

**BRFL**

Bombay Rayon Fashions Ltd.

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

|                                                                                                                                             |                                                                   |                                                                  |                                                                                                             |
|---------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------|------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------|
| Name of the Company: <b>Bombay Rayon Fashions Limited</b>                                                                                   |                                                                   |                                                                  |                                                                                                             |
| Scrip Code/ Name of the scrip: <b>532678/ BRFL</b>                                                                                          |                                                                   | Class of Security : <b>Equity</b>                                |                                                                                                             |
| Quarter ended: <b>March 2013</b>                                                                                                            |                                                                   |                                                                  |                                                                                                             |
| <b>Partly paid-up shares:-</b>                                                                                                              | <b>No. of partly paid-up shares</b>                               | <b>As a % of total no. of partly paid-up shares</b>              | <b>As a % of total no. of shares of the company</b>                                                         |
| Held by promoter/promoter group                                                                                                             | -                                                                 | -                                                                | -                                                                                                           |
| Held by public                                                                                                                              | -                                                                 | -                                                                | -                                                                                                           |
| <b>Total - D</b>                                                                                                                            | -                                                                 | -                                                                | -                                                                                                           |
| <b>Outstanding convertible securities:-</b>                                                                                                 | <b>No. of outstanding securities</b>                              | <b>As a % of total no. of outstanding convertible securities</b> | <b>As a % of total no. of shares of the company, assuming full conversion of the convertible securities</b> |
| Held by promoter/promoter group                                                                                                             | -                                                                 | -                                                                | -                                                                                                           |
| Held by public                                                                                                                              | -                                                                 | -                                                                | -                                                                                                           |
| <b>Total - E</b>                                                                                                                            | -                                                                 | -                                                                | -                                                                                                           |
| <b>Warrants:-</b>                                                                                                                           | <b>No. of warrants</b>                                            | <b>As a % of total no. of warrants</b>                           | <b>As a % of total no. of shares of the company, assuming full conversion of warrants</b>                   |
| Held by promoter/promoter group                                                                                                             | -                                                                 | -                                                                | -                                                                                                           |
| Held by public                                                                                                                              | -                                                                 | -                                                                | -                                                                                                           |
| <b>Total - F</b>                                                                                                                            | -                                                                 | -                                                                | -                                                                                                           |
| <b>Total paid-up capital of the company, assuming full conversion of warrants and convertible securities (Grand Total {(A+B+C)+ D+E+F})</b> | <b>13,46,00,000 Equity Shares of Rs. 10/- each fully paid up.</b> |                                                                  |                                                                                                             |



