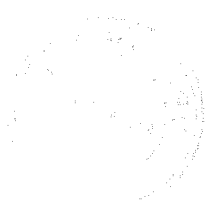


**UPL LIMITED**  
Post Amalgamation - SHAREHOLDING PATTERN AS ON 30.09.2015

(I) (a) Statement showing Shareholding Pattern

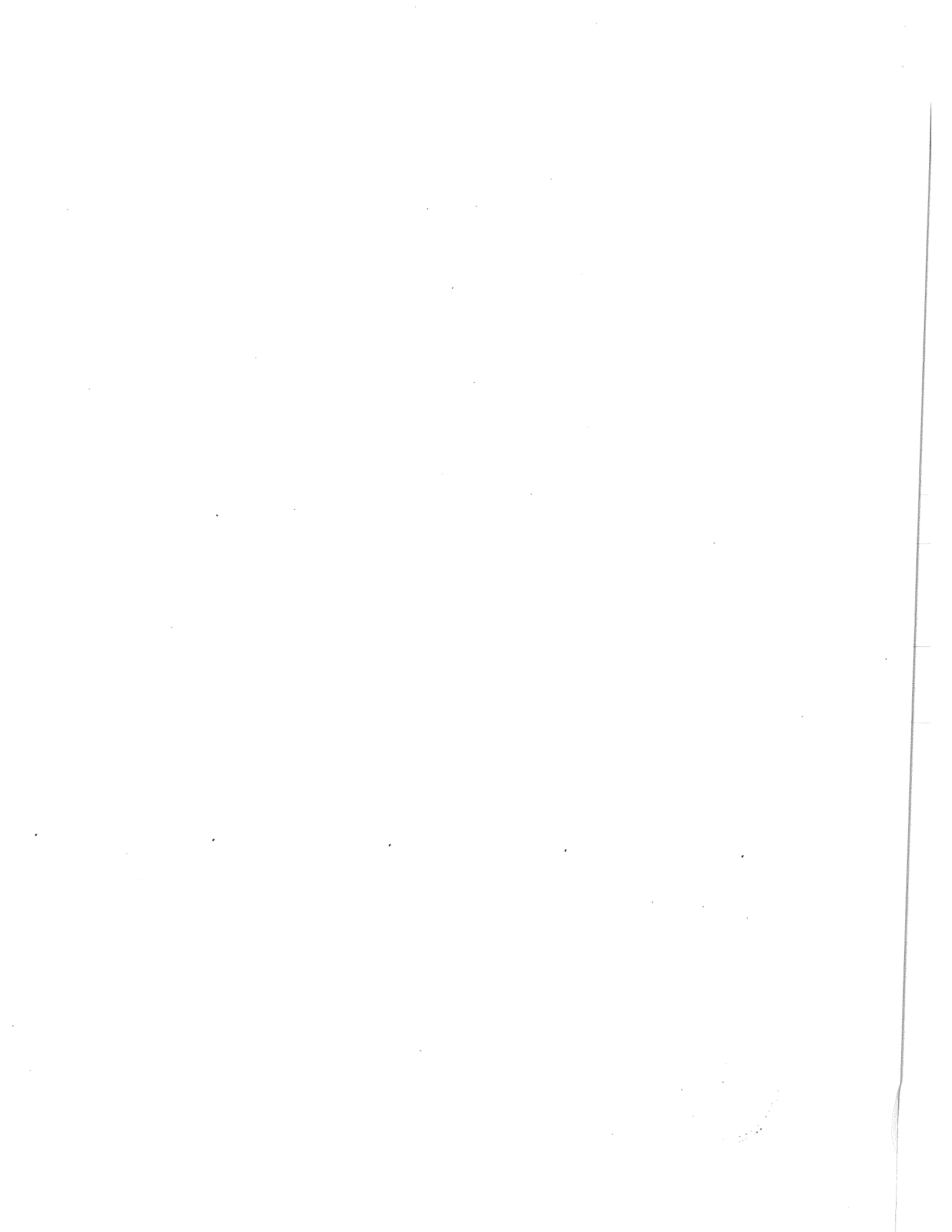
BSE SCRIP CODE : 512070		Name of Scrip : UPL Ltd		Class of Security : Equity		Quarter Ended : 30.09.2015					
NSE SYMBOL : UPL											
Category Code	Partly paid up shares		Number of partly paid up shares				As a % of total number of partly paid up shares	As a % of total number of shares of the Company			
	Held by Promoter/Promoter group						-	-			
	Held by Public						-	-			
	<b>Total</b>						-	-			
Category Code	Outstanding Convertible Securities		Number of outstanding Securities* (Refer notes)				As a % of total No. of outstanding Con. Securities	As a % of total No. of shares of the Company, assuming full conversion of the Securities (Refer notes)			
	Held by Promoter/Promoter group - (Advanta) (OCPS/CCPS to be issued)		39,312,945				28.53%	0.16%			
	Held by Public (Advanta) - ESOPS		178,280				0.13%	0.03%			
	Held by Public (Advanta) - FCCBs		23,833,825				17.30%	4.68%			
	Held by Public (Advanta) (OCPS/CCPS to be issued)		74,476,056				54.05%	0.31%			
	<b>Total</b>		<b>137,801,106</b>				<b>100.00%</b>	<b>5.18%</b>			
	<p>Note 1: 3 compulsorily convertible preference shares / optionally convertible preference shares to be issued to the shareholders of Advanta for every 1 equity share hold in Advanta on the record date ( as per clause 8 of the Scheme)</p> <p>Note 2 : CCPS / OCPS conversion into Equity - 471 (Four Hundred and Seventy One) CCPS / OCPS will be converted into 10 (Ten) New Equity Shares of Rs. 2 (two) each of the UPL (as per Schedule 1 &amp; 2 of the Scheme)</p>										
Total CCPS / OCPS		113,789,001									
Total Paid up capital ( assuming full conversion)		483,375,518									
Existing ( post merger) Paid up capital		24,012,105									
Outstanding Convertible Securities ( FCCBs and ESOPS of Advanta)		2,415,902									
Outstanding Convertible Securities (CCPS / OCPS conversion)						Paid up Equity capital	483,375,518				
<b>Total</b>		<b>509,803,525</b>									
Category Code	Warrants		Number of warrants				As a % of total number of warrants	As a % of total number of shares of the Company assuming full conversion of warrants			
	Held by Promoter/Promoter group						-	-			
	Held by Public						-	-			
	<b>Total</b>						-	-			
Total convertible securities											
Category Code	Category of Shareholders	Number of Share-holders	Total No. of shares of UPL	Number of shares held in demat form	Existing Shares of Advanta	New Equity share to be issued to Advanta	Total Number of Shares	Total shareholding a percentage of total number of shares As a percentage of		Shares pledged or otherwise encumbered	
								(A+B)1	(A+B+C)	Number of Shares	As a %
(A)	Shareholding of Promoter and Promoter Group										
(1)	Indian										
(a)	Individuals/H.U.F	10	3,758,181	3,758,181	4,255,135	4,255,135	8,013,316	1.72%	1.66%	-	-
(b)	Central/State Government(s)	-	-	-	-	-	-	-	-	-	-
(c)	Bodies Corporate	2	123,970,160	123,970,160	50,499,988	3,772,430	127,742,590	27.40%	26.43%	8,229,531	7
(d)	Financial Institutions/Banks	-	-	-	-	-	-	-	-	-	-
(e)	Any Other (specify)	-	-	-	-	-	-	-	-	-	-
	Sub-Total (A)(1)	12	127,728,341	127,728,341	54,755,123	8,027,565	135,755,906	29.11%	28.08%	8,229,531	6
(2)	Foreign				5,076,750	5,076,750	5,076,750	1.09%	1.05%		
(a)	Non Resident Individuals/ Foreign Nationals	-	-	-	-	-	-	-	-	-	-
(b)	Bodies Corporate	-	-	-	-	-	-	-	-	-	-
(c)	Institutions	-	-	-	-	-	-	-	-	-	-
(d)	Qualified Foreign Investor	-	-	-	-	-	-	-	-	-	-
(e)	Any Other (specify)	-	-	-	5,076,750	5,076,750	5,076,750	1.09%	1.05%		
	Sub-Total (A)(2)	-	-	-	5,076,750	5,076,750	5,076,750	1.09%	1.05%		
	<b>Total holding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)</b>	12	127,728,341	127,728,341		13,104,315	140,832,656	30.20%	29.14%	8,229,531	6





