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July 7, 2015.

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 June 30, 2015.

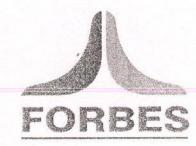
Please acknowledge receipt.

Yours faithfully, For Forbes & Company Limited

(Pankaj Khattar)
Head Legal and Company Secretary

Encl: As above.





CLAUSE 35 OF EQUITY LISTING AGREEMENT Cl-35 report: (1) (a) Statement showing Shareholding Pattern FORBES & COMPANY LIMITED Scrip Symbol: FORBESCO Scrip Code: 502865 Class Security: Equity Quarter Ended: 30-June-2015 As a % of total no. of As a % of total no. of Partly paid-up shares:-No. of partly paid-up shares partly paid-up shares shares of the company Held by Promoter / Promoters Group 0 0 0 Held by public 0 0 0 Total 0 0 0 As a % of total no. of As a % of total No. of shares of the Outstanding convertible securities:-No. of outstanding securities outstanding convertible company, assuming securities full conversion of the convertible securities Held by Promoter / Promoters Group 0 0 Held by public 0 0 0 Total 0 0 0 As a % of total no. of shares of the As a % of total no. of Warrants:-No. of warrants company, assuming warrants full conversion of warrants Held by Promoter / Promoters Group 0 0 Held by public 0 0 0 Total 0 0 0 Total paid-up capital of the company assuming full conversion of warrants and 1,28,98,616 convertible securities Total Shareholding as a Shares Pledged or percentage of total No otherwise encumbered Number of of shares Number of Total Category shares held in Category of Shareholder (II) shareholders number of Asa As a dematerialised code (I) Number Asa (111) shares (IV) percentage Percentage form (V) percentage of shares of (A+B+C) IX)=(VIII) of (A+B) (VI) (VIII) (IV)*100 (VII) (A) Shareholding of Promoter and Promoter Group (1) Indian Individuals / Hindu Undivided Family (a) 0 0 0 0.00 0.00 0 Cental Government / State Governments(s) 0 0 (b) 0 0.00 0.00 0 0.0 95,25,691 **Bodies Corporate** 2 95,25,691 73.85 73.85 (c) 0 0.0 (d) Financial Institutions / Banks 0 0.00 0.00 0 0 0 0.0 Any other (specify) (e) Sub-Total (A) (1) 2 73.85 95,25,691 95,25,691 73.85 0 0.0 (2) Foreign Individuals (Non-Resident Individuals/Foreign 0 (a) 0 0 0.00 0.00 0 0.0 Individuals) (b) **Bodies Corporate** 0 0 0 0.00 0.00 0 0.0 (C) Institutions 0 0 0 0.00 0 0.00 0.0 Qualified Foreign Investor (d) 0 0 0 0.00 0.00 0.0 0 Any other (specify) (e) Sub-Total (A) (2) Total Shareholding of Promoter and Promoter 2 95,25,691 95,25,691 73.85 73.85 0 0.0 Group (A) = (A)(1)+(A)(2)(B) Public Shareholding NA NA (1) Institutions 0.00 Mutual Funds / UTI 6 152 (a) 402 0.00 Financial Institutions / Banks 23 19,145 (b) 11,857 0.15 0.15 (c) Cental Government / State Governments(s) 2 1,10,343 30,363 0.86 0.86 (d) Venture Capital Funds 0 0.00 0.00 Insurance Companies 500 (e) 1 0 0.00 0.00 Foreign Institutional Investors 3 12,10,470 12,10,420 (f) 9.38 9.38 Foreign Venture Capital Investors 0 0.00 (g) 0 0.00 0 Qualified Foreign Investor (h) 0 0 0 0.00 0.00 Any Other (Specify) (1) Foreign Portfolio Investors (Corporate) 3,44,127 2.67 2.67 (1) 3,44,127 Sub-Total (B) (1) 36 16,84,987 15,96,919 13.06 13.06 (2) Non-Institutions **Bodies Corporate** 224 1,49,937 1,37,716 (a) 1.16 1.16 Individuals (b) Individual Shareholders holding nominal Share

