

CLAUSE 35 OF EQUITY LISTING AGREEMENT

Name of the Company : **TITAN INDUSTRIES LIMITED**

Quarter Ended : 31st December 2010

(I) (a) Statement showing Shareholding Pattern

| 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) / (IV)*100 |
| (A) | Shareholding of Promoter and Promoter Group² | | | | | | | |
| (1) | Indian | | | | | | | |
| (a) | Individuals / Hindu Undivided Family | - | - | - | - | - | - | - |
| (b) | Central Government / State Government(s) | 1 | 1,23,73,836 | 1,23,73,836 | 27.88 | 27.88 | - | - |
| (c) | Bodies Corporate | 22 | 1,13,35,622 | 1,13,35,622 | 25.54 | 25.54 | - | - |
| (d) | Financial Institutions / Banks | - | - | - | - | - | - | - |
| (e) | Any Other (specify) | - | - | - | - | - | - | - |
| | Sub-Total (A) (1) | 23 | 2,37,09,458 | 2,37,09,358 | 53.41 | 53.41 | | |
| (2) | Foreign | | | | | | | |
| (a) | Individuals (Non-Resident Individuals / Foreign Individuals) | - | - | - | - | - | - | - |
| (b) | Bodies Corporate | - | - | - | - | - | - | - |
| (c) | Institutions | - | - | - | - | - | - | - |
| (d) | Any Other (specify) | - | - | - | - | - | - | - |
| | Sub-Total (A) (2) | - | - | - | - | - | | |
| | Total Shareholding of Promoter and Promoter Group (A) = (A)(1)+(A)(2) | 23 | 2,37,09,458 | 2,37,09,358 | 53.41 | 53.41 | | |
| (B) | Public Shareholding³ | | | | | | N.A. | N.A. |
| (1) | Institutions | | | | | | N.A. | N.A. |
| (a) | Mutual Funds / UTI | 61 | 35,57,740 | 35,52,524 | 8.01 | 8.01 | | |
| (b) | Financial Institutions / Banks | 19 | 3,007 | 1,198 | 0.01 | 0.01 | | |
| (c) | Central Government / State Government(s) | - | - | - | - | - | | |
| (d) | Venture Capital Funds | - | - | - | - | - | | |
| (e) | Insurance Companies | 6 | 2,40,273 | 2,40,273 | 0.54 | 0.54 | | |
| (f) | Foreign Institutional Investors | 137 | 46,34,692 | 46,30,892 | 10.44 | 10.44 | | |
| (g) | Foreign Venture Capital Investors | - | - | - | - | - | | |
| (h) | Any Other (specify) | - | - | - | - | - | | |
| | Sub-Total (B) (1) | 223 | 84,35,712 | 84,24,887 | 19.57 | 19.57 | | |
| (2) | Non-Institutions | | | | | | N.A. | N.A. |
| (a) | Bodies Corporate | 1,626 | 16,91,303 | 16,86,054 | 3.81 | 3.81 | | |
| (b) | Individuals - | | | | | | | |
| i. | Individual shareholders holding nominal share capital upto Rs.1 lakh | 61,922 | 55,33,028 | 39,25,272 | 12.46 | 12.46 | | |
| ii. | Individual shareholders holding nominal share capital in excess of Rs.1 lakh | 50 | 50,02,090 | 49,28,460 | 11.27 | 11.27 | | |
| (c) | Any Other (specify) | - | - | - | - | - | | |
| i. | Trust | 11 | 17,267 | 17,267 | 0.04 | 0.04 | | |
| ii. | O C B | 1 | 450 | 450 | 0.00 | 0.00 | | |
| | Sub-Total (B) (2) | 63,610 | 1,22,44,138 | 1,05,57,503 | 27.06 | 27.06 | | |
| | Total Public Shareholding (B) = (B)(1)+(B)(2) | 63,833 | 2,06,79,850 | 1,89,82,390 | 46.63 | 46.63 | N.A. | N.A. |
| | TOTAL (A)+(B) | 63,856 | 4,43,89,308 | 4,26,91,748 | 100.04 | 100.04 | | |
| (C) | Shares held by Custodians and against which Depository Receipts have been issued | - | - | - | - | - | N.A. | N.A. |
| | GRAND TOTAL (A)+(B)+(C) | 63,856 | 4,43,89,308 | 4,26,91,748 | 100.04 | 100.04 | | |

¹ For determining public shareholding for the purpose of Clause 40A.

² For definitions of "Promoter" and "Promoter Group", refer to Clause 40A.

