

COMPANY NAME: HeidelbergCement India Limited

Scrip Code: NSE - HEIDELBERG , BSE - 500292

Name of Scrip , Class of Shares : Equity Shares of Rs. 10 each fully paid up

SHAREHOLDING PATTERN IN COMPLIANCE WITH CLAUSE 35 OF THE LISTING AGREEMENT AS ON 30th SEPTEMBER 2011

1(a) Statement showing Shareholding Pattern

| 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 | NIL | NIL | NIL |
| Held by Public | NIL | NIL | NIL |
| Total | NIL | NIL | NIL |
| 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 | NIL | NIL | NIL |
| Held by Public | NIL | NIL | NIL |
| Total | NIL | NIL | NIL |
| 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 | NIL | NIL | NIL |
| Held by Public | NIL | NIL | NIL |
| Total | NIL | NIL | NIL |
| Total paid-up capital of the Company assuming full conversion of warrants and convertible securities (Not applicable since company has not issued any convertible warrants / securities). | 22,66,13,116 fully paid-up Equity Shares of Rs. 10/- each aggregating to Rs.226,61,31,160/-. | | |

| Category Code | Category of shareholder | Total Number of shareholders | Total number of shares | Number of shares held in dematerialized form | Total shareholding as a percentage of total number of shares | | Shares pledged or otherwise encumbered | |
|---------------|---|------------------------------|------------------------|--|--|----------------------------|--|----------------------|
| | | | | | As a percentage of (A+B)1 | As a percentage of (A+B+C) | Number of shares | As a percentage |
| (I) | (II) | (III) | (IV) | (V) | (VI) | (VII) | (VIII) | (IX)=(VIII)/(IV)*100 |
| (A) | Shareholding of Promoter and Promoter Group[2] | | | | | | | |
| (1) | Indian | | | | | | | |
| (a) | Individuals/ Hindu Undivided Family | - | - | - | - | - | - | - |
| (b) | Central Government/ State Government(s) | - | - | - | - | - | - | - |
| (c) | Bodies Corporate | - | - | - | - | - | - | - |
| (d) | Financial Institutions/ Banks | - | - | - | - | - | - | - |
| (e) | Any Other (specify) | - | - | - | - | - | - | - |
| | Sub-Total (A)(1) | - | - | - | - | - | - | - |
| (2) | Foreign | | | | | | | |
| (a) | Individuals (Non-Resident Individuals/ Foreign Individuals) | - | - | - | - | - | - | - |
| (b) | Bodies Corporate | 1 | 155,340,196 | 155,340,196 | 68.55 | 68.55 | NIL | NIL |
| (c) | Institutions | - | - | - | - | - | - | - |
| (d) | Any Other (specify) | - | - | - | - | - | - | - |
| | Sub-Total (A)(2) | 1 | 155340196 | 155340196 | 68.55 | 68.55 | NIL | NIL |
| | Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2) | 1 | 155340196 | 155340196 | 68.55 | 68.55 | NIL | NIL |
| (B) | Public shareholding[3] | | | | | | | |
| (1) | Institutions | | | | | | | |
| (a) | Mutual Funds/ UTI | 16 | 5,242,189 | 5,236,760 | 2.31 | 2.31 | | |
| (b) | Financial Institutions/ Banks | 14 | 17,244 | 16,269 | 0.01 | 0.01 | | |
| (c) | Central Government/ State Government(s) | 1 | 328,440 | - | 0.14 | 0.14 | | |
| (d) | Venture Capital Funds | - | - | - | - | - | | |
| (e) | Insurance Companies | 3 | 3,608,864 | 3,607,464 | 1.59 | 1.59 | | |
| (f) | Foreign Institutional Investors | 33 | 15,336,820 | 15,336,688 | 6.77 | 6.77 | | |
| (g) | Foreign Venture Capital Investors | - | - | - | - | - | | |
| (h) | Any Other (specify) | - | - | - | - | - | | |
| | Sub-Total (B)(1) | 67 | 24,533,557 | 24,197,181 | 10.83 | 10.83 | | |
| (2) | Non-institutions | | | | | | | |
| (a) | Bodies Corporate | 892 | 12,035,241 | 12,016,187 | 5.31 | 5.31 | | |
| (b) | Individuals - | | | | | | | |
| | i. Individual shareholders holding nominal share capital up to Rs. 1 lakh. | 55,083 | 22,169,019 | 20,812,917 | 9.78 | 9.78 | | |
| | ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh. | 277 | 10,103,790 | 10,056,090 | 4.46 | 4.46 | | |
| (c) | Any Other (specify) | | | | | | | |
| | Directors (other than promoter directors) & their relatives | 1 | 7,500 | 7,500 | 0.00 | 0.00 | | |
| | Clearing Members | 158 | 256,389 | 256,389 | 0.11 | 0.11 | | |
| | Trusts | 10 | 873,488 | 19,719 | 0.39 | 0.39 | | |
| | Overseas Corporate Body | 1 | 1,500 | - | 0.00 | 0.00 | | |
| | Foreign Corporate Bodies | - | - | - | - | - | | |
| | Foreign National | - | - | - | - | - | | |
| | NRI | 834 | 1292436 | 1223391 | 0.57 | 0.57 | | |
| | Sub-Total (B)(2) | 57,256 | 46,739,363 | 44,392,193 | 20.63 | 20.63 | | |
| | Total Public Shareholding (B)= (B)(1)+(B)(2) | 57,323 | 71,272,920 | 68,589,374 | 31.45 | 31.45 | | |
| | TOTAL (A)+(B) | 57,324 | 226,613,116 | 223,929,570 | 100.00 | 100.00 | NIL | |
| (C) | Shares held by Custodians and against which Depository Receipts have been issued | | | | | | | |
| 1 | Promoter and Promoter Group | - | - | - | - | - | - | - |
| 2 | Public | - | - | - | - | - | - | - |
| | GRAND TOTAL (A)+(B)+(C) | 57,324 | 226,613,116 | 223,929,570 | 100.00 | 100.00 | NIL | 0 |