10,462

11

0

3

0

10,740

10,702

10,738

10,740

11.84.622

3,04,409

0

0

740

48,230

16,87,938

33,72,925

1,28,98,616

1,28,98,616

7,13,513

3,04,409

740

0

46,650

12,03,028

27,99,947

1,23,25,638

1,23,25,638

9.18

2.36

0.00

0.01

0.37

13.09

26.15

100.00

0.00

0.00

100.00

9.18

2.36

0.00

0.01

0.37

13.09

26.15

100.00

0.00

0.00

100.00

MP412

(C)

07-07-2015 14:35

(i)

(ii)

(c)

(d)

(1)

(2)

Public

(1)

(111)

Capital upto Rs.1 Lakh

Trust

Sub-total (B) (2)

Capital in excess of Rs.1 Lakh
Qualified Foreign Investor

Any Other (Specify)

Promoter and Promoter Group

GRAND TOTAL (A)+(B)+(C)

OCBs/Foreign Cos

Total Public Shareholding (B) = (B)(1)+(B)(2)

Shares held by Custodians against which DRs are

Individual Shareholders holding nominal Share

0.0

0

| | | | | | | | | | | | B MUMBAI |
|---|--|---|--|--------------------------------|--|---------------------------------------|--------------------------------------|--|-----------------------------------|---|--------------------|
| | | - | | | | | | | | | DOND |
| | | 1 | | 00 | | 0 | | 8.90 | 11,48,255 | TOTAL | |
| 8.90 | 0.00 | 0 0 | | 0.00 | | 0 | | | 11,48,255 | NDIA DISCOVERY FUND LIMITED | 1 |
| shares assuming full convertible of warrants and convertible securities) as a % of diluted share capital 8.90 | % w.r.t total number of convertible securities of the same class | | Number of convertible securities held | l number of he same class | As a % total number of warrants of the same class | Number of warrants held | Grand B)+(C) tatement | of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in statement | Number of Shares held | Name(s) of the shareholder(s) and the Persons Acting in Concert (PAC) with them | ь |
| Total shares (including underlying | Details of Convertible securities | of Conve | Details | ts | Details of warrants | D | rcentage | Shares as a percentag | o of mic com | more than 3% of the total halliber of situres of the Shar | more ind |
| persons (together with PAC) belonging to the category rubits and notating | elonging to the ca | PAC) be | ogether with | f persons (to | nts, convertible securities) of | ts, convertibl | warran | ding shares, | urities (inclu | (I)(c)(ii) Statement showing holding of securities (including shares, warra | (1)(c)(ii) |
| "Dalling and holding | | | | | | | | | 14,92,902 | | |
| 11.57 | 0.00 | | 0 | 00 | 0.00 | 0 | | 11 57 | 44 00 200 | LTD | 2 |
| 2,67 | 0.00 | | 0 | 0 | 0.00 | 0 | | 2.67 | 3.44.127 | ANTARA INDIA EVERGREEN FUND | |
| 0.20 | 0,00 | | 0 | 00 | 0.00 | 0 | | 8.90 | 11.48.255 | NOIA DISCOVERY FUND LIMITED | |
| of warrants and convertible securities) as a % of diluted share capital | % w.r.t total number of convertible securities of the same class | % w.r. | Number of convertible securities held | number of le same class | As a % total number of warrants of the same class | Number of warrants | ber of Grand B)+(C) atement | of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in statement | Number of Shares held | Name of the Shareholder | Sr. No. |
| Total shares (including underlying | Details of Convertible securities | of Conver | Details o | 5 | Details of warrants | Do | rcentage | Shares as a percentage | | total number of shares | total nun |
| olding more than 1% of the | persons belonging to the category "Public" and hol | e catego | onging to th | persons bel | securities) of | , convertible | varrants | ding shares, | rities (inclu | (I)(c)(i) Statement showing holding of securities (including shares, warrants, convertible securities) of | (1)(c)(1) s |
| | 0,00 | | 90.0 | 0.00 | 0.00 | 0.00 | 0,00 | 73.85 | 95,25,691 | TOTAL | - |
| 73.85 | | | 0.00 | 0,00 | 0.00 | 0.00 | 0 | 1.29 | 1,66,398 | FORBES CAMPBELL FINANCE | 2 F0 |
| 72.56 | | | 0.00 | 0,00 | 0.00 | 0.00 | 0 | 72.56 | 93,59,293 | SHAPOORJI PALLONJI & CO | 1 P S |
| (IIX) | As a % to number converting the san class () | Number of convertible securities held (X) | As a % total number of warrants of the same class (IX) | Number of warrants held (VIII) | As a % of grand total (A)+(B)+(C) of sub-clause (I)(a) (VII) | As a percentage (VI)=(V)/(III)* | No. (V) | As a % of grand total (A)+(B)+(C) | Number of Shares held (III) | Name of the Shareholder (II) | Sr. No. |
| shares assuming full conversion of warrrants and convertible securities) as a % of diluted share capital | Details of convertible securities | Detail | warrants | Details of warrants | nares | Encumbered Shares | | hares Held | Details of Shares Held | | |
| Total shares (including underlying | | | | | | | | | | JUNE-201 | Quarter Ended: 30- |
| | | | 6 | Second to the second | al luca) of pe | ity | | g snares, wa Class Se | ies (includin | (I) (b) Statement showing holding of securities (including snares, warrants, calculated snares) (I) (b) Statement showing holding of securities (including snares, warrants, calculated snares) | (1) (b) Sta |
| omoter Group" | "Promoter and Promoter Group" | tegory | ring to the co | reans helana | of no | A A A A A A A A A A A A A A A A A A A | | 4 | | FORBES & COMPANY LIMITED | FORBES & |
| | | | | | | | | | Т | CLAUSE 35 OF EQUITY LISTING AGREEMENT | CLAUSE 3 |
| | | | | | | | | | | | |
| | | | | | | | | | | | |