Name of the Company : UPL Limited											
BSE SCRIP CODE : 512070 Name of Scrip : UPL Ltd Class of Security : Equity Quarter Ended : 30.09.2015											
NSE SYMBOL : UPL											
Category Code	Category of Shareholders	Number of Shareholders	Total No. of shares of UPL	Number of shares held in demated form	Exisging Shares of Advanta	New Equity share to be issued to Advanta	Total Number of Shares	Total shareholding as a percentage of total number of shares		Shares pledged or otherwise encumbered	
								As a percentage of (A+B)1	(A+B+C)	Number of Shares	As a %
(B)	Public Shareholding <sup>3</sup>										
(1)	Institutions				1,121,570	1,121,570	41,246,168	8.85%	8.53%		
(a)	Mutual Fund/UTI	114	40,124,598	40,124,598							
(b)	Financial Institutions/Banks	15	392,821	392,821	7,715	7,715	400,536	0.09%	0.08%		
(c)	Central/State Government(s)	-	-	-	-	-	-	-	-		
(d)	Venture Capital Funds	-	-	-	-	-	2,081,954	0.45%	0.43%		
(e)	Insurance Companies	8	2,081,954	2,081,954	-	-	-	-	-		
(f)	Foreign Institutional Investors	421	159,011,541	158,970,041	16,195,781	16,195,781	175,207,322	37.58%	36.25%		
(g)	Foreign Venture Cap. Inv	-	-	-	-	-	-	-	-		
(h)	Qualified Foreign Investor	-	-	-	-	-	-	-	-		
(i)	Any Other (specify)	-	-	-	-	-	45,797,885	9.82%	9.47%		
	Foreign Portfolio-Corp	147	45,797,885	45,797,885	-	-	-	-	-		
	Sub-Total (B)(1)	705	247,408,799	247,367,299	17,325,066	17,325,066	264,733,865	56.78%	54.77%	N . A.	N . A.
(2)	Non Institutions				2,121,081	2,121,081	19,982,921	4.29%	4.13%		
(a)	Bodies Corporate	1,175	17,861,840	17,782,280							
(b)	Individuals										
	i) Holding nominal share capital upto Rs. 1 lakh	51,819	25,216,763	20,466,513	1,143,303	1,143,303	26,360,066	5.65%	5.45%		
	ii) Holding nominal share capital in excess of Rs. 1 lakh.	37	4,795,351	4,583,351	1,259,352	1,259,352	6,054,703	1.30%	1.25%		
(c)	Qualified Foreign Investor										
(d)	Any Other(specify)							0	0		
	Overseas Corporate Bodies	4	6,740	-	-	-	-	-	-		
	Non Resident Individuals	2,228	5,206,452	2,939,322	2,976,550	2,976,550	8,183,002	1.75%	1.69%		
	Foreign Bodies	3	122,868	122,868	-	-	122,868	0.03%	0.03%		
	Sub-Total (B)(2)	55,266	53,210,014	45,894,334	7,500,286	7,500,286	60,710,300	13.02%	12.56%	N . A.	N . A.
	Total Public shareholding (B)=(B)(1)+(B)(2)	55,971	300,618,813	293,261,633	24,825,352	24,825,352	325,444,165	69.80%	67.33%		
	TOTAL (A)+(B)	55,983	428,347,154	420,989,974	84,657,225	37,929,667	466,276,821	100.00%	96.46%	8,229,531	2
(C)	Shares held by Custodians and against which Depository Receipts have been issued										
	Promoter and Promoter										
1	Group	-	-	-	15,888,280	16,841,577	17,098,697	-	3.54%	N . A.	N . A.
2	Public	3	257,120	249,120	-	-	-	-	-		
	GRAND TOTAL (A)+(B)+(C)	55,986	428,604,274	421,239,094	100,545,505	54,771,244	483,375,518	-	100.00%	8,229,531	2







