

| (I) (a) Statement Showing Shareholding Pattern | | | | | | | | |
|--------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------|-------------------------------|-----------------------------------------------------------|----------------------------------------------|------------------------------------------------------------------------------------------------------|----------------------------|----------------------------------------|----------------------|
| Name of the Company : BAJAJ HINDUSTHAN LIMITED | | | | | | | | |
| Script Code : 500032 / BAJAJHIND | | | | | | | | |
| Quarter Ended : 31/12/2011 | | | | | | | | |
| Partly paid-up shares:- | | No. of partly 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 | | 0 | 0.00 | | 0.00 | | | |
| Held by public | | 0 | 0.00 | | 0.00 | | | |
| Total | | 0 | 0.00 | | 0.00 | | | |
| 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 | | 0 | 0.00 | | 0.00 | | | |
| Held by public | | 100 | 100.00 | | 0.00 | | | |
| Total | | 100 | 100.00 | | 0.00 | | | |
| 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 | | 0 | 0.00 | | 0.00 | | | |
| Held by public | | 0 | 0.00 | | 0.00 | | | |
| Total | | 0 | 0.00 | | 0.00 | | | |
| Total paid-up capital of the company, assuming full conversion of warrants and convertible securities | | 641849861 | | | | | | |
| 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) | As a percentage of (A+B+C) | Number of shares | As a percentage |
| (I) | (II) | (III) | (IV) | (V) | (VI) | (VII) | (VIII) | (IX)=(VIII)/(IV)*100 |
| (A) | Shareholding of Promoter and Promoter Group | | | | | | | |
| 1 | Indian | | | | | | | |
| (a) | Individuals/ Hindu Undivided Family | 5 | 29654338 | 29654338 | 4.65 | 4.64 | 0 | 0.00 |
| (b) | Central Government/ State Government(s) | 0 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| (c) | Bodies Corporate | 9 | 191343955 | 191343955 | 30.00 | 29.93 | 0 | 0.00 |
| (d) | Financial Institutions/ Banks | 0 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| (e) | Any Others(Specify) | | | | | | | 0.00 |
| (e-i) | Trusts | 7 | 73932473 | 73932473 | 11.59 | 11.56 | 0 | 0.00 |
| | Sub- Total(A)(1) | 21 | 294930766 | 294930766 | 46.24 | 46.13 | 0 | 0.00 |
| 2 | Foreign | | | | | | | |
| (a) | Individuals (Non-Residents Individuals/Foreign Individuals) | 0 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| (b) | Bodies Corporate | 0 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| (c) | Institutions | 0 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| (d) | Any Others(Specify) | 0 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | Sub- Total(A)(2) | 0 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2) | 21 | 294930766 | 294930766 | 46.24 | 46.13 | 0 | 0.00 |