| (II) (a) Statement showing details of locked-in-shares as a (%) percentage of total number of shares (i.e., Grand Total (A)+(B)+(C) Indicated in Promoter Group / Public TOTAL Type of outstanding DR (ADRs, GDRs, etc.) TOTAL | | | | TOTAL | |
|--|---|--|---|---|------------|
| ipts (DRs) Number of Shares as underlying outstanding DRs Number of Shares Shares underlying outstanding outstanding outstanding outstanding outstanding outstanding | | and and they selve that then they have also also they are the ar | | | |
| Locked-in shares as a (%) percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Prospective (DRs) Number of Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Prospective (DRs) as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Prospective (DRs) as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Prospective (DRs) as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Prospective (DRs) as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Prospective (DRs) as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Prospective (DRs) as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Prospective (DRs) as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Prospective (DRs) as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Prospective (DRs) as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Prospective (DRs) as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Prospective (DRs) as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Prospective (DRs) as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Prospective (DRs) as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Prospective (DRs) as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Prospective (DRs) as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Prospective (DRs) as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Prospective (DRs) as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Prospective (DRs) as a | 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) | Number of Shares underlying outstanding DRs | Type of outstanding DR (ADRs, GDRs, etc.) | Name of the DR Holder | Sr. No. |
| Locked-in shares as a (%) percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Prospective (DRs) Number of Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Prospective (DRs) Number of Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Prospective (DRs) | ere underlying shares held by 'Promoter / Promoter group' are in exces of 1% of the total number of shares | its (DRs), when | ository Receip | Statement showing Holding of Dep | (11) (1) S |
| Locked-in shares as a (%) percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Pui statement at para (i)(a) above} Number of Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+ at para (i)(a) above) DRs Number of Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+ at para (i)(a) above) | | | | TOTAL | |
| Locked-in shares as a (%) percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Prospective (DRs) Number of Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Prospective (DRs) Number of Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Prospective (DRs) | | | | | |
| 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} | underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+ | Number of Shares underlying outstanding DRs | Number of outstanding | Type of outstanding DR (ADRs, GDRs, SDRs, etc.) | Sr. No. |
| 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} | | S (DKS) | sitory keceipt | tatement snowing details of Depo | (II) (a) S |
| 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} | | | | | |
| 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} | | | | TOTAL | |
| 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} | | | | | |
| (I) (d) Statement showing details of locked-in-shares | | Locked-in sh | Number of Locked-in Shares | Name of the Shareholder | Sr. No. |
| | | | l-in-shares | atement showing details of locked | (1) (d) SI |