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

| Sr. No. | Name of the shareholder | Total shares held | | Shares pledged or otherwise encumbered | | |
|---------|-------------------------|-------------------|-----------------------------------|--|--------------------|--|
| | | Number of shares | As a % of grand total (A)+(B)+(C) | Number of shares | As a percentage | As a % of grand total (A)+(B)+(C) of sub-clause (l)(a) |
| (I) | (II) | (III) | (IV) | (V) | (VI)=(V)/(III)*100 | (VII) |
| 1 | Centrum I B. V. | 155340196 | 68.55 | - | - | - |
| | Total | 155340196 | 68.55 | | | |

(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 | Central India General Agents Ltd | 6134583 | 2.71 |
| 2 | Somerset Emerging Markets Small Cap Fund Llc | 4424128 | 1.95 |
| 3 | Life Insurance Corporation of India | 3608764 | 1.59 |
| 4 | Fidelity Funds - Global Industrials Pool | 2608684 | 1.15 |
| | Total | 16776159 | 7.40 |

(I)(d) **Statement showing details of locked-in shares**

| Sr. No. | Name of the shareholder | Category | 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 | Cementrum I B.V | Promoter | 17150838 # | 7.57 |
| | Total | | | |

Out of total 6,86,03,255 equity shares allotted to Cementrum I B.V. on 27-03-2009, 1,71,50,838 equity shares are locked-in for 3 years from the date of listing of shares at the stock exchanges i.e, upto 20th May 2012.

(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} |
|---------|---|---------------------------|---|---|
| | NIL | NIL | NIL | NIL |

(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} |
|---------|-----------------------|---|---|---|
| | NIL | NIL | NIL | NIL |

(III) (a) **Statement showing the voting pattern of shareholders, if more than one class of shares/securities is issued by the issuer on 30.9.2011**

Class X : Equity Shares of Rs. 10 each fully paid up.