Table (I) A

| Category code | Category of Shareholder                                                                 | Number of Shareholders | Total number of shares | Number 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) <sup>1</sup>                        | 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>Shareholding of Promoter and Promoter Group<sup>2</sup></b>                          |                        |                        |                                              |                                                              |                            |                                        |                                       |
| <b>1</b>      | <b>Indian</b>                                                                           |                        |                        |                                              |                                                              |                            |                                        |                                       |
|               | (a) Individuals/ Hindu Undivided Family                                                 | 12                     | 22456500               | 22456500                                     | 16.68                                                        | 16.68                      | 14327000                               | 63.80                                 |
|               | (b) Central Government/ State Government(s)                                             | -                      | -                      | -                                            | -                                                            | -                          | -                                      | -                                     |
|               | (c) Bodies Corporate                                                                    | 4                      | 51922760               | 51922760                                     | 38.58                                                        | 38.58                      | 19950000                               | 38.42                                 |
|               | (d) Financial Institutions/ Banks                                                       | -                      | -                      | -                                            | -                                                            | -                          | -                                      | -                                     |
|               | (e) Any Others (Specify)                                                                | -                      | -                      | -                                            | -                                                            | -                          | -                                      | -                                     |
|               | <b>Sub Total(A)(1)</b>                                                                  | <b>16</b>              | <b>74379260</b>        | <b>74379260</b>                              | <b>55.26</b>                                                 | <b>55.26</b>               | <b>34277000</b>                        | <b>46.08</b>                          |
| <b>2</b>      | <b>Foreign</b>                                                                          |                        |                        |                                              |                                                              |                            |                                        |                                       |
|               | (a) Individuals (Non-Residents)                                                         | -                      | -                      | -                                            | -                                                            | -                          | -                                      | -                                     |
|               | (b) Bodies Corporate                                                                    | 2                      | 51000400               | 51000400                                     | 37.89                                                        | 37.89                      | -                                      | -                                     |
|               | (c) Institutions                                                                        | -                      | -                      | -                                            | -                                                            | -                          | -                                      | -                                     |
|               | (d) Any Others (Specify)                                                                | -                      | -                      | -                                            | -                                                            | -                          | -                                      | -                                     |
|               | <b>Sub Total(A)(2)</b>                                                                  | <b>2</b>               | <b>51000400</b>        | <b>51000400</b>                              | <b>37.89</b>                                                 | <b>37.89</b>               | <b>0</b>                               | <b>0.00</b>                           |
|               | <b>Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)</b>             | <b>18</b>              | <b>125379660</b>       | <b>125379660</b>                             | <b>93.15</b>                                                 | <b>93.15</b>               | <b>34277000</b>                        | <b>27.34</b>                          |
| <b>(B)</b>    | <b>Public shareholding</b>                                                              |                        |                        |                                              |                                                              |                            | <b>NA</b>                              | <b>NA</b>                             |
| <b>1</b>      | <b>Institutions</b>                                                                     |                        |                        |                                              |                                                              |                            | <b>NA</b>                              | <b>NA</b>                             |
|               | (a) Mutual Funds/ UTI                                                                   | 1                      | 234                    | 234                                          | 0.00                                                         | 0.00                       | -                                      | -                                     |
|               | (b) Financial Institutions / Banks                                                      | 2                      | 26928                  | 26928                                        | 0.02                                                         | 0.02                       | -                                      | -                                     |
|               | (c) Central Government/ State Government(s)                                             | -                      | -                      | -                                            | -                                                            | -                          | -                                      | -                                     |
|               | (d) Venture Capital Funds                                                               | -                      | -                      | -                                            | -                                                            | -                          | -                                      | -                                     |
|               | (e) Insurance Companies                                                                 | -                      | -                      | -                                            | -                                                            | -                          | -                                      | -                                     |
|               | (f) Foreign Institutional Investors                                                     | 13                     | 146143                 | 146143                                       | 0.11                                                         | 0.11                       | -                                      | -                                     |
|               | (g) Foreign Venture Capital                                                             | -                      | -                      | -                                            | -                                                            | -                          | -                                      | -                                     |
|               | (h) Any Other (specify)                                                                 | -                      | -                      | -                                            | -                                                            | -                          | -                                      | -                                     |
|               | <b>Sub-Total (B)(1)</b>                                                                 | <b>16</b>              | <b>173305</b>          | <b>173305</b>                                | <b>0.13</b>                                                  | <b>0.13</b>                |                                        |                                       |
| <b>2</b>      | <b>Non-institutions</b>                                                                 |                        |                        |                                              |                                                              |                            |                                        |                                       |
|               | (a) Bodies Corporate                                                                    | 216                    | 6714745                | 6714745                                      | 4.99                                                         | 4.99                       | 2373587                                | 35.34                                 |
|               | (b) Individuals                                                                         |                        |                        |                                              |                                                              |                            |                                        |                                       |
|               | i. Individual shareholders holding nominal share capital up to Rs 1 lakh                | 6433                   | 702042                 | 697038                                       | 0.52                                                         | 0.52                       | 21154                                  | 3.013                                 |
|               | ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.      | 24                     | 1178449                | 1178449                                      | 0.88                                                         | 0.88                       | 413512                                 | 35.09                                 |
|               | (c) Any Other (specify)                                                                 | -                      | -                      | -                                            | -                                                            | -                          | -                                      | -                                     |
|               | (c-i) Clearing Member                                                                   | 53                     | 298076                 | 298076                                       | 0.22                                                         | 0.22                       | 0                                      | 0.00                                  |
|               | (c-ii) Non Resident Indians (repat)                                                     | 48                     | 152200                 | 56260                                        | 0.11                                                         | 0.11                       | -                                      | -                                     |
|               | (c-iii) Non Resident Indians (non repat)                                                | 19                     | 1523                   | 1523                                         | 0.00                                                         | 0.00                       | -                                      | -                                     |
|               | <b>Sub-Total (B)(2)</b>                                                                 | <b>6793</b>            | <b>9047035</b>         | <b>8946091</b>                               | <b>6.72</b>                                                  | <b>6.72</b>                | <b>2808253</b>                         | <b>30.87</b>                          |
| <b>(B)</b>    | <b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>                                     | <b>6809</b>            | <b>9220340</b>         | <b>9119396</b>                               | <b>6.85</b>                                                  | <b>6.85</b>                | <b>2808253</b>                         | <b>30.29</b>                          |
|               | <b>TOTAL (A)+(B)</b>                                                                    | <b>6827</b>            | <b>134600000</b>       | <b>134499056</b>                             | <b>100.00</b>                                                | <b>100.00</b>              | <b>37085253</b>                        | <b>27.55</b>                          |
| <b>(C)</b>    | <b>Shares held by Custodians and against which Depository Receipts have been issued</b> | <b>0</b>               | <b>0</b>               | <b>0</b>                                     | <b>NA</b>                                                    | <b>0</b>                   | <b>NA</b>                              | <b>NA</b>                             |
|               | 1 Promoter and Promoter Group                                                           | 0                      | 0                      | 0                                            | 0                                                            | 0                          | -                                      | -                                     |
|               | 2 Public                                                                                | 0                      | 0                      | 0                                            | 0                                                            | 0                          | -                                      | -                                     |
|               | <b>Sub-Total (C)</b>                                                                    | <b>0</b>               | <b>0</b>               | <b>0</b>                                     | <b>0</b>                                                     | <b>0</b>                   | <b>0</b>                               | <b>0</b>                              |
|               | <b>GRAND TOTAL (A)+(B)+(C)</b>                                                          | <b>6827</b>            | <b>134600000</b>       | <b>134499056</b>                             | <b>100</b>                                                   | <b>100.00</b>              | <b>37085253</b>                        | <b>27.55</b>                          |