| | | | | | | | | | |
|------------|-----------------------------------------------------------------------------------------|---------------|------------------|------------------|---------------|---------------|--|------|------|
| (B) | Public shareholding | | | | | | | N.A. | N.A. |
| 1 | Institutions | | | | | | | N.A. | N.A. |
| (a) | Mutual Funds/ UTI | 11 | 887729 | 882029 | 0.14 | 0.14 | | | |
| (b) | Financial Institutions/ Banks | 19 | 63984811 | 63980211 | 10.03 | 10.01 | | | |
| (c) | Central Government/ State Government(s) | 1 | 4500 | 4500 | 0.00 | 0.00 | | | |
| (d) | Venture Capital Funds | 0 | 0 | 0 | 0.00 | 0.00 | | | |
| (e) | Insurance Companies | 5 | 43470216 | 43470216 | 6.82 | 6.80 | | | |
| (f) | Foreign Institutional Investors | 68 | 70682072 | 70681572 | 11.08 | 11.05 | | | |
| (g) | Foreign Venture Capital Investors | 0 | 0 | 0 | 0.00 | 0.00 | | | |
| (h) | Any Other (specify) | 0 | 0 | 0 | 0.00 | 0.00 | | | |
| | | | | | | | | | |
| | | | | | | | | | |
| | Sub-Total (B)(1) | 104 | 179029328 | 179018528 | 28.07 | 28.00 | | | |
| 2 | Non-institutions | | | | | | | N.A. | N.A. |
| (a) | Bodies Corporate | 2327 | 51102076 | 51070413 | 8.01 | 7.99 | | | |
| (b) | Individuals- | | | | | | | | |
| | i. Individual shareholders holding nominal share capital up to Rs. 1 lakh | 145640 | 68982948 | 67159029 | 10.82 | 10.79 | | | |
| | ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh. | 28 | 7999385 | 7291885 | 1.25 | 1.25 | | | |
| (c) | Any Other (specify) | | | | | | | | |
| (c-i) | Trusts | 15 | 33817550 | 33317550 | 5.30 | 5.29 | | | |
| (c-ii) | Directors & their Relatives | 6 | 190400 | 190200 | 0.03 | 0.03 | | | |
| (c-iii) | NRI/OCBs | 1367 | 1746747 | 1731787 | 0.27 | 0.27 | | | |
| (c-iv) | Foreign Corporate Bodies | 1 | 111 | 111 | 0.00 | 0.00 | | | |
| | | | | | | | | | |
| | Sub-Total (B)(2) | 149384 | 163839217 | 160760975 | 25.69 | 25.62 | | | |
| | | | | | | | | | |
| | Total Public Shareholding (B)= (B)(1)+(B)(2) | 149488 | 342868545 | 339779503 | 53.76 | 53.62 | | N.A. | N.A. |
| | | | | | | | | | |
| | TOTAL (A)+(B) | 149509 | 637799311 | 634710269 | 100.00 | 99.75 | | | |
| | | | | | | | | | |
| (C) | Shares held by Custodians and against which Depository Receipts have been issued | | | | | | | N.A. | N.A. |
| (1) | Promoter and Promoter Group | 0 | 0 | 0 | N.A. | 0.00 | | | |
| (2) | Public | 1 | 1600600 | 1600600 | N.A. | 0.25 | | | |
| | GRAND TOTAL (A)+(B)+(C) | 149510 | 639399911 | 636310869 | N.A. | 100.00 | | | |

Notes:

Bajaj Holdings & Investment Limited and Bajaj Auto Employees' Welfare Trusts, who collectively hold 13,500,511 (2.11%) in the Company and were categorised as part of the Promoter Group, had requested the Company to remove their names as 'Promoters' of the Company vide letter dated November 30, 2011. Accordingly, the above names have removed from the category of promoter holding.

