

|                                      |                             |
|--------------------------------------|-----------------------------|
| Name of the Company                  | : McDOWELL HOLDINGS LIMITED |
| Scrip Code                           | : 532852                    |
| Name of the Scrip, Class of Security | : Equity                    |
| Quarter ended                        | : 31ST DECEMBER 2014        |

SHAREHOLDING PATTERN IN COMPLIANCE WITH CLAUSE 35 OF THE LISTING AGREEMENT AS ON 31ST DECEMBER 2014

1(a) Statement showing Shareholding Pattern

| 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   | NIL                          | NA  | NA   |
| Held by Public  | NIL                          | NA  | NA   |
| Total   | NIL                          | NA  | NA   |
| 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   | NIL                          | NA  | NA   |
| Held by Public  | NIL                          | NA  | NA   |
| Total   | NIL                          | NA  | NA   |
| 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   | NIL                          | NA  | NA   |
| Held by Public  | NIL                          | NA  | NA   |
| Total   | NIL                          | NA  | NA   |
| Total paid-up capital of the company, assuming full conversion of warrants and convertible securities | 13,992,258                   | NA  | 100.00   |



| Category Code | Category of shareholder  | Total 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)1                                    | 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[2]                                     |                              |                        |  |  |                            |  |                      |
| (1)           | Indian   |                              |                        |  |  |                            |  |                      |
| (a)           | *Individuals/ Hindu Undivided Family   | 1                            | 2                      | 2  | 0.00   | 0.00                       | 0                                      | 0                    |
| (b)           | Central Government/ State Government(s)  | NIL                          | NIL                    | NA   | NA   | NA                         | NA                                     | NA                   |
| (c)           | Bodies Corporate   | 3                            | 2517390                | 2517390                                      | 17.99  | 17.99                      | 317030                                 | 12.59                |
| (d)           | Financial Institutions/ Banks  | NIL                          | NIL                    | NA   | NA   | NA                         | NA                                     | NA                   |
| (e)           | Any Other (specify)  | NIL                          | NIL                    | NA   | NA   | NA                         | NA                                     | NA                   |
|               | <b>Sub-Total (A)(1)</b>  | <b>4</b>                     | <b>2517392</b>         | <b>2517392</b>                               | <b>17.99</b>   | <b>17.99</b>               | <b>317030</b>                          | <b>12.59</b>         |
| (2)           | Foreign  |                              |                        |  |  |                            |  |                      |
| (a)           | Individuals (Non-Resident Individuals/ Foreign Individuals)                        | NIL                          | NIL                    | NA   | NA   | NA                         | NA                                     | NA                   |
| (b)           | Bodies Corporate   | NIL                          | NIL                    | NA   | NA   | NA                         | NA                                     | NA                   |
| (c)           | Institutions   | NIL                          | NIL                    | NA   | NA   | NA                         | NA                                     | NA                   |
| (d)           | Qualified Foreign Investor   | NIL                          | NIL                    | NA   | NA   | NA                         | NA                                     | NA                   |
| (e)           | Any Other (specify)  | NIL                          | NIL                    | NA   | NA   | NA                         | NA                                     | NA                   |
|               | <b>Sub-Total (A)(2)</b>  | <b>0</b>                     | <b>0</b>               | <b>0</b>                                     | <b>0.00</b>  | <b>0.00</b>                | <b>-</b>                               | <b>-</b>             |
|               | <b>Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)</b>        | <b>4</b>                     | <b>2,617,392</b>       | <b>2,517,392</b>                             | <b>17.99</b>   | <b>17.99</b>               | <b>317,030</b>                         | <b>12.59</b>         |
| (B)           | Public shareholding[3]   |                              |                        |  |  |                            |  |                      |
| (1)           | Institutions   |                              |                        |  |  |                            |  |                      |
| (a)           | Mutual Funds/ UTI  | 4                            | 1,288,028              | 1,288,028                                    | 9.21   | 9.21                       |  |                      |
