>Foreign</b>							
(a)	Individuals (Non-Resident Individuals / Foreign Individuals)	0	0	0	0.00	0.00	0	0.00
(b)	Bodies Corporate	2	28,414,000	28,414,000	51.33	51.33	0	0.00
(c)	Institutions	0	0	0	0.00	0.00	0	0.00
(d)	Qualified Foreign Investor	0	0	0	0.00	0.00	0	0.00
(e)	Any Other (specify)	0	0	0	0.00	0.00	0	0.00
	<b>Sub-Total (A) (2)</b>	<b>2</b>	<b>28414000</b>	<b>28414000</b>	<b>51.33</b>	<b>51.33</b>	<b>0</b>	<b>0.00</b>
	<b>Total Shareholding of Promoter and Promoter Group (A) = (A)(1)+(A)(2)</b>	<b>21</b>	<b>32678352</b>	<b>32678352</b>	<b>59.03</b>	<b>59.03</b>	<b>0</b>	<b>0.00</b>
(B)	<b>Public Shareholding</b>						N.A	N.A
(1)	<b>Institutions</b>							
(a)	Mutual Funds / UTI	28	4,369,578	4,369,578	7.89	7.89		
(b)	Financial Institutions / Banks	7	6,200	2,800	0.01	0.01		
(c)	Central Government / State Governments(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	22	1,576,855	1,576,255	2.85	2.85		
(g)	Foreign Venture Capital Investors	0	0	0	0.00	0.00		
(h)	Qualified Foreign Investor	0	0	0	0.00	0.00		
(i)	Any Other (specify)	0	0	0	0.00	0.00		
	<b>Sub-Total (B) (1)</b>	<b>57</b>	<b>5952633</b>	<b>5948633</b>	<b>10.75</b>	<b>10.75</b>		
(2)	<b>Non-Institutions</b>							
(a)	Bodies Corporate	275	2,530,388	2,523,388	4.57	4.57	N.A	N.A
(b)	Individuals -							
i	Individual shareholders holding nominal share capital upto Rs. 1 lakh	11237	4353193	3645084	7.86	7.86		
ii	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	51	8,892,455	8,848,535	16.06	16.06		
(c)	Qualified Foreign Investor	0	0	0	0.00	0.00		
(d)	Any Other (specify)							
i	Foreign Corporate Bodies	0	0	0	0.00	0.00		
ii	Non Resident Indian	184	144479	143679	0.26	0.26		
iii	Trusts	6	808500	808500	1.46	1.46		
	<b>Sub-total (B) (2)</b>	<b>11753</b>	<b>16729015</b>	<b>15969186</b>	<b>30.22</b>	<b>30.22</b>		
	<b>Total Public Shareholding (B) = (B)(1)+(B)(2)</b>	<b>11810</b>	<b>22681648</b>	<b>21917819</b>	<b>40.97</b>	<b>40.97</b>		
	<b>TOTAL (A)+(B)</b>	<b>11831</b>	<b>55360000</b>	<b>54596171</b>	<b>100.00</b>	<b>100.00</b>		
(C)	which Depository Receipts have been issued	0	0	0	0.00	0.00	N.A	N.A
(1)	Promoter and Promoter Group	0	0	0	0.00	0.00		
(2)	Public	0	0	0	0.00	0.00		
	<b>GRAND TOTAL (A)+(B)+(C)</b>	<b>11831</b>	<b>55360000</b>	<b>54596171</b>	<b>100.00</b>	<b>100.00</b>		

**CLAUSE 35 OF EQUITY LISTING AGREEMENT**  
 Name of the Company : GRINDWELL NORTON LIMITED  
 Quarter ended : 30th September, 2014  
 Scrip Code : 506076

**(I) (b) Statement showing holding of securities (including shares,warrants,convertible securities) of persons belonging to the category "Promoter and Promoter Group"**

Sr. No. (I)	Name of the shareholder (II)	Details of Shares held		Encumbered Share			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 (XII)
		No. of Shares held (III)	As a % of Total (A)+(B)+(C) (IV)	No. of Shares (V)	As a Percentage (VI)=(V)/(III)*100	As a % of grand total (A)+(B)+(C) of sub-class (I)(a) (VII)	No. of warrants held (VIII)	As a % of total warrants of the same class (IX)	No. of convertible securities held (X)	As a % of total numbers of convertible securities of same class (XI)		
1	SAINT-GOBAIN ABRASIVES, INC.	14817760	26.77	0	0.00	0.00	0	0.00	0	0.00	26.77	
2	SOCIETE DE PARTICIPATIONS FINANCIERES ET INDUSTRIELLES	13596240	24.56	0	0.00	0.00	0	0.00	0	0.00	24.56	
3	VERA MAHAJAN	647800	1.17	0	0.00	0.00	0	0.00	0	0.00	1.17	
4	KHURSHED M NARANG	555000	1.00	0	0.00	0.00	0	0.00	0	0.00	1.00	
5	ALOO N SIDHVA	448668	0.81	0	0.00	0.00	0	0.00	0	0.00	0.81	
6	NOSHIR DINSHAW SIDHVA	441604	0.80	0	0.00	0.00	0	0.00	0	0.00	0.80	
8	AAKIL A MAHAJAN	402079	0.73	0	0.00	0.00	0	0.00	0	0.00	0.73	
11	ASHAITA A MAHAJAN	381779	0.69	0	0.00	0.00	0	0.00	0	0.00	0.69	
7	ANAND MAHAJAN	498422	0.90	0	0.00	0.00	0	0.00	0	0.00	0.90	
10	MIKHIL M NARANG	335500	0.61	0	0.00	0.00	0	0.00	0	0.00	0.61	
9	DANESH M NARANG	334500	0.60	0	0.00	0.00	0	0.00	0	0.00	0.60	
12	SAINT GOBAIN GLASS INDIA LTD	150000	0.27	0	0.00	0.00	0	0.00	0	0.00	0.27	
13	MALVINDER C NARANG	69000	0.12	0	0.00	0.00	0	0.00	0	0.00	0.12	
	<b>TOTAL</b>	<b>32678352</b>	<b>59.03</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>59.03</b>	