<sup>1</sup> For determining public shareholding for the purpose of Clause 40A.<sup>2</sup> For definitions of "Promoter" and "Promoter Group", refer to Clause 40A.

NA - Not Applicable





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

| Sr. No. | Name of the shareholder                 | Total shares held     |                                         | Shares pledged or otherwise encumbered |                               |                                                         | 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 ) | Number                                 | As a percentage (V)/(III)*100 | As a % of grand total (A)+(B)+(C) of sub-clause (I) (a) | Number of warrants held | As a % of total number of warrants of the same class | Number of convertible securities held | As a % of 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       | JANARDAN AGRAWAL                        | 7756422               | 5.76                                    | 1200000                                | 15.47                         | 0.89                                                    |                         |                                                      |                                       |                                                                    | 5.76                                                                                                                                       |
| 2       | AMAN AGRAWAL                            | 3338404               | 2.48                                    | 3250000                                | 97.35                         | 2.41                                                    |                         |                                                      |                                       |                                                                    | 2.48                                                                                                                                       |
| 3       | PRASHANT AGRAWAL                        | 6162994               | 4.58                                    | 6077000                                | 98.60                         | 4.51                                                    |                         |                                                      |                                       |                                                                    | 4.58                                                                                                                                       |
| 4       | BIMLADEVI AGRAWAL                       | 413200                | 0.31                                    | 0.00                                   | 0.00                          | 0.00                                                    |                         |                                                      |                                       |                                                                    | 0.31                                                                                                                                       |
| 5       | VINITA AGRAWAL                          | 3815980               | 2.84                                    | 3800000                                | 99.58                         | 2.82                                                    |                         |                                                      |                                       |                                                                    | 2.84                                                                                                                                       |
| 6       | PRIYANKA AGRAWAL                        | 44200                 | 0.03                                    | 0.00                                   | 0.00                          | 0.00                                                    |                         |                                                      |                                       |                                                                    | 0.03                                                                                                                                       |
| 7       | PAYAL CHAUDHARY                         | 179300                | 0.13                                    | 0.00                                   | 0.00                          | 0.00                                                    |                         |                                                      |                                       |                                                                    | 0.13                                                                                                                                       |
| 8       | VEDANT AMAN AGRAWAL                     | 320000                | 0.24                                    | 0.00                                   | 0.00                          | 0.00                                                    |                         |                                                      |                                       |                                                                    | 0.24                                                                                                                                       |
| 9       | AAYUSH PRASHANT AGRAWAL                 | 120000                | 0.09                                    | 0.00                                   | 0.00                          | 0.00                                                    |                         |                                                      |                                       |                                                                    | 0.09                                                                                                                                       |
| 10      | JANARDAN BISESHWARLAL AGRAWAL           | 156000                | 0.12                                    | 0.00                                   | 0.00                          | 0.00                                                    |                         |                                                      |                                       |                                                                    | 0.12                                                                                                                                       |
| 11      | SUSHILA MUKESH AGRAWAL                  | 150000                | 0.11                                    | 0.00                                   | 0.00                          | 0.00                                                    |                         |                                                      |                                       |                                                                    | 0.11                                                                                                                                       |
| 12      | REYNOLD SHIRTING LIMITED                | 13600000              | 10.10                                   | 11800000                               | 86.76                         | 8.77                                                    |                         |                                                      |                                       |                                                                    | 10.10                                                                                                                                      |
| 13      | BOMBAY RAYON CLOTHING LIMITED           | 7402760               | 5.50                                    | 7400000                                | 99.96                         | 5.50                                                    |                         |                                                      |                                       |                                                                    | 5.50                                                                                                                                       |
| 14      | B R MACHINE TOOLS PRIVATE LIMITED       | 2500000               | 1.86                                    | 750000.00                              | 30.00                         | 0.56                                                    |                         |                                                      |                                       |                                                                    | 1.86                                                                                                                                       |
| 15      | AAA UNITED B.V.                         | 51000400              | 37.89                                   | 0.00                                   | 0.00                          | 0.00                                                    |                         |                                                      |                                       |                                                                    | 37.89                                                                                                                                      |
| 16      | ASHWELL HOLDING COMPANY PRIVATE LIMITED | 28420000              | 21.11                                   | 0.00                                   | 0.00                          | 0.00                                                    |                         |                                                      |                                       |                                                                    | 21.11                                                                                                                                      |
|         | TOTAL                                   | 125379660             | 93.15                                   | 34277000                               | 27.34                         | 25.47                                                   |                         |                                                      |                                       |                                                                    | 93.15                                                                                                                                      |



