

**Shareholding Pattern as per Clause 35 of Listing Agreement**

**(I)(a) Statement showing Shareholding Pattern**

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Name of the Company: **Kirloskar Oil Engines Limited**

Scrip Code (BSE): **533293**

As on : **31 December 2012**

Symbol (NSE): **KIRLOSENG**

Partly paid-up shares:-	No. of party 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 -D</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 -E</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 - F</b>			
<b>Total paid-up capital of the Company, assuming full conversion of warrants and convertible securities</b>	<b>289227722 i.e. 144613861 equity shares of Rs. 2/- each</b>		

**Shareholding Pattern as per Clause 35 of Listing Agreement  
(I)(a) Statement showing Shareholding Pattern**

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Name of the Company: **Kirloskar Oil Engines Limited**  
As on : **31 December 2012**

Scrip Code (BSE): **533293**  
Symbol (NSE): **KIRLOSENG**

Category Code	Category of Shareholder	Number of Shareholders	Total No. of Shares #	No. of Shares held in Demat Form	Total Shareholding as a % of Total No. of Shares		Shares pledged or otherwise encumbered	
					As a % of (A+B)	As a % of (A+B+C)	Number of shares	As a percentage
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX) = (VIII)/(IV)*100
<b>(A)</b>	<b>Shareholding of Promoter and Promoter Group</b>							
<b>(1)</b>	<b>Indian</b>						NA	NA
(a)	Individuals / Hindu Undivided Family	21	17,186,375	17,186,375	11.88	11.88		
(b)	Central / State Governments	0	0	0	0.00	0.00		
(c)	Bodies Corporate	3	80,229,859	80,229,859	55.48	55.48		
(d)	Financial Institutions / Banks	0	0	0	0.00	0.00		
(e)	Any Other (Specify)	0	0	0	0.00	0.00		
	<b>Sub-Total (A)(1)</b>	<b>24</b>	<b>97,416,234</b>	<b>97,416,234</b>	<b>67.36</b>	<b>67.36</b>		
<b>(2)</b>	<b>Foreign</b>							
(a)	Individuals (NRIs/Foreign Individuals)	0	0	0	0.00	0.00	NA	NA
(b)	Bodies Corporate	0	0	0	0.00	0.00		
(c)	Institutions	0	0	0	0.00	0.00		
(d)	Any Other (Specify)	0	0	0	0.00	0.00		
	<b>Sub-Total (A)(2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>		
	<b>Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)</b>	<b>24</b>	<b>97,416,234</b>	<b>97,416,234</b>	<b>67.36</b>	<b>67.36</b>	<b>NA</b>	<b>NA</b>

## Statement showing Shareholding Pattern

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Name of the Company: Kirloskar Oil Engines Limited  
As on : 31 December 2012Scrip Code (BSE): 533293  
Symbol (NSE):KIRLOSENG