| ame of th | ne Company : FORBES & COMPANY LIMITED | | | | | |
|----------------------|---|------------------|-------------------|--|--|----------------------------------|
| | e: 502865 Scrip Symbol: FORBESCO | | | | | |
| | nded : 30-JUNE-2015 | | | | | |
| | | | | | | |
| III) (a) Sta | tement showing the voting pattern of shareholders, if r | nore than one | class of shares | / securities is | issued by the | issuer. |
| | | | | | | |
| | | Number of \ | Voting Rights | | Annual State of the last of th | Rights i.e. (VI) |
| Category code (I) | Category of Shareholder (II) | Class B (III) | Class C (IV) | Total Voting Rights (III+IV) (V) | As a percentage of (A+B) (VI) | As a percentage of (A+B+C) (VII) |
| (A) | Shareholding of Promoter and Promoter Group | 100 | | | | |
| (1) | Indian | | | | | |
| (a) | Individuals / Hindu Undivided Family | | | | | |
| (b) | Cental Government / State Governments(s) | | | | | |
| (c) | Bodies Corporate | | | | | |
| (d) | Financial Institutions / Banks | | | | | |
| (e) | Any Other (Trust) | | | | | |
| | Sub-Total (A) (1) | 0 | 0 | 0.00 | 0.00 | 0.00 |
| (2) | Foreign | | | | | |
| (a) | Individuals (Non-Resident Individuals / Foreign Individuals) | | | | | |
| (b) | Bodies Corporate | | | | | |
| (c) | Institutions | | | | | |
| (d) | Qualified Foreign Investor | | | | | |
| (e) | Any Other (specify) | | | | | |
| (-) | Sub-Total (A) (2) | 0 | 0 | 0.00 | 0.00 | 0.00 |
| Total S | hareholding of Promoter and Promoter Group (A) = (A)(1)+(A)(2) | 0 | 0 | 0.00 | 0.00 | 0.00 |
| (B) | Public Shareholding | | | | | |
| (1) | Institutions | | | | | |
| (a) | Mutual Funds / UTI | | | | | |
| (b) | Financial Institutions / Banks | | | | | |
| (c) | Cental Government / State Governments(s) | | | | | |
| (d) | Venture Capital Funds | | | | | |
| (e) | Insurance Companies | | | | | |
| (f) | Foreign Institutional Investors | | | | | |
| (g) | Foreign Venture Capital Investors | | | | | |
| (h) | Qualified Foreign Investor | | | | | |
| (i) | Any Other (specify) | | | | | |
| | Sub-Total (B) (1) | 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) | Qualified Foreign Investor | | | | | |
| (d) | Any Other (specify) | | | | | |
| | Sub-total (B) (2) | 0 | 0 | - | | |
| | Total Public Shareholding (B) = (B)(1)+(B)(2) | 0 | 0 | | | |
| | TOTAL (A)+(B) | 0 | 0 | 0.00 | 0.00 | 0.00 |
| (C) | Shares held by Custodians and against which Depository Receips have been issued | | | | | |
| (a) | Promoter and Promoter Group | | | | | |
| (b) | Public Shareholding | | | | | |
| | GRAND TOTAL (A)+(B)+(C) | 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 | le | | |
| Omy one | orange of Accounties is issued by the Aminonity nestee. | (may (ma) | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |

For FORBES & COMPANY LIMITED

(Pankaj Khattar)
Head Legal & Company Secretary.