

**Murugappa Group**

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A. Vellayan

Executive Chairman

11th April, 2016

National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor
Plot No.C/1, G Block
Bandra-Kurla Complex
Bandra (E)
Mumbai 400 051

Shanthi Gears Ltd.
304-A Trichy Road
Singanallur
Coimbatore – 641 005.

BSE Ltd.
1st Floor
New Trading Ring, Rotunda Building
P J Towers, Dalal Street
Fort
Mumbai 400 001

Dear Sirs,

**Sub: Disclosure under Regulations 30(1) and 30(2) of SEBI
(Substantial Acquisition of Shares and Takeovers)
Regulations, 2011 – Continual disclosure.**

In pursuance of Regulations 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, I submit herewith the details of shareholding/voting rights of Promoters together with persons acting in concert in Shanthi Gears Ltd., the Target Company, as on 31st March, 2016.

As required under the said Regulation, the said disclosure has also been sent to the Target Company.

Kindly take the enclosed disclosure on record and do the needful.

Yours faithfully,


A. VELLAYAN
Authorised Signatory

Encl:

Disclosures under Regulations 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

PART - A - Details of Shareholding

1.	Name of the Target Company (TC)	SHANTHI GEARS LTD.
2.	Name(s) of the stock exchange(s) where the shares of the TC are listed	1. National Stock Exchange of India Ltd 2. BSE Ltd
3.	Particulars of the shareholder(s) (a) Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in TC) is more than 25% of the voting rights of the TC. or (b) Name(s) of promoter(s), member of the promoter group and PAC with him.	Provided in (4) below.

4	Particulars of the shareholding of person(s) mentioned at (3) above	No. of shares	% w.r.t. total share/voting capital wherever applicable.	% of total diluted share/voting capital of TC
SI No.	As of March 31st of 2016 , holding of (a) shares			
1	M V Murugappan			
	M V Murugappan			
	M V Murugappan			
2	M V Valli Murugappan			
3	Valli Arunachalam			
4	M Vellachi			
5	Valli Muthiah			
6	Umayal R			
7	M V Subbiah			
	M V Subbiah			
	M V Subbiah			
8	M V Seetha Subbiah			
9	Sivagami Natesan			
10	Valli Subbiah			
11	S Vellayan			
12	Kanika Subbiah			
13	Karthik Subbiah			
14	Kabir Subbiah			
15	A Vellayan			
16	Lalitha Vellayan			
17	Valli Annamalai			
18	V Narayanan			
19	Vasanth Vellayan			
20	V Arunachalam			
21	Nagalakshmi Arunachalam			
22	A Venkatachalam			
	A Venkatachalam			
23	Meyammai Venkatachalam			
24	Arun Venkatachalam			
25	MV.AR Meenakshi			
26	M M Murugappan			
	M M Murugappan			
	M M Murugappan			
	M M Murugappan			
27	Meenakshi Murugappan			
28	M M Veerappan			
29	M M Seethalakshmi			
30	M M Muthiah			

4	Particulars of the shareholding of person(s) mentioned at (3) above	No. of shares	% w.r.t. total share/voting capital wherever applicable.	% of total diluted share/voting capital of TC
31	Solachi Ramanathan	-	-	-
32	M M Venkatachalam	-	-	-
33	Lakshmi Venkatachalam	-	-	-
34	M V Muthiah	-	-	-
35	M V Subramanian	-	-	-
36	M A Alagappan	-	-	-
	M A Alagappan	-	-	-
	M A Alagappan	-	-	-
37	A A Alagammai	-	-	-
38	Lakshmi Ramaswamy	-	-	-
39	Valli Alagappan	-	-	-
40	Arun Alagappan	-	-	-
41	A Keertika Unnamalai	-	-	-
42	Master Pranav Alagappan	-	-	-
43	M A M Arunachalam	-	-	-
	M A M Arunachalam	-	-	-
44	Sigappi Arunachalam	-	-	-
45	AM Meyammai	-	-	-
46	Lakshmi Chockalingam	-	-	-
47	Master Dhruv Murugappan Arunachalam	-	-	-
48	Vedhika Meyammai Arunachalam	-	-	-
49	E.I.D.PARRY (INDIA) LTD.	-	-	-
50	Parry America Inc	-	-	-
51	Parrys Investments Limited	-	-	-
52	Parry Infrastructure Company Private Limited	-	-	-
53	Parrys Sugar Limited	-	-	-
54	Parry Agrochem Exports Ltd	-	-	-
55	Coromandel International Ltd (Earlier known as Coromandel Fertilisers Ltd.)	-	-	-
56	Alimtec S.A.	-	-	-
57	Liberty Pesticides & Fertilizers Limited (LPFL)	-	-	-
58	Parry Chemicals Limited	-	-	-
59	CFL Mauritius Limited	-	-	-
60	Sabero Europe BV	-	-	-
61	Sabero Australia Pty Ltd	-	-	-
62	Sabero Organics America SA	-	-	-
63	Sabero Argentina SA	-	-	-
64	Sabero Organics Philippines Asia Inc.	-	-	-
65	Coromandel Agronegocios De Mexico (Formerly Sabero Organics Mexico S.A. de C.V.)	-	-	-
66	Coromandel Brasil Ltda (Limited Liability Company)	-	-	-
67	Coromandel SQM (India) Ltd.	-	-	-
68	Coromandel Getax Phosphates Pte. Ltd., Singapore	-	-	-

