

**CLAUSE 35 OF EQUITY LISTING AGREEMENT**

Name of the Company : Grindwell Norton Limited  
 Scrip Code : 506076  
 Quarter Ended : 30th September, 2010

**(I) (a) Statement showing Shareholding Pattern**

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
<b>(A)</b>	<b>Shareholding of Promoter and Promoter Group</b>							
<b>(1)</b>	<b>Indian</b>							
(a)	Individuals / Hindu Undivided Family	38	3893130	2744330	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>4043130</b>	<b>2894330</b>	<b>7.30</b>	<b>7.30</b>	<b>0</b>	<b>0.00</b>
<b>(2)</b>	<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>32457130</b>	<b>2894330</b>	<b>58.63</b>	<b>58.63</b>	<b>0</b>	<b>0.00</b>
<b>(B)</b>	<b>Public Shareholding</b>						N.A	N.A
<b>(1)</b>	<b>Institutions</b>						N.A	N.A
(a)	Mutual Funds / UTI	9	3489474	3489474	6.30	6.30	0	0
(b)	Financial Institutions / Banks	9	14700	11300	0.03	0.03	0	0
(c)	Central Government / State Governments(s)	0	0	0	0.00	0.00	0	0
(d)	Venture Capital Funds	0	0	0	0.00	0.00	0	0
(e)	Insurance Companies	1	168000	168000	0.30	0.30	0	0
(f)	Foreign Institutional Investors	8	330807	330207	0.60	0.60	0	0
(g)	Foreign Venture Capital Investors	0	0	0	0.00	0.00	0	0
(h)	Any Other (specify)	0	0	0	0.00	0.00	0	0
	<b>Sub-Total (B) (1)</b>	<b>27</b>	<b>4002981</b>	<b>3998981</b>	<b>7.23</b>	<b>7.23</b>	<b>0</b>	<b>0.00</b>
<b>(2)</b>	<b>Non-Institutions</b>							
(a)	Bodies Corporate	478	1911394	1904294	3.45	3.45	0	0
(b)	Individuals -							
i	Individual shareholders holding nominal share capital upto Rs. 1 lakh	13803	5899829	4976094	10.66	10.66	0	0
ii	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	62	10285523	10241603	18.58	18.58	0	0
(c)	Any Other (specify)							
i	Foreign Corporate Bodies	0	0	0	0.00	0.00	0	0
ii	Non Resident Indian	156	143443	139043	0.26	0.26	0	0
iii	Trusts	4	659700	659700	1.19	1.19		
	<b>Sub-total (B) (2)</b>	<b>14503</b>	<b>18899889</b>	<b>17920734</b>	<b>34.14</b>	<b>34.14</b>	<b>0</b>	<b>0.00</b>
	<b>Total Public Shareholding (B) = (B)(1)+(B)(2)</b>	<b>14530</b>	<b>22902870</b>	<b>21919715</b>	<b>41.37</b>	<b>41.37</b>	<b>0</b>	<b>0.00</b>
	<b>TOTAL (A)+(B)</b>	<b>14571</b>	<b>55360000</b>	<b>24814045</b>	<b>100.00</b>	<b>100.00</b>	<b>0</b>	<b>0.00</b>
<b>(C)</b>	Shares held by Custodians and against which Depository Receipts have been issued	0	0	0	0.00	0.00	N.A	N.A
	<b>GRAND TOTAL (A)+(B)+(C)</b>	<b>14571</b>	<b>55360000</b>	<b>24814045</b>	<b>100.00</b>	<b>100.00</b>		<b>0.00</b>

**CLAUSE 35 OF EQUITY LISTING AGREEMENT**

Name of the Company : Grindwell Norton Limited  
 Scrip Code : 506076  
 Quarter Ended : 30th September, 2010

**(I) (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	356952	0.64	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	334429	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>32457130</b>	<b>58.63</b>	<b>0</b>	<b>-</b>	<b>0.00</b>

**(I) (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 (I) (a) above)
1	HDFC TRUSTEE COMPANY LIMITED - HDFC PRUDENCEFUND	1398067	2.53
2	HDFC TRUSTEE COMPANY LTD - A/C HDFC MID - CAPOPPORTUNITIES FUND	1012000	1.83
3	HDFC TRUSTEE COMPANY LTD HDFC MF MONTHLY INCOME PLAN LONG TERM PLAN	756019	1.37
4	Yasmen Sorab Mehta	678080	1.22
5	NAUSHAD S MEHTA	675440	1.22
6	NAIRA S VARIAVA	672356	1.21
7	MEHERU S MEHTA	644320	1.16
8	FIRDAUS S VARIAVA	631182	1.14
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>8241234</b>	<b>14.89</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>			

**CLAUSE 35 OF EQUITY LISTING AGREEMENT**

Name of the Company : Grindwell Norton Limited  
 Scrip Code : 506076  
 Quarter Ended : 30th September, 2010

(II) (b) **Statement showing Holding of Depository Receipts (DRs), where underlying shares 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.**

Category code (I)	Category of Shareholder (II)	Number of Voting Rights held in each class of			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>	0	0	0	0.00	0.00	0.00
(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>	0	0	0	0.00	0.00	0.00
	<b>Total Shareholding of Promoter and Promoter</b>	0	0	0	0.00	0.00	0.00
(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>	0	0	0	0.00	0.00	0.00
(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>	0	0	0	0.00	0.00	0.00
	<b>Total Public Shareholding (B) = (B)(1)+(B)(2)</b>	0	0	0	0.00	0.00	0.00
	<b>TOTAL (A)+(B)</b>	0	0	0	0.00	0.00	0.00
(C)	Shares held by Custodians and against which Depository Receipts have been issued						
	<b>GRAND TOTAL (A)+(B)+(C)</b>	0	0	0	0.00	0.00	0.00

**Note**

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