| (b)           | Financial Institutions/ Banks  | 22                           | 4,093                  | 514  | 0.03   | 0.03                       |  |                      |
| (c)           | Central Government/ State Government(s)  | 1                            | 20                     | 20   | 0.00   | NA                         |  |                      |
| (d)           | Venture Capital Funds  | NIL                          | NIL                    | NA   | NA   | NA                         |  |                      |
| (e)           | Insurance Companies  | NIL                          | NIL                    | NA   | NA   | NA                         |  |                      |
| (f)           | Foreign Institutional Investors  | 12                           | 4,299,919              | 4,299,919                                    | 30.73  | 30.73                      |  |                      |
| (g)           | Foreign Venture Capital Investors  | NIL                          | NIL                    | NA   | NA   | NA                         |  |                      |
| (h)           | Qualified Foreign Investor   | NIL                          | NIL                    | NA   | NA   | NA                         |  |                      |
| (i)           | Any Other (specify)  | NIL                          | NIL                    | NA   | NA   | NA                         |  |                      |
|               | <b>Sub-Total (B)(1)</b>  | <b>39</b>                    | <b>5,592,060</b>       | <b>5,588,481</b>                             | <b>39.97</b>   | <b>39.97</b>               |  |                      |
| (2)           | Non-institutions   |                              |                        |  |  |                            |  |                      |
| (a)           | Bodies Corporate   | 550                          | 1,045,617              | 1,040,531                                    | 7.47   | 7.47                       |  |                      |
| (b)           | Individuals -  |                              |                        |  |  |                            |  |                      |
|               | i. Individual shareholders holding nominal share capital up to Rs. 1 lakh.         | 47,365                       | 3,619,483              | 3,287,733                                    | 25.87  | 25.87                      |  |                      |
|               | ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh. | 26                           | 689,958                | 689,958                                      | 4.93   | 4.93                       |  |                      |
| (c)           | Qualified Foreign Investor   | NIL                          | NIL                    | NA   | NA   | NA                         |  |                      |
| (c)           | Any Other (specify)  |                              |                        |  |  |                            |  |                      |
|               | Trust  | 4                            | 13235                  | 13235  | 0.09   | 0.09                       |  |                      |
|               | NRI  | 4,312                        | 433352                 | 314466                                       | 3.10   | 3.10                       |  |                      |
|               | Clearing Member  | 108                          | 80352                  | 80352  | 0.57   | 0.57                       |  |                      |
|               | Overseas Corporate Bodies  | 2                            | 809                    | NA   | 0.01   | 0.01                       |  |                      |
|               | <b>Sub-Total (B)(2)</b>  | <b>52,367</b>                | <b>5,882,806</b>       | <b>5,426,276</b>                             | <b>42.04</b>   | <b>42.04</b>               |  |                      |
|               | <b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>                                | <b>52,406</b>                | <b>11,474,866</b>      | <b>11,014,756</b>                            | <b>82.01</b>   | <b>82.01</b>               |  |                      |
|               | <b>TOTAL (A)+(B)</b>   | <b>52,410</b>                | <b>13,992,258</b>      | <b>13,532,148</b>                            | <b>100.00</b>  | <b>100.00</b>              | <b>317,030</b>                         | <b>2.27</b>          |
| (C)           | Shares held by Custodians and against which Depository Receipts have been issued   |                              |                        |  |  |                            |  |                      |
| 1             | Promoter and Promoter Group  | NIL                          | NIL                    | NA   | NA   | NA                         | NA                                     | NA                   |
| 2             | Public   | NIL                          | NIL                    | NA   | NA   | NA                         | NA                                     | NA                   |
|               | <b>GRAND TOTAL (A)+(B)+(C)</b>   | <b>52,410</b>                | <b>13,992,258</b>      | <b>13,532,148</b>                            | <b>100.00</b>  | <b>100.00</b>              | <b>317,030</b>                         | <b>2.27</b>          |

NOT APPLICABLE

NOT APPLICABLE

\* Held by Dr. Vijay Mallya, Non Resident Indian, (held Singly/Jontly)