N. A. - 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 | 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) | Number | As a percentage | 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 | SHISHIRKUMAR BAJAJ | 8396341 | 1.31 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 1.31 |
| 2 | KUSHAGRA BAJAJ | 12897036 | 2.02 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 2.02 |
| 3 | MINAKSHI BAJAJ | 4254556 | 0.67 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.67 |
| 4 | APOORVA BAJAJ | 231751 | 0.04 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.04 |
| 5 | SHISHIR BAJAJ (AS KARTA OF SHISHIR BAJAJ HUF) | 3874654 | 0.61 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.61 |
| 6 | SHISHIR BAJAJ, MINAKSHI BAJAJ AND KUSHAGRA BAJAJ (AS TRUSTEES OF KUSHAGRA TRUST) | 60623 | 0.01 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.01 |
| 7 | SHISHIR BAJAJ, MINAKSHI BAJAJ AND KUSHAGRA BAJAJ (AS TRUSTEES OF SHISHIR BAJAJ FAMILY TRUST) | 64948632 | 10.16 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 10.16 |
| 8 | SHISHIRKUMAR BAJAJ & KUSHAGRA BAJAJ (AS TRUSTEES OF BAJAJ HINDUSTHAN LIMITED EMPLOYEES GENERAL MEDICAL AID FUND) | 2078120 | 0.33 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.33 |
| 9 | SHISHIRKUMAR BAJAJ & KUSHAGRA BAJAJ (AS TRUSTEES OF BAJAJ HINDUSTHAN LIMITED EMPLOYEES FAMILY PLANNING WELFARE FUND) | 1753100 | 0.27 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.27 |
| 10 | SHISHIRKUMAR BAJAJ & KUSHAGRA BAJAJ (AS TRUSTEES OF BAJAJ HINDUSTHAN LIMITED EMPLOYEES SPORTS & CULTURAL ACTIVITIES WELFARE FUND) | 1743600 | 0.27 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.27 |
| 11 | SHISHIRKUMAR BAJAJ & KUSHAGRA BAJAJ (AS TRUSTEES OF BAJAJ HINDUSTHAN LIMITED MANAGERIAL STAFF MEDICAL AID FUND) | 1739100 | 0.27 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.27 |
| 12 | SHISHIRKUMAR BAJAJ & KUSHAGRA BAJAJ (AS TRUSTEES OF BAJAJ HINDUSTHAN LIMITED EMPLOYEES EDUCATION WELFARE FUND) | 1609298 | 0.25 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.25 |
| 13 | BAJAJ CAPITAL VENTURES PVT. LTD. | 2247142 | 0.35 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.35 |
| 14 | BAJAJ CONSUMER CARE LIMITED | 81944455 | 12.82 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 12.82 |
| 15 | A N BAJAJ ENTERPRISES PVT LTD . | 18307954 | 2.86 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 2.86 |
| 16 | KNB ENTERPRISES PVT LTD . | 110 | 0.00 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.00 |
| 17 | SKB ROOP COMMERCIAL PVT LTD . | 110 | 0.00 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.00 |
| 18 | GLOBAL WORLD POWER PROJ P LTD . | 41111121 | 6.43 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 6.43 |
| 19 | BAJAJ INTER REALTY PVT LTD . | 27777484 | 4.34 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 4.34 |
| 20 | BAJAJ INFRASTRUCTURE DEVELOPMENT COMPANY LTD | 19955469 | 3.12 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 3.12 |
| 21 | BAJAJ POWER VENTURES PRIVATE LIMITED | 110 | 0.00 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.00 |
| | TOTAL | 294930766 | 46.13 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 46.13 |

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

(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

| 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 |
|---------|---------------------------------------|-----------------------|------------------------------------------------------------------------------------------------------------------------------|----------------------|------------------------------------------------------|------------------------------------|-------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------|
| | | | | No. of warrants held | As a % of total number of warrants of the same class | No. of convertible securities held | % w.r.t. total number of convertible securities of the same class | |
| 1 | LIFE INSURANCE CORPORATION OF INDIA | 41026922 | 6.42 | 0 | 0.00 | 0 | 0.00 | 6.42 |
| 2 | JANUS OVERSEAS FUND. | 36760926 | 5.75 | 0 | 0.00 | 0 | 0.00 | 5.75 |
| 3 | TRUSTEES - BHL SECURITIES TRUST | 31100000 | 4.86 | 0 | 0.00 | 0 | 0.00 | 4.86 |
| 4 | IDBI BANK LIMITED | 23005971 | 3.60 | 0 | 0.00 | 0 | 0.00 | 3.60 |
| 5 | BAJAJ HOLDINGS AND INVESTMENT LIMITED | 13068511 | 2.04 | 0 | 0.00 | 0 | 0.00 | 2.04 |
| 6 | CENTRAL BANK OF INDIA | 10880338 | 1.70 | 0 | 0.00 | 0 | 0.00 | 1.70 |
| 7 | CANARA BANK | 10379834 | 1.62 | 0 | 0.00 | 0 | 0.00 | 1.62 |
| 8 | INDIAN OVERSEAS BANK | 10278834 | 1.61 | 0 | 0.00 | 0 | 0.00 | 1.61 |
| 9 | ORIENTAL BANK OF COMMERCE | 8152193 | 1.27 | 0 | 0.00 | 0 | 0.00 | 1.27 |
| 10 | JANUS ASPEN SERIES OVERSEAS PORTFOLIO | 7836042 | 1.23 | 0 | 0.00 | 0 | 0.00 | 1.23 |
| | TOTAL | 192489571 | 30.10 | 0 | 0.00 | 0 | 0.00 | 30.10 |