4	Particulars of the shareholding of person(s) mentioned at (3) above	No. of shares	% w.r.t. total share/voting capital wherever applicable.	% of total diluted share/voting capital of TC
69	Yanmar Coromandel Agrisolutions Pvt. Ltd.	-	-	-
70	Tunisian Indian Fertilizer S.A., Tunisia	-	-	-
71	Foskor (Pty) Limited, South Africa	-	-	-
72	Parrys Sugar Industries Limited	-	-	-
73	US Nutraceuticals LLC	-	-	-
74	Parry Sugars Refinery India Pvt. Ltd. (Formerly known as Silkroad Sugar Private Ltd)	-	-	-
75	Dare Investments Limited	-	-	-
76	New Ambadi Estates Pvt. Ltd.	-	-	-
77	Ambadi Investments Pvt Ltd.	-	-	-
78	Murugappa Holdings Ltd. (Formerly Parry Agro Industries Ltd.)	-	-	-
79	Parry Enterprises India Ltd.	-	-	-
80	Parry Agro Industries Ltd. (Formerly Parry Estates Limited)	-	-	-
81	Ambadi Enterprises Ltd.	-	-	-
82	Ambadi Holdings Pvt. Ltd.	-	-	-
83	Murugappa Management Services Ltd.	-	-	-
84	Parry Murray Ltd. UK	-	-	-
85	Tube Investments of India Ltd.	57,296,413	70.117	-
86	TI Tsubamex Pvt Ltd	-	-	-
87	Financiere C 10	-	-	-
88	Sedis, SAS	-	-	-
89	Societe De Commercialisation De Composants Industriels	-	-	-
90	Sedis Company Ltd.	-	-	-
91	Shanthi Gears Ltd.	-	-	-
92	Cholamandalam Securities Ltd.	-	-	-
93	Cholamandalam Distribution Services Ltd.	-	-	-
94	Chola Insurance Services Pvt. Ltd.	-	-	-
95	Chola Business Services Ltd.	-	-	-
96	Cholamandalam Investment and Finance Co. Ltd.	-	-	-
97	Kartik Investments Trust Limited	-	-	-
98	CherryTin Online Private Limited	-	-	-
99	Cholamandalam MS General Insurance Company Ltd.	-	-	-
100	Cholamandalam MS Risk Services Ltd.	-	-	-
101	TI Financial Holdings Limited	-	-	-
102	Carborundum Universal Ltd.	-	-	-
103	CUMI America Inc.	-	-	-
104	Net Access (India) limited	-	-	-
105	Southern Energy Development Corporation Ltd.	-	-	-
106	Sterling Abrasives Ltd.	-	-	-
107	CUMI (Australia) Pty Ltd	-	-	-
108	CUMI Middle East FZE	-	-	-
109	CUMI International Ltd	-	-	-
110	Volszhsky Abrasives Works	-	-	-
111	Foskor Zirconia Pty Limited, South Africa	-	-	-
112	CUMI Abrasives and Ceramics Company Ltd, China	-	-	-
113	CUMI Europe s.r.o	-	-	-
114	Thukela Refractories Isithebe Proprietary Limited	-	-	-
115	Wendt (India) Ltd.	-	-	-
116	Murugappa Morgan Thermal Ceramics Ltd.	-	-	-
117	CIRIA India Ltd.	-	-	-

4	Particulars of the shareholding of person(s) mentioned at (3) above	No. of shares	% w.r.t. total share/voting capital wherever applicable.	% of total diluted share/voting capital of TC
118	Presmet Pvt. Ltd.	6,500	0.008	-
119	Coromandel Engineering Company Limited	-	-	-
120	Murugappa Educational & Medical Foundation	-	-	-
121	M A Alagappan Holdings Pvt. Ltd. (Formerly Udevar Property Development Company Private Limited)	-	-	-
122	AMM Vellayan Sons P Ltd.	-	-	-
123	MM Muthiah Sons P Ltd.	-	-	-
124	Kadamane Estates Company	-	-	-
125	Yelnoorkhan Group Estates	-	-	-
126	Murugappa & Sons (M.V.MURUGAPPAN, M A Alagappan and M Murugappan hold shares on behalf of the Firm)	-	-	-
127	MM Muthiah Research Foundation	-	-	-
128	M A Murugappan Holdings Pvt Limited	-	-	-
129	AMM Foundation	-	-	-
130	Genfour Properties Pvt. Ltd.	-	-	-
131	A R Lakshmi Achi Trust	-	-	-
132	S Vellayan (S Vellayan & A Vellayan holds shares on behalf of M V Seetha Subbiah Benefit Trust)	-	-	-
133	S Vellayan (S Vellayan & A Vellayan holds shares on behalf of Valli Subbiah Benefit Trust)	-	-	-
134	Arun Alagappan (Arun Alagappan & A A Alagammai holds shares on behalf of MA Alagappan Grand Children Trust)	-	-	-
135	M A M Arunachalam (MAM Arunachalam & Sigappi Arunachalam holds shares on behalf of Arun Murugappan Children's Trust)	-	-	-
136	M A Alagappan (M A Alagappan & M A M Arunachalam holds shares on behalf of M A Murugappan & MA Alagappan Grand Children Trust)	-	-	-
137	Murugappan Arunachalam ChildrenTrust (M.A.ALAGAPPAN & M A M Arunachalam holds shares on behalf of the Trust)	-	-	-
138	V S Bhairavi Trust (M V Subbiah & Kanika Subbiah holds shares on behalf of the Trust)	-	-	-
139	K S Shambhavi Trust (M V Subbiah & S Vellayan holds shares on behalf of the Trust)	-	-	-
	(b) Voting rights (otherwise than by shares)	Nil	-	-
	(c) Warrants	Nil	-	-
	(d) Convertible Securities	Nil	-	-
	(e) Any other instrument that would entitle the holder to receive shares in the TC.	Nil	-	-
	TOTAL	57,302,913	70.125	