Sr.No.	Name of the shareholder	Details of shares held			Encumbered shares (*)			Details of Warrants		Details of Convertible Securities		% of Total Shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
		No. 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 (1) (a)	No. of warrants held	As a % of total No. of warrants of the same class	No. of Convertible securities held	As a % of the same class (refer Note)		
(1)		(II)	(IV)	(V)	(VI)	(VII) (a)	(VIII)	(IX)	(X)	(XI)	(XII)	
1	NERKA CHEMICALS PVT LTD	101,256,245	20.95%	8221531	8.12%	1.70%	0	0	7,869,435	6.92%	19.89%	
2	UNIPHOS ENTERPRISES LIMITED	25,537,060	5.28%	8000	0.03%	0.00%	0	0	600,000	0.53%	5.01%	
3	SHILPA R SHROFF	1,445,061	0.30%	-	-	-	-	-	-	0.00%	0.28%	
4	SHILPA SHROFF	1,437,780	0.30%	-	-	-	-	-	-	0.00%	0.09%	
5	JYOTSNA J BHATT	448,750	0.09%	-	-	-	-	-	-	0.00%	0.00%	
6	JYOTINDRA MANSHANKAR BHATT	393,580	0.08%	-	-	-	-	-	37,500	0.03%	0.01%	
7	VARUN JADEV SHROFF	26,500	0.01%	-	-	-	-	-	-	0.00%	0.00%	
8	TANIA JADEV SHROFF	6,000	0.00%	-	-	-	-	-	-	0.00%	0.00%	
9	PRADIP N SAGAR	5,930	0.00%	-	-	-	-	-	-	0.00%	0.00%	
10	SHAILA SHASHIKUMAR SHROFF	4,080	0.00%	-	-	-	-	-	-	0.00%	0.00%	
11	MEKHALA VIKRAM SHROFF	2,000	0.00%	-	-	-	-	-	-	0.00%	0.00%	
12	SHAILA SHASHIKUMAR SHROFF	1,000	0.00%	-	-	-	-	-	15,230,280	13.38%	1.06%	
13	JAI RAJU SHROFF	5,076,750	1.05%	-	-	-	-	-	12,689,750	11.16%	0.88%	
14	VIKRAM R SHROFF	4,233,250	0.88%	-	-	-	-	-	28,155	0.02%	0.00%	
15	TANIA JADEV SHROFF	9,385	0.00%	-	-	-	-	-	317,365	0.28%	0.02%	
16	ESTHETIC FINVEST PVT LTD	105,785	0.02%	-	-	-	-	-	2,530,500	2.22%	0.18%	
17	ARCHANA OVERSEAS PRIVATE LIMITED	843,500	0.17%	-	-	-	-	-	39,312,945	34.55%	27.79%	
	<b>Total</b>	<b>140,832,656</b>	<b>29.14%</b>									