(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

| 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 |
|---------|---------------------------------------------------------------------------------|------------------|------------------------------------------------------------------------------------------------------------------------------|---------------------|------------------------------------------------------|------------------------------------|-------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------|
| | | | | No. of warrants | As a % of total number of warrants of the same class | No. of convertible securities held | % w.r.t. total number of convertible securities of the same class | |
| 1 | LIFE INSURANCE CORPORATION OF INDIA | 41026922 | 6.42 | 0 | 0.00 | 0 | 0.00 | 6.42 |
| 2 | JANUS OVERSEAS FUND. | 36760926 | 5.75 | 0 | 0.00 | 0 | 0.00 | 5.75 |
| | TOTAL | 77787848 | 12.17 | 0 | 0.00 | 0 | 0.00 | 12.17 |

| (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 | SHISHIRKUMAR BAJAJ | 4407500 | 0.69 |
| 2 | KUSHAGRA BAJAJ | 11110031 | 1.74 |
| 3 | MINAKSHI BAJAJ | 2944306 | 0.46 |
| 4 | SHISHIR BAJAJ (AS KARTA OF SHISHIR BAJAJ HUF) | 3834167 | 0.60 |
| 5 | SHISHIR BAJAJ , MINAKSHI BAJAJ AND KUSHAGRA BAJAJ (AS TRUSTEES OF KUSHAGRA TRUST) | 58061 | 0.01 |
| 6 | SHISHIR BAJAJ, MINAKSHI BAJAJ AND KUSHAGRA BAJAJ (AS TRUSTEES OF SHISHIR BAJAJ FAMILY TRUST) | 29076392 | 4.55 |
| 7 | SHISHIRKUMAR BAJAJ & KUSHAGRA BAJAJ (AS TRUSTEES OF BAJAJ HINDUSTHAN LIMITED EMPLOYEES GENERAL MEDICAL AID FUND) | 69500 | 0.01 |
| 8 | SHISHIRKUMAR BAJAJ & KUSHAGRA BAJAJ (AS TRUSTEES OF BAJAJ HINDUSTHAN LIMITED EMPLOYEES FAMILY PLANNING WELFARE FUND) | 42000 | 0.01 |
| 9 | SHISHIRKUMAR BAJAJ & KUSHAGRA BAJAJ (AS TRUSTEES OF BAJAJ HINDUSTHAN LIMITED EMPLOYEES SPORTS & CULTURAL ACTIVITIES WELFARE FUND) | 42000 | 0.01 |
| 10 | SHISHIRKUMAR BAJAJ & KUSHAGRA BAJAJ (AS TRUSTEES OF BAJAJ HINDUSTHAN LIMITED MANAGERIAL STAFF MEDICAL AID FUND) | 42000 | 0.01 |
| 11 | SHISHIRKUMAR BAJAJ & KUSHAGRA BAJAJ (AS TRUSTEES OF BAJAJ HINDUSTHAN LIMITED EMPLOYEES EDUCATION WELFARE FUND) | 42000 | 0.01 |
| 12 | BAJAJ CAPITAL VENTURES PVT. LTD. | 2197222 | 0.34 |
| 13 | BAJAJ CONSUMER CARE LIMITED | 81944445 | 12.82 |
| 14 | A N BAJAJ ENTERPRISES PVT LTD . | 18307944 | 2.86 |
| 15 | KNB ENTERPRISES PVT LTD . | 100 | 0.00 |
| 16 | SKB ROOP COMMERCIAL PVT LTD . | 100 | 0.00 |
| 17 | GLOBAL WORLD POWER PROJ P LTD . | 41111111 | 6.43 |
| 18 | BAJAJ INTER REALTY PVT LTD . | 27777474 | 4.34 |
| 19 | BAJAJ INFRASTRUCTURE DEVELOPMENT COMPANY LTD | 19955459 | 3.12 |
| 20 | BAJAJ POWER VENTURES PRIVATE LIMITED | 100 | 0.00 |
| | | 242961912 | 38.00 |

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

| Sr. No. | 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} |
|----------------|--------------------------------------------------------|----------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1 | GDRs | 1600600 | 0.25 |
| | | | |
| | TOTAL | 1600600 | 0.25 |

(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 | 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} |
|----------------|------------------------------|----------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------|
| | NIL | 0 | 0.00 |
| | | | |
| | TOTAL | 0 | 0.00 |