³ For definitions of "Public Shareholding", refer to Clause 40A.

CLAUSE 35 OF EQUITY LISTING AGREEMENT

Name of the Company : **TITAN INDUSTRIES LIMITED**

Quarter Ended : 31st December 2010

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

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

(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 | JHUNJHUNWALA RAKESH RADHESHYAM | 28,55,205 | 6.43 |
| 2 | HDFC TRUSTEE COMPANY LIMITED-HDFC EQUITY FUND | 10,77,714 | 2.43 |
| 3 | JHUNJHUNWALA REKHA RAKESH | 9,81,694 | 2.21 |
| 4 | MATTHEWS PACIFIC TIGER FUND | 8,32,044 | 1.87 |
| 5 | HDFC TRUSTEE COMPANY LIMITED - HDFC TOP 200 FUND | 8,53,225 | 1.92 |
| 6 | FID FUNDS (MAURITIUS) LIMITED | 7,11,137 | 1.60 |
| 7 | HDFC TRUSTEE COMPANY LIMITED-HDFC PRUDENCE FUND | 4,83,424 | 1.09 |
| TOTAL | | 77,94,443 | 17.56 |

(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) |
|--------------|-------------------------|--|-------------------------------|--|
| 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) |
|--------------|--|---------------------------------|--|---|
| N.A. | | | | |
| TOTAL | | | | |

(II) (b) Statement showing Holding of Depository Receipts (DRs), where underlying shares 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) |
|--------------|-----------------------|--|--|---|
| N.A. | | | | |
| TOTAL | | | | |

CLAUSE 35 OF EQUITY LISTING AGREEMENT

Name of the Company : **TITAN INDUSTRIES LIMITED**

Quarter Ended : 31st December 2010

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

| Category code (I) | Category of Shareholder (II) | Number of Voting Rights held in each class of | | | Total Voting Rights (III+IV+V) | Total Voting Rights i.e. (VI) | |
|-------------------|--|---|--------------|-------------|--------------------------------|-------------------------------|----------------------------------|
| | | Class X (III) | Class Y (IV) | Class Z (V) | | As a percentage of (A+B) (VI) | As a percentage of (A+B+C) (VII) |
| (A) | Shareholding of Promoter and Promoter Group | | | | | | |
| (1) | Indian | | | | | | |
| (a) | Individuals / Hindu Undivided Family | | | | | | |
| (b) | Central Government / State Governments(s) | | | | | | |
| (c) | Bodies Corporate | | | | | | |
| (d) | Financial Institutions / Banks | | | | | | |
| (e) | Any Other (Trust) | | | | | | |
| | Sub-Total (A) (1) | 0 | 0 | 0 | 0.00 | 0.00 | 0.00 |
| (2) | Foreign | | | | | | |
| (a) | Individuals (Non-Resident Individuals / Foreign Individuals) | | | | | | |
| (b) | Bodies Corporate | | | | | | |
| (c) | Institutions | | | | | | |
| (d) | Any Other (specify) | | | | | | |
| | Sub-Total (A) (2) | 0 | 0 | 0 | 0.00 | 0.00 | 0.00 |
| | Total Shareholding of Promoter and Promoter | 0 | 0 | 0 | 0.00 | 0.00 | 0.00 |
| (B) | Public Shareholding | | | | | | |
| (1) | Institutions | | | | | | |
| (a) | Mutual Funds / UTI | | | | | | |
| (b) | Financial Institutions / Banks | | | | | | |
| (c) | Central Government / State Governments(s) | | | | | | |
| (d) | Venture Capital Funds | | | | | | |
| (e) | Insurance Companies | | | | | | |
| (f) | Foreign Institutional Investors | | | | | | |
| (g) | Foreign Venture Capital Investors | | | | | | |
| (h) | Any Other (specify) | | | | | | |
| | Sub-Total (B) (1) | 0 | 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) | Any Other (specify) | | | | | | |
| i | Trusts | | | | | | |
| ii | Foreign Corporate Bodies | | | | | | |
| | Sub-total (B) (2) | 0 | 0 | 0 | 0.00 | 0.00 | 0.00 |
| | Total Public Shareholding (B) = (B)(1)+(B)(2) | 0 | 0 | 0 | 0.00 | 0.00 | 0.00 |
| | TOTAL (A)+(B) | 0 | 0 | 0 | 0.00 | 0.00 | 0.00 |
| (C) | Shares held by Custodians and against which Depository Receipts have been issued | | | | | | |
| | GRAND TOTAL (A)+(B)+(C) | 0 | 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