

(1)(a) Statement showing shareholding pattern

|  |  |   |  |
|--|--|---|--|
| Name of the Company : Havells India Limited  |  |   |  |
| Scrip Code, Name of Scrip, Class of Security : INE176B01026 , Havells , Equity                               |  |   |  |
| QUARTER ENDED : 31.12.2011   |  |   |  |
| 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 / Promoter group  | NIL  | NIL   | NIL  |
| Held By Public   | NIL  | NIL   | NIL  |
| <b>Total</b>   | <b>NIL</b>   | <b>NIL</b>  | <b>NIL</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  | NIL  | NIL   | NIL  |
| Held By Public   | NIL  | NIL   | NIL  |
| <b>Total</b>   | <b>NIL</b>   | <b>NIL</b>  | <b>NIL</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  | NIL  | NIL   | NIL  |
| Held By Public   | NIL  | NIL   | NIL  |
| <b>Total</b>   | <b>NIL</b>   | <b>NIL</b>  | <b>NIL</b>   |
| <b>Total paid-up capital of the company, assuming full conversion of warrants and convertible securities</b> | <b>Rs. 623874060.00 (Rupees Sixty Two Crores Thirty Eight Lacs Seventy Four Thousand Sixty Only) comprising of 124774812 Equity Shares of Rs.5/- each.</b> |   |  |