Class Y : NIL

Class Z : NIL

| Category Code | Category of shareholder | Number of Voting Rights held in each class of securities | | | Total Voting Rights (III+IV+V) | Total Voting Rights i.e (VI) | |
|---------------|--|--|------------|------------|--------------------------------|------------------------------|----------------------------|
| | | Class X | Class Y | Class Z | | As a percentage of (A+B) | As a percentage of (A+B+C) |
| (I) | (II) | (III) | (IV) | (V) | (VI) | (VII) | (VIII) |
| (A) | Promoter and Promoter Group | | NIL | NIL | - | - | - |
| -1 | Indian | | | | | | |
| (a) | Individuals/ Hindu Undivided Family | - | | | - | - | - |
| (b) | Central Government/ State Government(s) | - | | | - | - | - |
| (c) | Bodies Corporate | - | | | - | - | - |
| (d) | Financial Institutions/ Banks | - | | | - | - | - |
| (e) | Any Other (specify) | - | | | - | - | - |
| | Sub-Total (A)(1) | - | | | - | - | - |
| -2 | Foreign | | | | | | |
| (a) | Individuals (Non-Resident Individuals/ Foreign Individuals) | - | | | - | - | - |
| (b) | Bodies Corporate | 155340196 | | | 155340196 | 68.55 | 68.55 |
| (c) | Institutions | - | | | - | - | - |
| (d) | Any Other (specify) | - | | | - | - | - |
| | Sub-Total (A)(2) | 155340196 | | | 155340196 | 68.55 | 68.55 |
| | Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2) | 155340196 | | | 155340196 | 68.55 | 68.55 |
| (B) | Public shareholding | | NIL | NIL | | | |
| -1 | Institutions | | | | | | |
| (a) | Mutual Funds/UTI | 5242189 | | | 5242189 | 2.31 | 2.31 |
| (b) | Financial Institutions/ Banks | 17244 | | | 17244 | 0.01 | 0.01 |
| (c) | Central Government/ State Government(s) | 328440 | | | 328440 | 0.15 | 0.15 |
| (d) | Venture Capital Funds | - | | | - | - | - |
| (e) | Insurance Companies | 3608864 | | | 3608864 | 1.59 | 1.59 |
| (f) | Foreign Institutional Investors | 15336820 | | | 15336820 | 6.77 | 6.77 |
| (g) | Foreign Venture Capital Investors | - | | | - | - | - |
| (h) | Any Other (specify) | - | | | - | - | - |
| | Sub-Total (B)(1) | 24533557 | | | 24533557 | 10.83 | 10.83 |
| -2 | Non-institutions | | | | | | |
| (a) | Bodies Corporate | 12035241 | | | 12035241 | 5.31 | 5.31 |
| (b) | Individuals - | | | | | | |
| | i. Individual shareholders holding nominal share capital up to Rs. 1 lakh. | 22169019 | | | 22169019 | 9.78 | 9.78 |
| | ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh. | 10103790 | | | 10103790 | 4.46 | 4.46 |
| (c) | Any Other (specify) | | | | | | |
| | Non- Residents | 1292436 | | | 1292436 | 0.57 | 0.57 |
| | Directors (Other than Promoter Directors) & their Relatives | 7500 | | | 7500 | 0.00 | 0.00 |
| | Overseas Corporate Body (OCB) | 1500 | | | 1500 | - | - |
| | Trusts | 873488 | | | 873488 | 0.39 | 0.39 |
| | Clearing Member | 256389 | | | 256389 | 0.11 | 0.11 |
| | Sub-Total (B)(2) | 46739363 | | | 46739363 | 20.63 | 20.63 |
| | Total Public Shareholding (B)= (B)(1)+(B)(2) | 71272920 | | | 71272920 | 31.45 | 31.45 |
| | TOTAL (A)+(B) | 226613116 | | | 226613116 | 100.00 | 100.00 |
| (C) | Shares held by Custodians and against which Depository Receipts have been issued | - | - | - | - | - | - |
| | GRAND TOTAL (A)+(B)+(C) | 226613116 | NIL | NIL | 226613116 | 100 | 100 |

Note: The Company has not issued any shares with differential voting rights.

HeidelbergCement India Limited.

List of Categories for "Any Others" as on 30th September 2011

| Promoter & Promoter Group Holdings | | No. of shareholders | No. of shares | % |
|------------------------------------|--|---------------------|---------------|------|
| Indian Promoters | | | | |
| A1e | Directors & their Relatives | | | |
| A1e | Societies | | | |
| A1e | Partnership Firms | | | |
| A1e | Reserve Bank of India | | | |
| A1e | Employees Welfare Fund | | | |
| A1e | ESOP / ESOS | | | |
| A1e | Trusts | | | |
| Foreign Promoters | | | | |
| A2d | Directors & their Relatives | | | |
| A2d | Societies | | | |
| A2d | Partnership Firms | | | |
| A2d | Employees Welfare Fund | | | |
| A2d | Trusts | | | |
| A2d | ESOP / ESOS | | | |
| Public Holdings | | | | |
| Institutions | | | | |
| B1h | Foreign Financial Institutions | | | |
| B1h | Foreign Mutual Fund | | | |
| B1h | Foreign Financial Institutions / Banks | | | |
| B1h | Stressed Assets Stabilisation Fund | | | |
| B1h | State Finance Corporation | | | |
| Non Institutions | | | | |
| B2c | Trusts | 10 | 873488 | 0.39 |
| B2c | Directors & their Relatives | 1 | 7500 | - |
| B2c | Foreign Nationals | | | |
| B2c | Escrow Account | | | |
| B2c | Market Maker | | | |
| B2c | Non Resident Indians | 834 | 1292436 | 0.57 |
| B2c | Overseas Corporate Bodies | 1 | 1500 | - |
| B2c | Societies | | | |
| B2c | Clearing Members | 158 | 256389 | 0.11 |
| B2c | Shares in transit | | | |
| B2c | Hindu Undivided Families | | | |
| B2c | Foreign Corporate Bodies | | | |
| B2c | Partnership Firms | | | |
| B2c | Custodian of Enemy Property | | | |
| B2c | Foreign Collaborators | | | |
| B2c | ESOP/ESOS/ESPS | | | |