(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 |
|---------|-----------------------------------|------------------------|-----------------------------------|-----------------------|------------------------------------|--|-------------------------|---|---------------------------------------|---|--|
|         |                                   | No. of Shares held     | As a % of grand total (A)+(B)+(C) | No.                   | As a percentage (VI)=(V)/(III)*100 | As a % of grand total (A)+(B)+(C) of sub-clause (I)(a) | Number of warrants held | As a % total number of warrants of the same class | Number of convertible securities held | As a % 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.      | VIJAY MALLYA                      | 2                      | 0.00                              | 0                     | 0.00                               | 0.00   | NIL                     | NA  | NIL                                   | NA  | NA   |
| 2.      | UNITED BREWERIES HOLDINGS LIMITED | 489482                 | 3.50                              | 317030                | 64.77                              | 2.27   | NIL                     | NA  | NIL                                   | NA  | NA   |
| 3.      | MALLYA PRIVATE LIMITED            | 201                    | 0.00                              | 0                     | 0.00                               | 0.00   | NIL                     | NA  | NIL                                   | NA  | NA   |
| 4.      | KINGFISHER FINVEST INDIA LIMITED  | 2027707                | 14.49                             | 0                     | 0.00                               | 0.00   | NIL                     | NA  | NIL                                   | NA  | NA   |
|         | Total                             | 2517392                | 17.99                             | 317030                | 12.59                              | 2.27   | NIL                     | NA  | NIL                                   | NA  | NA   |



(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 |
|---------|---|-----------------------|--|---|---------------------------------------|--|-----------------------------------|--|--|
|         |   |                       | Number of warrants held  | As a % total number of warrants of the same class | Number of convertible securities held | % w.e.t total number of convertible securities of the same class |                                   |  |  |
|         | Foreign Institutional Investors                                       |                       |  |   |                                       |  |                                   |  |  |
| 1.      | BARCA GLOBAL MASTER FUND L.P.   | 1341909               |  | 9.59  |                                       |  |                                   |  |  |
| 2.      | ACACIA PARTNERS, LP   | 776269                |  | 5.55  |                                       |  |                                   |  |  |
| 3.      | ROUTE ONE INVESTMENT COMPANY, L.P./A/C ROUTE ONE FUND I, L.P.         | 696146                |  | 4.98  |                                       |  |                                   |  |  |
| 4.      | ROUTE ONE INVESTMENT COMPANY, L.P./A/C ROUTE ONE OFFSHORE MASTER FUND | 613202                |  | 4.38  |                                       |  |                                   |  |  |
| 5.      | ACACIA INSTITUTIONAL PARTNERS, LP                                     | 488709                |  | 3.49  |                                       |  |                                   |  |  |
| 6.      | ACACIA BANYAN PARTNERS  | 243480                |  | 1.74  |                                       |  |                                   |  |  |
|         | Mutual Fund   |                       |  |   |                                       |  |                                   |  |  |
| 1.      | SBI EMERGING BUSINESSES FUND  | 1287340               |  | 9.20  |                                       |  |                                   |  |  |
|         | Bodies Corporate  |                       |  |   |                                       |  |                                   |  |  |
| 1.      | SEA GLIMPSE INVESTMENTS PVT LTD                                       | 309308                |  | 2.21  |                                       |  |                                   |  |  |
| 2.      | Milky Investment And Trading Company                                  | 160935                |  | 1.15  |                                       |  |                                   |  |  |
|         | TOTAL   | 5,917,298             |  | 42.29   |                                       |  |                                   |  |  |

(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 of the company

| 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 |
|---------|---|------------------|--|---|---------------------------------------|--|-----------------------------------|--|--|
|         |   |                  | Number of warrants   | As a % total number of warrants of the same class | Number of convertible securities held | % w.e.t total number of convertible securities of the same class |                                   |  |  |
|         | Foreign Institutional Investors   |                  |  |   |                                       |  |                                   |  |  |
| 1.      | BARCA GLOBAL MASTER FUND L.P.   | 1341909          |  | 9.59  |                                       |  |                                   |  |  |
| 2.      | ACACIA PARTNERS, LP   | 776269           |  | 5.55  |                                       |  |                                   |  |  |
|         | Mutual Fund   |                  |  |   |                                       |  |                                   |  |  |
| 1.      | SBI EMERGING BUSINESSES FUND  | 1287340          |  | 9.20  |                                       |  |                                   |  |  |
|         | Total:  | 3,405,518        |  | 24.34   |                                       |  |                                   |  |  |





