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## FORBES & COMPANY LIMITED

Registered Office : Forbes Building, Charanjit Rai Marg, Fort, Mumbai - 400 001, India.  
Phone : +91 22 4074 9191

17<sup>th</sup> July, 2012

The Secretary,  
Bombay Stock Exchange Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai 400 001

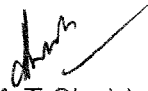
Dear Sir,

**Compliance with the requirements of Clause  
35 of the Listing Agreement**

In compliance with the above requirements, we send herewith shareholding pattern of the Company as on 30<sup>th</sup> June, 2012.

Please acknowledge receipt.

Yours faithfully,  
For FORBES & COMPANY LIMITED

  
(A.T. Shah)  
Company Secretary.



Encl: As above.

**CLAUSE 35 OF EQUITY LISTING AGREEMENT**

Name of the Company : **FORBES & COMPANY LIMITED**

Quarter ended : **30th June ,2012**

Scrip Code : **502865**

Scrip Symbol : **FORBESCO**

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	0	0.00	0.00
Held by public	0	0.00	0.00
<b>Total</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	0	0.00	0.00
Held by public	0	0.00	0.00
<b>Total</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	0	0.00	0.00
Held by public	0	0.00	0.00
<b>Total</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Total paid-up capital of the company assuming full conversion of warrants and convertible securities</b>		<b>12898616</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
<b>(A)</b>	<b>Shareholding of Promoter and Promoter Group</b>							
<b>(1)</b>	<b>Indian</b>							
(a)	Individuals / Hindu Undivided Family	0	0	0	0.00	0.00	0	0.00
(b)	Central Government / State Governments(s)	0	0	0	0.00	0.00	0	0.00
(c)	Bodies Corporate	3	9,461,691	9,461,691	73.35	73.35	0	0.00
(d)	Financial Institutions / Banks	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) (1)</b>	<b>3</b>	<b>9,461,691</b>	<b>9,461,691</b>	<b>73.35</b>	<b>73.35</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	0	0	0	0.00	0.00	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>Total Shareholding of Promoter and Promoter Group (A) = (A)(1)+(A)(2)</b>	<b>3</b>	<b>9,461,691</b>	<b>9,461,691</b>	<b>73.35</b>	<b>73.35</b>	<b>0</b>	<b>0.00</b>
<b>(B)</b>	<b>Public Shareholding</b>						<b>NA</b>	<b>NA</b>
<b>(1)</b>	<b>Institutions</b>						<b>NA</b>	<b>NA</b>
(a)	Mutual Funds / UTI	7	423	173	0.00	0.00		
(b)	Financial Institutions / Banks	25	19,815	12,527	0.15	0.15		
(c)	Central Government / State Governments(s)	2	110,343	30,363	0.86	0.86		
(d)	Venture Capital Funds	0	0	0	0.00	0.00		
(e)	Insurance Companies	1	500	0	0.00	0.00		
(f)	Foreign Institutional Investors	2	1,148,305	1,148,255	8.90	8.90		
(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>37</b>	<b>1,279,386</b>	<b>1,191,318</b>	<b>9.92</b>	<b>9.92</b>		
<b>(2)</b>	<b>Non-Institutions</b>						<b>NA</b>	<b>NA</b>
(a)	Bodies Corporate	222	592,840	580,559	4.60	4.60		
(b)	Individuals							
(i)	Individual Shareholders holding nominal Share Capital upto Rs.1 Lakh	10,807	1,365,129	842,978	10.58	10.58		
(ii)	Individual Shareholders holding nominal Share Capital in excess of Rs.1 Lakh	8	150,255	150,255	1.16	1.16		
(c)	Qualified Foreign Investor	0	0	0	0.00	0.00		
(d)	Any Other (Specify)	0	0	0	0.00	0.00		
(f)	Trust	2	700	700	0.01	0.01		
(ii)	Directors & their relatives	1	385	385	0.00	0.00	<b>NA</b>	<b>NA</b>
(iii)	OCBs/Foreign Cos	2	48,230	46,650	0.37	0.37		
	<b>Sub-total (B) (2)</b>	<b>11,042</b>	<b>2,157,539</b>	<b>1,621,527</b>	<b>16.73</b>	<b>16.73</b>		
	<b>Total Public Shareholding (B) = (B)(1)+(B)(2)</b>	<b>11,079</b>	<b>3,436,925</b>	<b>2,812,845</b>	<b>26.65</b>	<b>26.65</b>	<b>NA</b>	<b>NA</b>
	<b>TOTAL (A)+(B)</b>	<b>11,082</b>	<b>12,898,616</b>	<b>12,274,536</b>	<b>100.00</b>	<b>100.00</b>		
<b>(C)</b>	<b>Shares held by Custodians and against which Depository Receipts have been issued</b>				<b>NA</b>		<b>NA</b>	<b>NA</b>
(1)	Promoter and Promoter Group	0	0	0		0.00		
(2)	Public	0	0	0		0.00		
	<b>Sub-Total (C=1+2)</b>	<b>0</b>	<b>0</b>	<b>0</b>		<b>0.00</b>		
	<b>GRAND TOTAL (A)+(B)+(C)</b>	<b>11,082</b>	<b>12,898,616</b>	<b>12,274,536</b>		<b>100.00</b>		



