



FORBES & COMPANY LIMITED

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

6th January, 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 31st December, 2011.

Please acknowledge receipt.

Yours faithfully,
For FORBES & COMPANY LIMITED

(A.T.Shah)

Company Secretary.



 Encl: As above.

FORBES & COMPANY LIMITED
CI-35 report: (I) (a) Statement showing Shareholding Pattern

Company Series : FK

ISIN : INE518A01013

Capital : 12898616

Class of Security : Equity

Scrip Code : 502865

Quarter ended: 31st December 2011

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 / Promoters Group	0	0.00	0.00
Held by public	0	0.00	0.00
Total			
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 / Promoters Group	0	0.00	0.00
Held by public	0	0.00	0.00
Total			
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 / Promoters Group	0	0.00	0.00
Held by public	0	0.00	0.00
Total	0	0.00	0.00
Total paid-up capital of the company assuming full conversion of warrants and convertible securities	0	0.00	0.00

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) / (VII) * 100
(A)	Shareholding of Promoter and Promoter Group							
(1)	Indian							
(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)							
	Sub-Total (A) (1)	3	9,461,691	9,461,691	73.35	73.35	0	0.00
(2)	Foreign							
(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)	Any Other (specify)	0	0	0	0.00	0.00	0	0.00
	Sub-Total (A) (2)							
	Total Shareholding of Promoter and Promoter Group (A) = (A)(1)+(A)(2)	3	9,461,691	9,461,691	73.35	73.35	0	0.00
(B)	Public Shareholding						NA	NA
(1)	Institutions						NA	NA
(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	2	411,359	410,859	3.19	3.19		
(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)	Any Other (Specify)							
	Sub-Total (B) (1)	38	1,690,245	1,602,177	13.10	13.10		
(2)	Non-Institutions						NA	NA
(a)	Bodies Corporate	176	391,400	379,119	3.03	3.03		
(b)	Individuals							
(i)	Individual Shareholders holding nominal Share Capital upto Rs.1 Lakh	10,975	1,293,585	763,611	10.03	10.03		
(ii)	Individual Shareholders holding nominal Share Capital in excess of Rs.1 Lakh	1	12,000	12,000	0.09	0.09		
(c)	Any Other (Specify)							
(i)	Trust	2	1,080	1,080	0.01	0.01		
(ii)	Directors & their relatives	1	385	385	0.00	0.00	NA	NA
(iii)	OCBs/Foreign Cos	2	48,230	46,650	0.37	0.37		
	Sub-total (B) (2)	11,157	1,746,680	1,202,845	13.54	13.54		
	Total Public Shareholding (B) = (B)(1)+(B)(2)	11,195	3,436,925	2,805,022	26.65	26.65	NA	NA
	TOTAL (A)+(B)	11,198	12,898,616	12,266,713	100.00	100.00		
(C)	Shares held by Custodians against which DRs are issued (GDR)						NA	NA
(1)	Promoter and Promoter Group	0	0	0	0.00	0.00		
(2)	Public	0	0	0	0.00	0.00		
	GRAND TOTAL (A)+(B)+(C)	11,198	12,898,616	12,266,713		100.00		



(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 FINANCE LIMITED	166398	1.29	0	0.00	0.00	0	0.00	0	0.00	1.29
	TOTAL	9461691	73.35	0	0.00	0.00	0	0.00	0	0.00	73.35

(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. (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)}	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	INDIA DISCOVERY FUND LIMITED	1148255	8.90	0	0.00	0	0.00	8.90
2	LIFE INSURANCE CORPORATION OF INDIA	411359	3.19	0	0.00	0	0.00	3.19
3	SPS CAPITAL & MONEY MANAGEMENT SERVICES PVT LTD	241819	1.87	0	0.00	0	0.00	1.87
	TOTAL	1801433	13.97	0	0.00	0	0.00	13.97

(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. (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)}	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	INDIA DISCOVERY FUND LIMITED	1148255	8.90	0	0.00	0	0.00	8.90
	TOTAL	1148255	8.90	0	0.00	0	0.00	8.90



CLAUSE 35 OF EQUITY LISTING AGREEMENTName of the Company : **FORBES & COMPANY LIMITED**Quarter ended : **31st December, 2011**Scrip Code : **502865****(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				
2				
-----N.A.-----				
TOTAL				

(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}
1				
2				
-----N.A.-----				
TOTAL				

(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}
1				
2				
-----N.A.-----				
TOTAL				