| Category Code | Category of Shareholder   | No. of Shareholders | Total No. of Shares | No. 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)                                     | As a percentage of (A+B+C) | Number of shares                       | As a percentage (IX) = (VIII)/(IV)*100 |
| (I)           | (II)  | (III)               | (IV)                | (V)                                       | (VI)   | (VII)                      | (VIII)                                 | (IX)                                   |
| <b>(A)</b>    | <b>Promoter and Promoter Group</b>  |                     |                     |   |  |                            |  |  |
| <b>(1)</b>    | <b>Indian</b>   |                     |                     |   |  |                            |  |  |
| (a)           | Individuals / Hindu Undivided Family  | 8                   | 25271476            | 25271476                                  | 20.25  | 20.25                      | NIL                                    | NIL                                    |
| (b)           | Central Government / State Government(s)  | 0                   | 0                   | 0   | 0.00   | 0.00                       | NIL                                    | NIL                                    |
| (c)           | Bodies Corporate  | 3                   | 51541376            | 51541376                                  | 41.31  | 41.31                      | NIL                                    | NIL                                    |
| (d)           | Financial Institutions / Banks  | 0                   | 0                   | 0   | 0.00   | 0.00                       | NIL                                    | NIL                                    |
| (e)           | Any Others (Specify)  | 0                   | 0                   | 0   | 0.00   | 0.00                       | NIL                                    | NIL                                    |
|               | <b>Sub-Total (A)(1)</b>   | <b>11</b>           | <b>76812852</b>     | <b>76812852</b>                           | <b>61.56</b>   | <b>61.56</b>               | <b>NIL</b>                             | <b>NIL</b>                             |
| <b>(2)</b>    | <b>Foreign</b>  |                     |                     |   |  |                            |  |  |
| (a)           | Individuals (NRIs / Foreign Individuals)  | 0                   | 0                   | 0   | 0.00   | 0.00                       | NIL                                    | NIL                                    |
| (b)           | Bodies Corporate  | 0                   | 0                   | 0   | 0.00   | 0.00                       | NIL                                    | NIL                                    |
| (c)           | Institutions  | 0                   | 0                   | 0   | 0.00   | 0.00                       | NIL                                    | NIL                                    |
| (d)           | Any Others (Specify)  | 0                   | 0                   | 0   | 0.00   | 0.00                       | NIL                                    | NIL                                    |
|               | <b>Sub-Total (A)(2)</b>   | <b>0</b>            | <b>0</b>            | <b>0</b>                                  | <b>0.00</b>  | <b>0.00</b>                | <b>NIL</b>                             | <b>NIL</b>                             |
|               | <b>Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)</b>              | <b>11</b>           | <b>76812852</b>     | <b>76812852</b>                           | <b>61.56</b>   | <b>61.56</b>               | <b>NIL</b>                             | <b>NIL</b>                             |
| <b>(B)</b>    | <b>Public Shareholding</b>  |                     |                     |   |  |                            | <b>N.A.</b>                            | <b>N.A.</b>                            |
| <b>(1)</b>    | <b>Institutions</b>   |                     |                     |   |  |                            | <b>N.A.</b>                            | <b>N.A.</b>                            |
| (a)           | Mutual Funds/ UTI   | 13                  | 1444524             | 1444524                                   | 1.16   | 1.16                       |  |  |
| (b)           | Financial Institutions / Banks  | 3                   | 26525               | 26525                                     | 0.02   | 0.02                       |  |  |
| (c)           | Central Government / State Government(s)  | 0                   | 0                   | 0   | 0.00   | 0.00                       |  |  |
| (d)           | Venture Capital Funds   | 0                   | 0                   | 0   | 0.00   | 0.00                       |  |  |
| (e)           | Insurance Companies   | 1                   | 40000               | 40000                                     | 0.03   | 0.03                       |  |  |
| (f)           | Foreign Institutional Investors   | 84                  | 23859879            | 23859879                                  | 19.12  | 19.12                      |  |  |
| (g)           | Foreign Venture Capital Investors   | 0                   | 0                   | 0   | 0.00   | 0.00                       |  |  |
| (h)           | Any Other (Specify)   | 0                   | 0                   | 0   | 0.00   | 0.00                       |  |  |
|               | <b>Sub-Total (B)(1)</b>   | <b>101</b>          | <b>25370928</b>     | <b>25370928</b>                           | <b>20.33</b>   | <b>20.33</b>               |  |  |
| <b>(2)</b>    | <b>Non-institutions</b>   |                     |                     |   |  |                            | <b>N.A.</b>                            | <b>N.A.</b>                            |
| (a)           | Bodies Corporate  | 780                 | 1472024             | 1472024                                   | 1.18   | 1.18                       |  |  |
| (b)           | (i) Individuals holding nominal share capital <= Rs. 1 Lakh                             | 32806               | 6263149             | 5535357                                   | 5.02   | 5.02                       |  |  |
|               | (ii) Individuals holding nominal share capital > Rs. 1 Lakh                             | 19                  | 1020730             | 975930                                    | 0.82   | 0.82                       |  |  |
| <b>(C)</b>    | <b>Others</b>   |                     |                     |   |  |                            |  |  |
| (1)           | Trusts  | 6                   | 4298                | 4298                                      | 0.00   | 0.00                       |  |  |
| (2)           | Foreign Nationals   | 0                   | 0                   | 0   | 0.00   | 0.00                       |  |  |
| (3)           | Non Residents Indians   | 780                 | 714194              | 474994                                    | 0.57   | 0.57                       |  |  |
| (4)           | Clearing Members  | 119                 | 129999              | 129999                                    | 0.10   | 0.10                       |  |  |
| (5)           | Hindu Undivided Families  | 536                 | 166638              | 166638                                    | 0.13   | 0.13                       |  |  |
| (6)           | Foreign Corporate Bodies  | 1                   | 12820000            | 12820000                                  | 10.27  | 10.27                      |  |  |
|               | <b>Sub-Total (B)(2)</b>   | <b>35047</b>        | <b>22591032</b>     | <b>21579240</b>                           | <b>18.11</b>   | <b>18.11</b>               |  |  |
|               | <b>Total Public Shareholding (B) = (B)(1)+(B)(2)</b>                                    | <b>35148</b>        | <b>47961960</b>     | <b>46950168</b>                           | <b>38.44</b>   | <b>38.44</b>               | <b>N.A.</b>                            | <b>N.A.</b>                            |
|               | <b>TOTAL (A)+(B)</b>  | <b>35159</b>        | <b>124774812</b>    | <b>123763020</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>N.A.</b>                            | <b>N.A.</b>                            |
| (1)           | Promoter and Promoter Group   | 0                   | 0                   | 0   | 0  | 0.00                       | N.A.                                   | N.A.                                   |
| (2)           | Public  | 0                   | 0                   | 0   | 0  | 0.00                       | N.A.                                   | N.A.                                   |
|               | <b>GRAND TOTAL (A)+(B)+(C)</b>  | <b>35159</b>        | <b>124774812</b>    | <b>123763020</b>                          | <b>100.00</b>  | <b>100.00</b>              |  |  |

(1)(b) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category " Promoter and Promoter Group"