CLAUSE 35 OF EQUITY LISTING AGREEMENT  
 Name of the Company : FORBES & COMPANY LIMITED  
 Quarter ended : 30th June 2012  
 Scrip Code : 502865

(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 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 (XII)
		No.of Shares held (III)	As a % of Grand Total (A)+(B)+(C) (IV)	Number of Shares (V)	As a Percentage (VI)=(V)/(III) *100	As a % of grand total (A)+(B)+(C) of sub-clause (I)(a) (VII)	No.of warrants held (VIII)	As a % of total number of warrants of the same class (IX)	No.of convertible securities held (X)	As a % of total number of convertible securities of same class (XI)	
1	SHAPOORJI PALLONJI & CO LTD	9295293	72.06	0	0.00	0.00	0	0.00	0	0.00	72.06
2	FORBES CAMPBELL FINANCE LIMITED	166398	1.29	0	0.00	0.00	0	0.00	0	0.00	1.29
	<b>TOTAL</b>	<b>9461691</b>	<b>73.35</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>73.35</b>

(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 number of shares

Sr. No.	Name of the shareholder	Number 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}	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 % of total number of warrants of the same class	No.of convertible securities held	% w.r.t. total number of convertible securities of the same class	
1	INDIA DISCOVERY FUND LIMITED	1,148,255	8.90	0	0.00	0	0.00	8.90
2	Tekstar Networks India Private Limited	271,263	2.10	0	0.00	0	0.00	2.10
	<b>TOTAL</b>	<b>1419518</b>	<b>11.01</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>11.01</b>

(I)(c)(ii) 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.	Name(s) of the shareholder(s) and the Persons Acting in Concert (PAC) with them	Number 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}	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 warrants held	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	
1	INDIA DISCOVERY FUND LIMITED	1148255	8.90	0	0.00	0	0.00	8.90
	<b>TOTAL</b>	<b>1148255</b>	<b>8.90</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>8.90</b>



Name of the Company : FORBES & COMPANY LIMITED

Quarter ended : 30th June ,2012

Scrip Code : 502865

(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			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)	As a percentage of (A+B+C) (VII)
(A)	Shareholding of Promoter and Promoter Group						
(1)	Indian						
(a)	Individuals / Hindu Undivided Family						
(b)	Central Government / State Governments(s)						
(c)	Bodies Corporate						
(d)	Financial Institutions / Banks						
(e)	Any Other (Trust)						
	Sub-Total (A) (1)	0	0	0	0.00	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)	0	0	0	0.00	0.00	0.00
	<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)	Public Shareholding						
(1)	Institutions						
(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)						
	Sub-Total (B) (1)	0	0	0	0.00	0.00	0.00
(2)	Non-Institutions						
(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						
	Sub-total (B) (2)	0	0	0	0.00	0.00	0.00
	<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

For FORBES & COMPANY LIMITED

A.T. SHAH  
Company Secretary



7 JUL 2012