

**Murugappa Group**

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A. Vellayan

Executive Chairman

6th April, 2015

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, 2015.

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:

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

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 2015 , holding of (a) shares			
1	M V Murugappan	-	-	-
2	M V Valli Murugappan	-	-	-
3	Valli Arunachalam	-	-	-
4	M Vellachi	-	-	-
5	Valli Muthiah	-	-	-
6	Umayal R	-	-	-
7	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	-	-	-
23	Meyammai Venkatachalam	-	-	-
24	Arun Venkatachalam	-	-	-
25	MV.AR Meenakshi	-	-	-
26	M M Murugappan	-	-	-
27	Meenakshi Murugappan	-	-	-
28	M M Veerappan	-	-	-
29	M M Seethalakshmi	-	-	-
30	M M Muthiah	-	-	-
31	Solachi Ramanathan	-	-	-
32	M M Venkatachalam	-	-	-
33	Lakshmi Venkatachalam	-	-	-
34	M V Muthiah	-	-	-
35	M V Subramanian	-	-	-
36	M A Alagappan	-	-	-

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
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	-	-	-
44	Sigappi Arunachalam	-	-	-
45	AM Meyammai	-	-	-
46	Lakshmi Chockalingam	-	-	-
47	Master Dhruv Murugappan Arunachalam	-	-	-
48	Vedhika Meyyammai 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 Phytoremedies Private Ltd (earlier known as Phytoremedies	-	-	-
55	Parry Agrochem Exports Ltd	-	-	-
56	Coromandel International Ltd (Earlier known as Coromandel	-	-	-
57	Alimtec S.A.	-	-	-
58	Liberty Pesticides & Fertilizers Limited (LPFL)	-	-	-
59	Parry Chemicals Limited	-	-	-
60	CFL Mauritius Limited	-	-	-
61	Sabero Europe BV	-	-	-
62	Sabero Australia Pty Ltd	-	-	-
63	Sabero Organics America SA	-	-	-
64	Sabero Argentina SA	-	-	-
65	Sabero Organics Philippines Asia Inc.	-	-	-
66	Sabero Organics Mexico S.A. de C.V.	-	-	-
67	Coromandel Brasil Ltda (Limited Liability Company)	-	-	-
68	Coromandel SQM (India) Ltd.	-	-	-
69	Coromandel Getax Phosphates Pte. Ltd., Singapore	-	-	-
70	Yanmar Coromandel Agrisolutions Pvt. Ltd.	-	-	-
71	Tunisian Indian Fertilizer S.A., Tunisia	-	-	-
72	Foskor (Pty) Limited, South Africa	-	-	-
73	Parrys Sugar Industries Limited	-	-	-
74	US Nutraceuticals LLC	-	-	-
75	Silkroad Sugar Private Ltd	-	-	-
76	Dare Investments Limited	-	-	-

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
77	New Ambadi Estates Pvt. Ltd.	-	-	-
78	Ambadi Investments Pvt Ltd.	-	-	-
79	Murugappa Holdings Ltd. (Formerly Parry Agro Industries Ltd.)	-	-	-
80	Parry Enterprises India Ltd.	-	-	-
81	Parry Agro Industries Ltd. (Formerly Parry Estates Limited)	-	-	-
82	Ambadi Enterprises Ltd.	-	-	-
83	Ambadi Holdings Pvt. Ltd.	-	-	-
84	Murugappa Management Services Ltd.	-	-	-
85	Parry Murray Ltd. UK	-	-	-
86	Tube Investments of India Ltd.	57296413	70.12	-
87	TI Tsubamex Pvt Ltd	-	-	-
88	Financiere C 10	-	-	-
89	Sedis, SAS	-	-	-
90	Societe De Commercialisation De Composants Industriels	-	-	-
91	Sedis Company Ltd.	-	-	-
92	Shanthi Gears Ltd.	-	-	-
93	Cholamandalam Securities Ltd.	-	-	-
94	Cholamandalam Distribution Services Ltd.	-	-	-
95	Chola Insurance Services Pvt. Ltd.	-	-	-
96	Chola Business Services Ltd.	-	-	-
97	Cholamandalam Investment and Finance Co. Ltd.	-	-	-
98	Kartik Investments Trust Limited	-	-	-
99	CherryTin Online Private Limited	-	-	-
100	Cholamandalam MS General Insurance Company Ltd.	-	-	-
101	Cholamandalam MS Risk Services Ltd.	-	-	-
102	TI Financial Holdings Limited	-	-	-
103	Carborundum Universal Ltd.	-	-	-
104	CUMI America Inc.	-	-	-
105	Net Access (India) limited	-	-	-
106	Southern Energy Development Corporation Ltd.	-	-	-
107	Sterling Abrasives Ltd.	-	-	-
108	CUMI (Australia) Pty Ltd	-	-	-
109	CUMI Canada Inc.	-	-	-
110	CUMI Middle East FZE	-	-	-
111	CUMI International Ltd	-	-	-
112	Volszhsky Abrasives Works	-	-	-
113	Foskor Zirconia Pty Limited, South Africa	-	-	-
114	Cellaris Refractories India Ltd	-	-	-
115	CUMI Abrasives and Ceramics Company Ltd, China	-	-	-
116	CUMI Europe s.r.o	-	-	-
117	Thukela Refractories Isithebe Proprietary Limited	-	-	-
118	Wendt (India) Ltd.	-	-	-
119	Murugappa Morgan Thermal Ceramics Ltd.	-	-	-
120	CIRIA India Ltd.	-	-	-
121	Presmet Pvt. Ltd.	6,500	0.01	-
122	Coromandel Engineering Company Limited	-	-	-
123	Murugappa Educational & Medical Foundation	-	-	-
124	M A Alagappan Holdings Pvt. Ltd. (Formerly Udevar Property Development Company Private Limited)	-	-	-

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
125	AMM Vellayan Sons P Ltd.	-	-	-
126	MM Muthiah Sons P Ltd.	-	-	-
127	Kadamane Estates Company	-	-	-
128	Yelnoorkhan Group Estates	-	-	-
129	Murugappa & Sons (M.V.MURUGAPPAN, M A Alagappan and M M Murugappan hold shares on behalf of the Firm)	-	-	-
130	MM Muthiah Research Foundation	-	-	-
131	M A Murugappan Holdings Pvt Limited	-	-	-
132	AMM Foundation	-	-	-
133	Genfour Properties Pvt. Ltd.	-	-	-
134	A R Lakshmi Achi Trust	-	-	-
135	M V Seetha Subbiah Benefit Trust (S Vellayan & A Vellayan holds shares on behalf of the Trust)	-	-	-
136	Valli Subbiah Benefit Trust (S Vellayan & A Vellayan holds shares on behalf of the Trust)	-	-	-
137	MA.Alagappan Grand Children Trust (Arun Alagappan & A A Alagammai holds shares on behalf of the Trust)	-	-	-
138	Arun Murugappan Children's Trust (MAM Arunachalam & Sigappi Arunachalam holds shares on behalf of the Trust)	-	-	-
139	MA.Murugappan & MA.Alagappan Grand Children Trust (M A Alagappan & M A M Arunachalam holds shares on behalf of the Trust)	-	-	-
140	Murugappan Arunachalam ChildrenTrust (M.A.ALAGAPPAN & M A M Arunachalam holds shares on behalf of the Trust)	-	-	-
141	V S Bhairavi Trust (M V Subbiah & Kanika Subbiah holds shares on behalf of the Trust)	-	-	-
142	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	70.12	

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