Category Code	Category of Shareholder	Number of Shareholders	Total No. of Shares #	No. of Shares held in Demat Form	Total Shareholding as a % of Total No. of Shares		Shares pledged or otherwise encumbered	
					As a % of (A+B)	As a % of (A+B+C)	Number of shares	As a percentage
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX) = (VIII)/(IV)*100
<b>(B)</b>	<b>Public Shareholding</b>						NA	NA
<b>(1)</b>	<b>Institutions</b>						NA	NA
(a)	Mutual Funds/ UTI	16	4,380,230	4,338,043	3.03	3.03		
(b)	Financial Institutions / Banks	17	3,822,935	3,759,667	2.64	2.64		
(c)	Central / State Governments	0	0	0	0.00	0.00		
(d)	Venture Capital Funds	0	0	0	0.00	0.00		
(e)	Insurance Companies	3	4,418,557	4,418,557	3.06	3.06		
(f)	Foreign Institutional Investors	24	17,550,766	17,544,016	12.14	12.14		
(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>60</b>	<b>30,172,488</b>	<b>30,060,283</b>	<b>20.86</b>	<b>20.86</b>		
<b>(2)</b>	<b>Non Institutions</b>						NA	NA
(a)	Bodies Corporate	370	1,321,501	1,259,406	0.91	0.91		
(b)	Individuals holding nominal share capital							
	i. upto Rs. 1 Lakh	28,041	12,952,274	9,531,986	8.96	8.96		
	ii. In excess of Rs. 1 Lakh	15	2,414,243	2,295,668	1.67	1.67		
(c)	Any Other (specify):							
	Clearing Members	70	20,995	20,995	0.01	0.01		
	Foreign Company	0	0	0	0.00	0.00		
	Market Maker	0	0	0	0.00	0.00		
	Foreign Nationals	1	502	502	0.00	0.00		
	NRI (Repatriate)	177	109,931	62,840	0.08	0.08		
	NRI (Non-Repatriate)	98	205,693	205,693	0.14	0.14		
	OCB's	0	0	0	0.00	0.00		
	<b>Sub-Total (B)(2)</b>	<b>28,772</b>	<b>17,025,139</b>	<b>13,377,090</b>	<b>11.77</b>	<b>11.77</b>		
	<b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	<b>28,832</b>	<b>47,197,627</b>	<b>43,437,373</b>	<b>32.64</b>	<b>32.64</b>	<b>NA</b>	<b>NA</b>
	<b>TOTAL (A)+(B)</b>	<b>28,856</b>	<b>144,613,861</b>	<b>140,853,607</b>	<b>100.00</b>	<b>100.00</b>	<b>NA</b>	<b>NA</b>
<b>(C)</b>	<b>Shares held by custodians and against which Depository Receipts have been issued</b>						NA	NA
1	Promoter and Promoter Group	0	0	0	0.00	0.00		
2	Public	0	0	0	0.00	0.00		
	<b>Sub- Total ( C )</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>		
	<b>GRANT TOTAL (A)+(B)+(C)</b>	<b>28,856</b>	<b>144,613,861</b>	<b>140,853,607</b>	<b>100.00</b>	<b>100.00</b>	<b>NA</b>	<b>NA</b>

## Note:

# Vide Board Resolution dated 25 January 2012, the Company has bought back and extinguished 1,015,424 Equity shares of Rs 2/- each upto 31 December 2012.

**(I)(b) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category “Promoter and Promoter Group”**

Name of the Company: **Kirloskar Oil Engines Limited**  
As on : **31 December 2012**

Scrip Code (BSE): **533293**  
Symbol (NSE):**KIRLOSENG**

Sr. No.	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	Kirloskar Brothers Investments Limited	75,964,859	52.53	0	0.00	0.00	-	-	-	-	52.53
2	Kirloskar Industries Limited	4,265,000	2.95	0	0.00	0.00	-	-	-	-	2.95
3	Atul Chandrakant Kirloskar #	2,014,032	1.39	0	0.00	0.00	-	-	-	-	1.39
4	Rahul Chandrakant Kirloskar ##	1,923,155	1.33	0	0.00	0.00	-	-	-	-	1.33
5	Sanjay Chandrakant Kirloskar ###	39,404	0.03	0	0.00	0.00	-	-	-	-	0.03
6	Suman Chandrakant Kirloskar ####	53,377	0.04	0	0.00	0.00	-	-	-	-	0.04
7	Vikram Shreekant Kirloskar #####	69,489	0.05	0	0.00	0.00	-	-	-	-	0.05
8	Mrinalini Shreekant Kirloskar #####	87,847	0.06	0	0.00	0.00	-	-	-	-	0.06
9	Roopa Jayant Gupta	20,887	0.01	0	0.00	0.00	-	-	-	-	0.01
10	Geetanjali Vikram Kirloskar	37	0.00	0	0.00	0.00	-	-	-	-	0.00
11	Gautam Achyut Kulkarni	1,920,470	1.33	0	0.00	0.00	-	-	-	-	1.33
12	Neeta Achyut Kulkarni	427	0.00	0	0.00	0.00	-	-	-	-	0.00
13	Jyostna Gautam Kulkarni	3,857,250	2.67	0	0.00	0.00	-	-	-	-	2.67
14	Arti Atul Kirloskar	3,600,000	2.49	0	0.00	0.00	-	-	-	-	2.49
15	Alpana Rahul Kirloskar	3,600,000	2.49	0	0.00	0.00	-	-	-	-	2.49
<b>TOTAL</b>		<b>97,416,234</b>	<b>67.36</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>67.36</b>

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

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Name of the Company: **Kirloskar Oil Engines Limited**  
As on : **31 December 2012**

Scrip Code (BSE): **533293**  
Symbol (NSE):**KIRLOSENG**

**(\* The term "encumbrance" has the same meaning as assigned to it in regulation 28(3) of the SAST Regulations, 2011**

**Note:** As 31 December 2012, the total folios under "Promoter and Promoter Group" are 24. In the above table, folios have been clubbed wherever promoters and members of promoter group are holding shares in the capacity as individual / trustee / HUF Karta.

