

CLAUSE 35 OF EQUITY LISTING AGREEMENT

(I) (a) Statement showing Shareholding Pattern

<b>Name of the Company:</b>		Grindwell Norton Limited	
Scrip Code..		506076	
Name of the scrip		GRINDWELNOR	
class of security:		EQUITY	
Quarter ended:		30th June, 2011	
<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	38	3894030	2745230	7.03	7.03	0	0.00
(b)	Central Government / State Governments(s)	0	0	0	0.00	0.00	0	0.00
(c)	Bodies Corporate	1	150000	150000	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>39</b>	<b>4044030</b>	<b>2895230</b>	<b>7.30</b>	<b>7.30</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	28414000	0	51.33	51.33	0	0.00
(c)	Institutions	0	0	0	0.00	0.00	0	0.00
(d)	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>0</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>41</b>	<b>32458030</b>	<b>2895230</b>	<b>58.63</b>	<b>58.63</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	8	3898353	3898353	7.04	7.04		
(b)	Financial Institutions / Banks	7	12300	8900	0.02	0.02		
(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	1	168000	168000	0.30	0.30		
(f)	Foreign Institutional Investors	19	1115793	1115193	2.02	2.02		
(g)	Foreign Venture Capital Investors	0	0	0	0.00	0.00		
(h)	Any Other (specify)	0	0	0	0.00	0.00		
	<b>Sub-Total (B) (1)</b>	<b>35</b>	<b>5194446</b>	<b>5190446</b>	<b>9.38</b>	<b>9.38</b>		
(2)	<b>Non-Institutions</b>							
(a)	Bodies Corporate	278	1623312	1616212	2.93	2.93	N.A	N.A
(b)	Individuals -							
i	Individual shareholders holding nominal share capital upto Rs. 1 lakh	12603	5245758	4364817	9.48	9.48		
ii	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	60	10034608	9990688	18.13	18.13		
(c)	Any Other (specify)							
i	Foreign Corporate Bodies	0	0	0	0.00	0.00		
ii	Non Resident Indian	143	143958	139558	0.26	0.26		
iii	Trusts	5	659888	659888	1.19	1.19		
	<b>Sub-total (B) (2)</b>	<b>13089</b>	<b>17707524</b>	<b>16771163</b>	<b>31.99</b>	<b>31.99</b>		
	<b>Total Public Shareholding (B) = (B)(1)+(B)(2)</b>	<b>13124</b>	<b>22901970</b>	<b>21961609</b>	<b>41.37</b>	<b>41.37</b>		
	<b>TOTAL (A)+(B)</b>	<b>13165</b>	<b>55360000</b>	<b>24856839</b>	<b>100.00</b>	<b>100.00</b>		
(C)	Shares held by Custodians and against 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>13165</b>	<b>55360000</b>	<b>24856839</b>	<b>100.00</b>	<b>100.00</b>		

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

Sr. No. (I)	Name of the Shareholder (II)	Total shares held		Shares pledged or otherwise encumbered		
		Number (III)	As a % of Grand Total (A)+(B)+(C) (IV)	Number (V)	As a percentage (VI)=(V) / (III)*100	As a % of grand total (A)+(B)+(C) of sub-clause (I)a (VII)
1	SAINT-GOBAIN ABRASIVES, INC.	14817760	26.77	0	-	0.00
2	SOCIETE DE PARTICIPATIONS FINANCIERES ET INDUSTRIELLES	13596240	24.56	0	-	0.00
3	VERA MAHAJAN	625796	1.13	0	-	0.00
4	KHURSHED M NARANG	555000	1.00	0	-	0.00
5	ALOO N SIDHVA	448668	0.81	0	-	0.00
6	NOSHIR DINSHAW SIDHVA	441604	0.80	0	-	0.00
7	ANAND MAHAJAN	401681	0.73	0	-	0.00
8	AAKIL A MAHAJAN	357402	0.65	0	-	0.00
9	DANESH M NARANG	332500	0.60	0	-	0.00
10	MIKHIL M NARANG	331500	0.60	0	-	0.00
11	ASHAITA A MAHAJAN	334879	0.60	0	-	0.00
12	SAINT GOBAIN GLASS INDIA LTD	150000	0.27	0	-	0.00
13	MALVINDER C NARANG	65000	0.12	0	-	0.00
	<b>TOTAL</b>	<b>32458030</b>	<b>58.63</b>	<b>0</b>	<b>-</b>	<b>0.00</b>

(l) (c) **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 (l) (a) above)
1	HDFC TRUSTEE COMPANY LIMITED - HDFC PRUDENCEFUND	1409628	2.55
2	HDFC TRUSTEE COMPANY LTD - A/C HDFC MID - CAPOPPORTUNITIES FUND	1067600	1.93
3	HDFC TRUSTEE COMPANY LTD HDFC MF MONTHLY INCOME PLAN LONG TERM PLAN	942719	1.70
4	Yasmen Sorab Mehta	678080	1.22
5	NAUSHAD S MEHTA	675440	1.22
6	NAIRA S VARIAVA	666356	1.20
7	MEHERU S MEHTA	644320	1.16
8	FIRDAUS S VARIAVA	628182	1.13
9	SUDARSHAN SECURITIES PRIVATE LIMITED	626040	1.13
10	NINA G BHARUCHA	585730	1.06
11	JASHWANTLAL SHANTILAL SHAH	562000	1.02
	<b>TOTAL</b>	<b>8486095</b>	<b>15.33</b>

(l) (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 (l) (a) above)
1			N.A.	
	<b>TOTAL</b>			

(ll) (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 (l) (a) above)
			N.A.	
	<b>TOTAL</b>			

(ll) (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 (l) (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.

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)							
(c)	Central Government / State Governments(s)						
(d)	Bodies Corporate						
(e)	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 Group</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