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

Note - We have only consider COPS / CCPS under same class and does not include Equity (including Esops / FCCBs)



(U) (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 of (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 conv. Securities) as a % of diluted share capital
				No. of warrants held	As a % total No. of warrants of same class	No. of convertible securities held	% w.r.t total No. of convertible securities of the same class (Refer note)	
1	GOVERNMENT PENSION FUND GLOBAL	11,165,865	2.31%	-	-	-	0.00%	2.19%
2	SKAGEN KOU-TIKI VERDIPAPRFOND	9,971,688	2.06%	-	-	-	0.00%	1.96%
3	INVECO ASIAN EQUITY FUND	5,968,042	1.23%	-	-	-	0.00%	1.17%
4	GOVERNMENT OF SINGAPORE	5,416,244	1.12%	-	-	-	0.00%	1.05%
5	ICICI PRUDENTIAL LIFE INSURANCE CO LTD	6,572,049	1.36%	-	-	-	0.00%	1.29%
6	HDPC STANDARD LIFE INSURANCE CO LTD	4,710,269	0.97%	-	-	4,744,617	4.17%	1.29%
7	DIMENSIONAL EMERGING MARKETS VALUE FUND	4,656,513	0.96%	-	-	-	0.00%	0.96%
	<b>TOTAL</b>	<b>39,093,888</b>	<b>8.09%</b>			<b>4,744,617</b>	<b>4.17%</b>	<b>9.61%</b>

Note - We have only consider OCPS / CCPS under same class and does not include Equity (including Escops / FCCBs)



(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

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 of (A)+(B)+(C) indicated in statement at para (1) (a) above)	Details of warrants held		As a % total No. of warrants of same class	Details of Convertible Securities		Total shares (including underlying full shares assuming conversion of warrants and convertible securities) as a % of diluted share capital
				No. of warrants held	No. of warrants held		No of convertible securities held	% w.r.t total No. of convertible securities of the same class	
	NIL								

(l) (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 of (A)+(B)+(C) indicated in Statement at para (l)(a) above)
	NIL			



## UPL LIMITED

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

BSE SCRIP CODE : 512070 NSE SYMBOL : UPL				Quarter ended : 30.09.2015
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 <b>percentage</b> of total number of shares {i.e.Grand Total of (A)+(B)+( C) indicated in Statement at para (I)(a) above
1	GDR	25,712	257,120	0.05%
2	GDRs ( issued to Advanta shareholders)	8,420,788	16,841,576.80	3.48%

Note 1 :	on Merger - For every 100 (One Hundred) GDRs held in the Advanta Limited on the Record Date, Advanta Limited GDR holders would be entitled to 106 (One Hundred and Six) UPL's New GDRs. ( as per clause 8 of the Scheme)
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## UPL LIMITED

### (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

BSE SCRIP CODE : 512070 NSE SYMBOL : UPL				Quarter ended : 30.09.2015
Sr.No.	Name of the DR holder.	Type of outstanding DR (ADRs, GDRs, SDRs. etc.)	Number of shares underlying outstanding DRs	outstanding DRs as a percentage of total number of shares {i.e.Grand Total of (A)+(B)+( C) indicated in Statement at para (I)(a) above
N I L				





## UPL LIMITED

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

(Give description of voting rights for each class of security Class X, Class Y, Class Z)

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