**(I) (c) 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. (I)	Name of the shareholder (II)	Details of Shares held		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 Shares held	Shares as a percentage of total number of shares {i.e. Grand Total (A)+(B)+(C) indicated in Statement at para (I) (a) above}	No. of warrants held	As a % of total number of warrants of the same class	No. of convertible securities held	% w.r.t. total number of convertible securities of same class	
1	HDFC TRUSTEE COMPANY LTD - A/C HDFC	2,487,818	4.49	0	0.00	0	0.00	4.49
2	SUNDARAM MUTUAL FUND A/C SUNDARAM	848,643	1.53	0	0.00	0	0.00	1.53
3	YASMIN SOARAB MEHTA	678,080	1.22	0	0.00	0	0.00	1.22
4	NAUSHAD SOARAB MEHTA	675,440	1.22	0	0.00	0	0.00	1.22
5	NAIRA S VARIAVA	663,606	1.20	0	0.00	0	0.00	1.20
6	MEHERU SOARAB MEHTA	644,320	1.16	0	0.00	0	0.00	1.16
7	SUDARSHAN SECURITIES PRIVATE LIMITED	626,140	1.13	0	0.00	0	0.00	1.13
8	FIRDAUS S VARIAVA	618,432	1.12	0	0.00	0	0.00	1.12
9	GOLDMAN SACHS INDIA FUND LIMITED	590,752	1.07	0	0.00	0	0.00	1.07
10	NINA G BHARUCHA	585,568	1.06	0	0.00	0	0.00	1.06
11	MAYANK JASHWANTLAL SHAH	562,000	1.02	0	0.00	0	0.00	1.02
	<b>TOTAL</b>	<b>8,980,799</b>	<b>16.22</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>16.22</b>

(I) 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. (I)	Name of the shareholder (II)	Details of Shares held		Details of warrants		Details of convertible securities		Total shares (including underlying shares warrants and convertible securities) as a % of diluted share capital
		No. of Shares held	Percentage of total number of shares (i.e. Grand Total (A)+(B)+(C) indicated in Statement at para (I) (a) above}	No. of warrants held	As a % of total number of warrants of the same class	No. of convertible securities held	% w.r.t. total number of convertible securities of same class	
1		0	0.00	0	0.00	0	0.00	0.00
	<b>TOTAL</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>

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

Sr. No.	Name of the Shareholder	Category of Shareholders (Promoters/Public)	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)
1			N.A.	
	<b>TOTAL</b>			

(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)
		N/A		
	<b>TOTAL</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 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)
			N/A	
	<b>TOTAL</b>			

**(III) (a) Statement showing the voting pattern of shareholders, if more than one class of shares / securities is issued by the issuer.**  
**Quarter ended :30th September, 2014**  
**Name of the Company : GRINDWELL NORTON LIMITED**  
**Scrip Code : 506076**

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

Category code (I)	Category of Shareholder (II)	Number of Voting Rights held in each class of securities			Total Voting Rights (III+IV+V)	Total Voting Rights i.e. (VI)	
		Class X (III)	Class Y (IV)	Class Z (V)		As a percentage of (A+B) (VI)	As a percentage of (A+B+C) (VII)
(A)	<b>Shareholding of Promoter and Promoter Group</b>						
(1)	<b>Indian</b>						
(a)	Individuals / Hindu Undivided Family						
(b)	Central Government / State Governments(s)						
(c)	Bodies Corporate						
(d)	Financial Institutions / Banks						
(e)	Any Other (Trust)						
	<b>Sub-Total (A) (1)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
(2)	<b>Foreign</b>						
(a)	Individuals (Non-Resident Individuals / Foreign Individuals)						
(b)	Bodies Corporate						
(c)	Institutions						
(d)	Any Other (specify)						
	<b>Sub-Total (A) (2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
	<b>Total Shareholding of Promoter and Promoter</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
(B)	<b>Public Shareholding</b>						
(1)	<b>Institutions</b>						
(a)	Mutual Funds / UTI						
(b)	Financial Institutions / Banks						
(c)	Central Government / State Governments(s)						
(d)	Venture Capital Funds						
(e)	Insurance Companies						
(f)	Foreign Institutional Investors						
(g)	Foreign Venture Capital Investors						
(h)	Any Other (specify)						
	<b>Sub-Total (B) (1)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
(2)	<b>Non-Institutions</b>						
(a)	Bodies Corporate						
(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)	Any Other (specify)						
	i Trusts						
	ii Foreign Corporate Bodies						
	<b>Sub-total (B) (2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
	<b>Total Public Shareholding (B) = (B)(1)+(B)(2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
	<b>TOTAL (A)+(B)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
(C)	Shares held by Custodians and against which Depository Receipts have been issued						
	<b>GRAND TOTAL (A)+(B)+(C)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>

Note

Only one class of Securities is issued by the Company, hence column (III) (a) is not applicable