| S.N. | Name of the shareholder             | 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 |
|------|-------------------------------------|------------------------|------------------------------------|-------------------|----------------------|--|-------------------------|---|---------------------------------------|---|--|
|      |                                     | Number of Shares held  | As a % of grand total (A)+(B)+ (C) | No.               | As a Percentage      | As a % of grand total (A)+(B)+(C) of sub-clause (I)(a) | Number of warrants held | As a % total number of warrants of the same class | Number of convertible securities held | As a % total number of convertible securities of the same class |  |
| (I)  | (II)                                | (III)                  | (IV)                               | (V)               | (VI) = (V)/(III)*100 | (VII)  | (VIII)                  | (IX)  | (X)                                   | (XI)  | (XII)  |
| 1    | QIMAT RAI GUPTA                     | 9535888                | 7.64                               | NIL               | NIL                  | NIL  | NIL                     | NIL   | NIL                                   | NIL   | 7.64   |
| 2    | SURJEET KUMAR GUPTA                 | 6530160                | 5.23                               | NIL               | NIL                  | NIL  | NIL                     | NIL   | NIL                                   | NIL   | 5.23   |
| 3    | VINOD GUPTA                         | 3734960                | 2.99                               | NIL               | NIL                  | NIL  | NIL                     | NIL   | NIL                                   | NIL   | 2.99   |
| 4    | ANIL GUPTA                          | 3467948                | 2.78                               | NIL               | NIL                  | NIL  | NIL                     | NIL   | NIL                                   | NIL   | 2.78   |
| 5    | SHALINI GUPTA                       | 779700                 | 0.62                               | NIL               | NIL                  | NIL  | NIL                     | NIL   | NIL                                   | NIL   | 0.62   |
| 6    | SANTOSH GUPTA                       | 463344                 | 0.37                               | NIL               | NIL                  | NIL  | NIL                     | NIL   | NIL                                   | NIL   | 0.37   |
| 7    | SANGEETA GUPTA                      | 446244                 | 0.36                               | NIL               | NIL                  | NIL  | NIL                     | NIL   | NIL                                   | NIL   | 0.36   |
| 8    | AMEET GUPTA                         | 313232                 | 0.25                               | NIL               | NIL                  | NIL  | NIL                     | NIL   | NIL                                   | NIL   | 0.25   |
| 9    | QRG ENTERPRISES LIMITED             | 37971776               | 30.43                              | NIL               | NIL                  | NIL  | NIL                     | NIL   | NIL                                   | NIL   | 30.43  |
| 10   | AJANTA MERCANTILE LIMITED           | 12369600               | 9.91                               | NIL               | NIL                  | NIL  | NIL                     | NIL   | NIL                                   | NIL   | 9.91   |
| 11   | HAVELL'S FINANCIAL SERVICES LIMITED | 1200000                | 0.96                               | NIL               | NIL                  | NIL  | NIL                     | NIL   | NIL                                   | NIL   | 0.96   |
|      | *** Total ***                       | 76812852               | 61.56                              |                   |                      |  |                         |   |                                       |   | 61.56  |

(1)(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

| S.N. | Name of the shareholder  | Number of Shares held | Shares as a % 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    | HSBC BANK (MAURITIUS) LIMITED A/C JWALAMUKHI INVESTMENT HOLDINGS | 2106000               | 1.69  | NIL                     | NIL   | NIL                                   | NIL   | 1.69   |
| 2    | CITIGROUP GLOBAL MARKETS MAURITIUS PVT. LIMITED                  | 4025660               | 3.23  | NIL                     | NIL   | NIL                                   | NIL   | 3.23   |
| 3    | WARBURG PICUS INTERNATIONAL LLC A/C WOODCREST INVESTMENT LTD.    | 4607600               | 3.69  | NIL                     | NIL   | NIL                                   | NIL   | 3.69   |
| 4    | NALANDA INDIA EQUITY FUND LIMITED                                | 5224947               | 4.19  | NIL                     | NIL   | NIL                                   | NIL   | 4.19   |
| 5    | SEACREST INVESTMENT LIMITED                                      | 12820000              | 10.27   | NIL                     | NIL   | NIL                                   | NIL   | 10.27  |
|      | *** Total ***  | 28784207              | 23.07   |                         |   |                                       |   | 23.07  |

(1)(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

| S.N. | Name (s) of the shareholder(s) and the Persons Acting in Concert (PAC) with them | Number of Shares | Shares as a % 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  | 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    | SEACREST INVESTMENT LIMITED  | 12820000         | 10.27   | NIL                 | NIL   | NIL                                   | NIL   | 10.27  |
|      | *** Total ***  | 12820000         | 10.27   |                     |   |                                       |   | 10.27  |

(1) (d) STATEMENT SHOWING DETAILS OF LOCKED IN SHARES

| Srl.No | Name of shareholder     | No. of locked in Shares | Locked-in shares as a % of total number of shares (i.e. Grand Total (A)+(B)+© indicated in statement at para (I)(a) above) |
|--------|-------------------------|-------------------------|--|
| 1      | QRG ENTERPRISES LIMITED | 1109500                 | 0.8892   |
|        | *** Total ***           | 1109500                 | 0.8892   |

(II) (a) STATEMENT SHOWING DETAILS OF DEPOSITORY RECEIPTS (DRS)

| Srl. 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.  | NIL                       | NIL   | NIL   |

(II) (b) STATEMENT SHOWING HOLDING OF DEPOSITORY RECEIPTS (DRSs), where underlying shares held by "Promoter/Promoter group" are in excess of 1% of the total number of shares.

| Srl. No. | Name of 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.              | NIL  | NIL   | NIL   |

(III) (a) STATEMENT SHOWING VOTING PATTERN OF SHAREHOLDERS, IF MORE THAN ONE CLASS OF SHARE/SECURITIES IS ISSUED BY THE ISSUER

(Give Description of voting rights for each class of security.)