- # Out of these, Atul C. Kirloskar holds 20,13,657 equity shares in the individual capacity and 375 equity shares as a Trustee of C.S. Kirloskar Testamentary Trust.
- ## Out of these, Rahul C. Kirloskar holds 1,919,720 equity shares in the individual capacity and 3,435 equity shares as a Trustee of C.S.Kirloskar Testamentary Trust.
- ### Out of these, Sanjay C. Kirloskar holds 3,750 equity shares in the individual capacity, 35,437 equity shares as a Trustee of Kirloskar Brothers Limited Employees Welfare Trust Scheme and 217 equity shares as Karta of Sanjay C.Kirloskar HUF.
- #### Out of these Suman C. Kirloskar holds 75 equity shares in the individual capacity, 31,875 equity shares as Karta of C.S.Kirloskar HUF and 21,427 equity shares as a Trustee of Vijaya Durga Devi Trust.
- ##### Out of these Vikram S. Kirloskar holds 3,787 equity shares in the individual capacity and 65,702 equity shares as Trustee of Rooplekha (Life Interest) Trust.
- ##### Out of these Mrinalini S. Kirloskar holds 55,972 equity shares in the individual capacity and 31,875 equity shares as Karta of Shreekant S. Kirloskar HUF.

**Following are list of entities/individuals who forms part of Promoter and Promoter Group but not holding equity shares of the Company as on 31 December 2012**

Better Value Holdings Private Limited, Kirloskar Brothers Limited, Kirloskar Pneumatic Company Limited, Kirloskar Ferrous Industries Limited, Kirloskar Systems Limited, Asara Sales & Investments Private Limited, Navsai Investments Private Limited, Prakar Investments Private Limited, Alpak Investments Private Limited, Achyut & Neeta Holdings & Finance Private Limited, Sri Harihareshwara Finance & Investments Private Limited, VikramGeet Investments & Holdings Pvt. Ltd., Kirloskar Roadrailer Limited, Cees Investments and Consultants Private Limited, Kirloskar Integrated Technologies Limited, Kothrud Power Equipment Limited, Nashik Silk Industries Limited, Kirloskar Proprietary Limited, G. G. Dandekar Machine Works Limited, Mahila Udyog Limited, Kirloskar Corrocoat Private Limited, Kirloskar Constructions and Engineers Limited, The Kolhapur Steel Limited, Koppal Mines & Minerals Private Limited, Hematic Motors Private Limited, Kirloskar Chillers Private Limited, Kirloskar Systech Limited, Takshasila Healthcare and Research Service Pvt. Ltd., GreenTek Systems (India) Ltd., Gauri Kirloskar, Chris Kolenaty, Aditi A. Kirloskar, Pratima S. Kirloskar, Alok S. Kirloskar, Rama S. Kirloskar, Alika R. Kirloskar, Aman R. Kirloskar, Nihal G. Kulkarni, Shruti N. Kulkarni, Ambar G. Kulkarni, Komal A. Kulkarni, Gargi N. Kulkarni, Talan A. Kulkarni and Manasi V. Kirloskar.

**(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**

Name of the Company: **Kirloskar Oil Engines Limited**  
As on : **31 December 2012**

Scrip Code (BSE): **533293**  
Symbol (NSE):**KIRLOSENG**

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
				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	Nalanda India Fund Limited	10,896,124	7.53	-	-	-	-	7.53
2	Amansa Capital Pte Limited A/C Amansa Holdings Private Limited	4,000,784	2.77	-	-	-	-	2.77
3	Reliance Capital Trustee Company Limited A/C Reliance Equity Opportunities Fund	3,469,730	2.40	-	-	-	-	2.40
4	The New India Assurance Company Limited	2,007,203	1.39	-	-	-	-	1.39
5	Life Insurance Corporation of India	1,982,964	1.37	-	-	-	-	1.37
6	General Insurance Corporation of India	1,772,647	1.23	-	-	-	-	1.23
7	The Oriental Insurance Company Limited	1,450,059	1.00	-	-	-	-	1.00
<b>TOTAL</b>		<b>25,579,511</b>	<b>17.69</b>	-	-	-	-	<b>17.69</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**