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

(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:

| 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 (1)(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 % of 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       | RELIGARE FINVEST LTD    | 1851736          | 1.38                                                                                                                         | -                       | -                                                    | -                                     | -                                                                 | 1.38                                                                                                                                       |
| TOTAL   |                         | 1851736          | 1.38                                                                                                                         | -                       | -                                                    | -                                     | -                                                                 | 1.38                                                                                                                                       |



(l)(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:

| 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 (l)(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 % of 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 |                                                                                                                                            |
| -       | -                       | -                     | -                                                                                                                            | -                       | -                                                    | -                                     | -                                                                 | -                                                                                                                                          |





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

| Sr. No.      | Name of the shareholder           | 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} |
|--------------|-----------------------------------|----------------------------|----------------------------------------------------------------------------------------------------------------------------------------|
| 1            | REYNOLD SHIRTING LIMITED          | 4200000                    | 3.12                                                                                                                                   |
| 2            | B R MACHINE TOOLS PRIVATE LIMITED | 2500000                    | 1.86                                                                                                                                   |
| <b>TOTAL</b> |                                   | <b>6700000</b>             | <b>4.98</b>                                                                                                                            |



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

| Sr. No.      | Type of<br>outstanding<br>DR (ADRs,<br>GDRs, SDRs,<br>etc.) | Number of<br>outstanding<br>DRs | Number of shares underlying<br>outstanding DRs |
|--------------|-------------------------------------------------------------|---------------------------------|------------------------------------------------|
| -            | -                                                           | 0                               | 0                                              |
| <b>TOTAL</b> |                                                             | <b>0</b>                        | <b>0</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:

| Sr. No.      | Name of the DR Holder<br>Type of outstanding DR (ADRs,<br>GDRs, SDRs, etc.) | Number of<br>shares<br>underlying<br>outstanding<br>DRs | Shares underlying outstanding DRs as a<br>percentage of total number of shares {i.e.,<br>Grand Total (A)+(B)+(C) indicated in<br>Statement at para (I)(a) above} |
|--------------|-----------------------------------------------------------------------------|---------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| -            | -                                                                           | 0                                                       | 0                                                                                                                                                                |
| <b>TOTAL</b> |                                                                             | <b>0</b>                                                | <b>0</b>                                                                                                                                                         |





(III)(a) Statement showing the Voting Pattern of Shareholders, if more than one class of Shares / Securities is issued by the Issuer:

| Category       | Category of Shareholder | Number of Voting Rights held in each Class of Securities |         |         | Total Voting Rights(III+IV+V=VI) | Total Voting Rights(VI)  |                            |
|----------------|-------------------------|----------------------------------------------------------|---------|---------|----------------------------------|--------------------------|----------------------------|
|                |                         | Class X                                                  | Class Y | Class Z |                                  | As a percentage of (A+B) | As a percentage of (A+B+C) |
| (I)            | (II)                    | (III)                                                    | (IV)    | (V)     | (VI)                             | (VII)                    | (VIII)                     |
| NOT APPLICABLE |                         |                                                          |         |         |                                  |                          |                            |