Class X:

Class Y:

Class Z:

N.A. (Only One tyape of Security - Equity Shares)

| Category code | Category of shareholder   | Number of Voting Rights held in each class of securities |              |             | Total Voting Rigts (III+IV+V) (VI) | Total Voting Rights i.e. (VI)  |                                   |
|---------------|---|--|--------------|-------------|------------------------------------|--------------------------------|-----------------------------------|
|               |   | Class X (III)  | Class Y (IV) | Class Z (V) |                                    | As a percentage of (A+B) (VII) | As a percentage of (A+B+C) (VIII) |
| (A)           | <b>Promoter and Promoter Group</b>  |  |              |             |                                    |                                |                                   |
| (1)           | <b>Indian</b>   |  |              |             |                                    |                                |                                   |
| (a)           | Individuals / Hindu Undivided Family  |  |              |             |                                    |                                |                                   |
| (b)           | Central Government / State Government(s)  |  |              |             |                                    |                                |                                   |
| (c)           | Bodies Corporate  |  |              |             |                                    |                                |                                   |
| (d)           | Financial Institutions / Banks  |  |              |             |                                    |                                |                                   |
| (e)           | Any Others (Specify)  |  |              |             |                                    |                                |                                   |
|               | <b>Sub-Total (A)(1)</b>   |  |              |             |                                    |                                |                                   |
| (2)           | <b>Foreign</b>  |  |              |             |                                    |                                |                                   |
| (a)           | Individuals (NRIs / Foreign Individuals)  |  |              |             |                                    |                                |                                   |
| (b)           | Bodies Corporate  |  |              |             |                                    |                                |                                   |
| (c)           | Institutions  |  |              |             |                                    |                                |                                   |
| (d)           | Any Others (Specify)  |  |              |             |                                    |                                |                                   |
|               | <b>Sub-Total (A)(2)</b>   |  |              |             |                                    |                                |                                   |
|               | <b>Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)</b>              |  |              |             |                                    |                                |                                   |
| (B)           | <b>Public Shareholding</b>  |  |              |             |                                    |                                |                                   |
| (1)           | <b>Institutions</b>   |  |              |             |                                    |                                |                                   |
| (a)           | Mutual Funds/ UTI   |  |              |             |                                    |                                |                                   |
| (b)           | Financial Institutions / Banks  |  |              |             |                                    |                                |                                   |
| (c)           | Central Government / State Government(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>   |  |              |             |                                    |                                |                                   |
| (2)           | <b>Non-institutions</b>   |  |              |             |                                    |                                |                                   |
| (a)           | (a) Bodies Corporate  |  |              |             |                                    |                                |                                   |
| (b)           | (i) Individuals holding nominal share capital < = Rs. 1 Lakh                            |  |              |             |                                    |                                |                                   |
|               | (ii) Individuals holding nominal share capital > Rs. 1 Lakh                             |  |              |             |                                    |                                |                                   |
| (C)           | <b>Others</b>   |  |              |             |                                    |                                |                                   |
|               | (1) Trusts  |  |              |             |                                    |                                |                                   |
|               | (2) Foreign Nationals   |  |              |             |                                    |                                |                                   |
|               | (3) Non Residents Indians   |  |              |             |                                    |                                |                                   |
|               | (4) Clearing Members  |  |              |             |                                    |                                |                                   |
|               | (5) Hindu Undivided Families  |  |              |             |                                    |                                |                                   |
|               | (6) Foreign Corporate Bodies  |  |              |             |                                    |                                |                                   |
|               | <b>Sub-Total (B)(2)</b>   |  |              |             |                                    |                                |                                   |
|               | <b>Total Public Shareholding (B) = (B)(1)+(B)(2)</b>                                    |  |              |             |                                    |                                |                                   |
|               | <b>TOTAL (A)+(B)</b>  |  |              |             |                                    |                                |                                   |
| (C)           | <b>Shares held by Custodians and against which Depository Receipts have been issued</b> |  |              |             |                                    |                                |                                   |
|               | <b>GRAND TOTAL (A)+(B)+(C)</b>  |  |              |             |                                    |                                |                                   |

N.A.