Name of the Company: **Kirloskar Oil Engines Limited**  
As on : **31 December 2012**

Scrip Code (BSE): **533293**  
Symbol (NSE):**KIRLOSENG**

Sr. No.	Name(s) of the shareholder(s) and the Persons Acting in Concert (PAC) with them	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}	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	Nalanda India Fund Limited	10,896,124	7.53	-	-	-	-	7.53
<b>TOTAL</b>		<b>10,896,124</b>	7.53	-	-	-	-	7.53

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

Name of the Company: **Kirloskar Oil Engines Limited**  
As on : **31 December 2012**

Scrip Code (BSE): **533293**  
Symbol (NSE):**KIRLOSENG**

<b>Sr. No.</b>	<b>Name of the shareholder</b>	<b>Number of locked-in shares</b>	<b>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}</b>	<b>Promoter / Promoter Group / Public</b>
1	Kirloskar Brothers Investments Limited *	29,125,950	20.14	Promoter
<b>TOTAL</b>		<b>29,125,950</b>	<b>20.14</b>	

Note: \* These shares will be in lock period upto 29 December 2013 as per in principle approval of BSE and NSE to the Scheme of Arrangement between Kirloskar Industries Limited (earlier known as Kirloskar Oil Engines Limited - Demerged Company) and Kirloskar Oil Engines Limited (earlies known as Kirloskar Engines India Limited - Resulting Company)



**(II)(a) Statement showing details of Depository Receipts (DRs)**

Name of the Company: **Kirloskar Oil Engines Limited**  
As on : **31 December 2012**

Scrip Code (BSE): **533293**  
Symbol (NSE):**KIRLOSENG**

<b>Sr. No.</b>	<b>Type of outstanding DR (ADRs, GDRs, SDRs, etc.)</b>	<b>Number of outstanding DRs</b>	<b>Number of shares underlying outstanding DRs</b>	<b>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}</b>
	NIL	-	-	-
	<b>TOTAL</b>	-	-	-

**(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**

Name of the Company: **Kirloskar Oil Engines Limited**  
As on : **31 December 2012**

Scrip Code (BSE): **533293**  
Symbol (NSE):**KIRLOSENG**

<b>Sr. No.</b>	<b>Name of the DR Holder</b>	<b>Type of outstanding DR (ADRs, GDRs, SDRs, etc.)</b>	<b>Number of shares underlying outstanding DRs</b>	<b>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}</b>
	NIL	-	-	-
	<b>TOTAL</b>	-	-	-

## (III)(a) Statement showing the voting pattern of shareholders, if more than one class of share/securities is issued by the issuer - NA

Class X:

Class Y:

Class Z:

Name of the Company: Kirloskar Oil Engines Limited

Scrip Code (BSE): 533293

As on : 31 December 2012

Symbol (NSE): KIRLOSENG

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 (III)	Class Y (IV)	Class Z (V)		As a % of (A+B)	As a % (A+B+C)
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)
(A)	<b>Promoter and Promoter Group</b>						
(1)	<b>Indian</b>						
(a)	Individuals / Hindu Undivided Family						
(b)	Central / State Governments						
(c)	Bodies Corporate						
(d)	Financial Institutions / Banks						
(e)	Any Other						
	<b>Sub-Total (A)(1)</b>						
(2)	<b>Foreign</b>						
(a)	Individuals (NRIs/Foreign Individuals)						
(b)	Bodies Corporate						
(c)	Institutions						
(d)	Any Other						
	<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 / State Governments						
(d)	Venture Capital Funds						
(e)	Insurance Companies						
(f)	Foreign Institutional Investors						
(g)	Foreign Venture Capital Investors						
(h)	Any Other						
	<b>Sub-Total (B)(1)</b>						
(2)	<b>Non Institutions</b>						
(a)	Bodies Corporate						
(b)	Individuals holding nominal share capital						
	i. upto Rs. 1 Lakh						
	ii. In excess of Rs. 1 Lakh						
(c)	Any Other:						
	Clearing Members						
	Foreign Company						
	Market Maker						
	Foreign Nationals						
	NRI (Repatriate)						
	NRI (Non-Repatriate)						
	OCB's						
	<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>						