(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} | Promoter / Promoter Group / Public |
|---------|-------------------------|----------------------------|--|------------------------------------|
|         | NIL                     | NIL                        | NIL  | NIL                                |

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

| 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 percentage of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above} |
|---------|---|---------------------------|---|---|
|         | NIL   | NIL                       | NIL   | NIL   |

(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 | 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} |
|---------|-----------------------|---|---|---|
|         | NIL                   | NIL   | NIL   | NIL   |



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

Description of Voting Right for each class of Securities

Class X:

Class Y:

--Not Applicable--

Class Z:

| Category Code | Category of shareholder  | Number of Voting Rights held in |         |         | Total Voting Rights (III+IV+V) | Total Voting Rights i.e (VI) |                   |
|---------------|--|---------------------------------|---------|---------|--------------------------------|------------------------------|-------------------|
|               |  | Class X                         | Class Y | Class Z |                                | As a % of (A+B)              | As a % of (A+B+C) |
| (I)           | (II)   | (III)                           | (IV)    | (V)     | (VI)                           | (VII)                        | (VIII)            |
| (A)           | Promoter and Promoter Group  |                                 |         |         |                                |                              |                   |
| (1)           | Indian   |                                 |         |         |                                |                              |                   |
|               | (a) Individuals/ Hindu Undivided Family  |                                 |         |         |                                |                              |                   |
|               | (b) Central Government/ State Government(s)  |                                 |         |         |                                |                              |                   |
|               | (c) Bodies Corporate   |                                 |         |         |                                |                              |                   |
|               | (d) Financial Institutions/ Banks  |                                 |         |         |                                |                              |                   |
|               | (e) Any Other (specify)  |                                 |         |         |                                |                              |                   |
|               | <b>Sub-Total (A)(1)</b>  |                                 |         |         |                                |                              |                   |
| (2)           | Foreign  |                                 |         |         |                                |                              |                   |
|               | (a) Individuals (Non-Resident Individuals/ Foreign Individuals)                    |                                 |         |         |                                |                              |                   |
|               | (b) Bodies Corporate   |                                 |         |         |                                |                              |                   |
|               | (c) Institutions   |                                 |         |         |                                |                              |                   |
|               | (d) Any Other (specify)  |                                 |         |         |                                |                              |                   |
|               | <b>Sub-Total (A)(2)</b>  |                                 |         |         |                                |                              |                   |
|               | <b>Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)</b>        |                                 |         |         |                                |                              |                   |
| (B)           | Public shareholding  |                                 |         |         |                                |                              |                   |
| (1)           | Institutions   |                                 |         |         |                                |                              |                   |
|               | (a) Mutual Funds/UTI   |                                 |         |         |                                |                              |                   |
|               | (b) Financial Institutions/ Banks  |                                 |         |         |                                |                              |                   |
|               | (c) Central Government/ 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>  |                                 |         |         |                                |                              |                   |
| (2)           | Non-institutions   |                                 |         |         |                                |                              |                   |
|               | (a) Bodies Corporate   |                                 |         |         |                                |                              |                   |
|               | (b) Individuals -  |                                 |         |         |                                |                              |                   |
|               | iii. Individual shareholders holding nominal share capital up to Rs. 1 lakh.       |                                 |         |         |                                |                              |                   |
|               | iv. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh. |                                 |         |         |                                |                              |                   |
|               | (c) Any Other (specify)  |                                 |         |         |                                |                              |                   |
|               | <b>Sub-Total (B)(2)</b>  |                                 |         |         |                                |                              |                   |
|               | <b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>                                |                                 |         |         |                                |                              |                   |
|               | <b>TOTAL (A)+(B)</b>   |                                 |         |         |                                |                              |                   |
| (C)           | Shares held by Custodians and against which Depository Receipts have been issued   |                                 |         |         |                                |                              |                   |
|               | <b>GRAND TOTAL (A)+(B)+(C)</b>   |                                 |         |         |                                |                              |                   |

