

## Annexure A

Clause 35 (1) (a)

In table (I)(a), the introductory sub-table detailing the name of the company, scrip code etc., shall be substituted with the following:-

|  |                                      |  |   |
|--|--------------------------------------|--|---|
| Name of the Company : <b>Nagarjuna Oil Refinery Limited</b>  |                                      |  |   |
| Scrip Code , Name of the scrip : <b>NSE : NAGAROIL</b><br><b>BSE : 534184</b>                                |                                      |  |   |
| Class of Security : <b>Equity</b>  |                                      |  |   |
| Quarter ended : <b>March 31, 2014</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  | -Nil-                                |  |   |
| Held by public   | -Nil-                                |  |   |
| <b>Total</b>   | -Nil-                                |  |   |
| <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  | -Nil-                                |  |   |
| Held by public   | -Nil-                                |  |   |
| <b>Total</b>   | -Nil-                                |  |   |
| <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  | -Nil-                                |  |   |
| Held by public   | -Nil-                                |  |   |
| <b>Total</b>   | -Nil-                                |  |   |
| <b>Total paid-up capital of the company, assuming full conversion of warrants and convertible securities</b> | -Nil-                                | -Nil-  | -Nil-   |



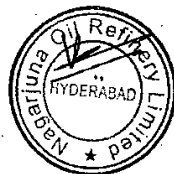
## Annexure A

## (I)(a) Statement showing Shareholding Pattern

| 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)                                   |
| (A)           | <b>Promoter and Promoter Group<sup>2</sup></b>                              |                        |                        |  |  |                            |  |  |
| (1)           | <b>Indian</b>   |                        |                        |  |  |                            |  |  |
| (a)           | Individuals/ Hindu Undivided Family   | -                      | -                      | -  | -  | -                          |  |  |
| (b)           | Central Government/ State Government(s)                                     | 2                      | 2,94,79,990            | 2,94,79,990                                  | 6.88%  | 6.88%                      |  |  |
| (c)           | Bodies Corporate  | 5                      | 13,02,39,591           | 13,02,39,591                                 | 30.42%   | 30.42%                     | 12,08,82,348                           | 92.82%                                 |
| (d)           | Financial Institutions/ Banks   | -                      | -                      | -  | -  | -                          |  |  |
| (e)           | Any Other (specify)   | -                      | -                      | -  | -  | -                          |  |  |
|               | <b>Sub-Total (A)(1)</b>   | <b>7</b>               | <b>15,97,19,581</b>    | <b>15,97,19,581</b>                          | <b>37.30%</b>  | <b>37.30%</b>              |  |  |
| (2)           | <b>Foreign</b>  |                        |                        |  |  |                            |  |  |
| (a)           | Individuals (Non-Resident Individuals/ Foreign Individuals)                 | -                      | -                      | -  | -  | -                          |  |  |
| (b)           | Bodies Corporate  | 1                      | 40,00,000              | 40,00,000                                    | 0.93%  | 0.93%                      |  |  |
| (c)           | Institutions  | -                      | -                      | -  | -  | -                          |  |  |
| (d)           | NRI based Company   | 1                      | 80,00,000              | 80,00,000                                    | 1.87%  | 1.87%                      |  |  |
|               | <b>Sub-Total (A)(2)</b>   | <b>2</b>               | <b>1,20,00,000</b>     | <b>1,20,00,000</b>                           | <b>2.80%</b>   | <b>2.80%</b>               |  |  |
|               | <b>Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)</b> | <b>9</b>               | <b>17,17,19,581</b>    | <b>17,17,19,581</b>                          | <b>40.10%</b>  | <b>40.10%</b>              | <b>12,08,82,348</b>                    | <b>70.40%</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.

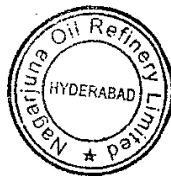


| Category code | Category of shareholder                    | Number of shareholders | Total number of shares | Number of shares held in dematerialized form | Total shareholding as a percentage of total number of shares |                            | Shares pledged or otherwise encumbered |   |
|---------------|--|------------------------|------------------------|--|--|----------------------------|--|---|
|               |  |                        |                        |  | As a percentage of (A+B)1                                    | As a percentage of (A+B+C) | Number of shares                       | As a percentage<br>(IX)=<br>(VIII)/(IV)*100 |
| (I)           | (II)                                       | (III)                  | (IV)                   | (V)  | (VI)   | (VII)                      | (VIII)                                 | (IX)  |
| (B)           | <b>Public shareholding<sup>3</sup></b>     |                        |                        |  |  |                            | N.A                                    | NA  |
| (I)           | <b>Institutions</b>                        |                        |                        |  |  |                            | NA                                     | NA  |
| (a)           | Mutual Funds/<br>UTI                       | 33                     | 2,14,250               | 4,500  | 0.05%  | 0.05%                      |  |   |
| (b)           | Financial Institutions/<br>Banks           | 28                     | 60,376                 | 4,200  | 0.01%  | 0.01%                      |  |   |
| (c)           | Central Government/<br>State Government(s) | -                      | -                      | -  | -  | -                          |  |   |
| (d)           | Venture Capital Funds                      | -                      | -                      | -  | -  | -                          |  |   |
| (e)           | Insurance Companies                        | 7                      | 80,59,785              | 80,59,685                                    | 1.88%  | 1.88%                      |  |   |
| (f)           | Foreign Institutional Investors            | 23                     | 28,88,480              | 28,58,230                                    | 0.67%  | 0.67%                      |  |   |
| (g)           | Foreign Venture Capital Investors          | -                      | -                      | -  | -  | -                          |  |   |
| (h)           | Any Other (specify)                        | -                      | -                      | -  | -  | -                          |  |   |
|               | <b>Sub-Total (B)(1)</b>                    | <b>91</b>              | <b>1,12,22,891</b>     | <b>1,09,26,615</b>                           | <b>2.62%</b>   | <b>2.62%</b>               |  |   |

<sup>3</sup> For definitions of "Public Shareholding", refer to Clause 40A.



| 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)1                                    | As a percentage of (A+B+C) | Number of shares                       | As a percentage<br>(IX)=<br>(VIII)/(IV)*100 |
| (I)           | (II)  | (III)                  | (IV)                   | (V)  | (VI)   | (VII)                      | (VIII)                                 | (IX)  |
| (2)           | Non-institutions  |                        |                        |  |  |                            | NA                                     | NA  |
| (a)           | Bodies Corporate  | 2,060                  | 4,73,88,228            | 4,70,55,606                                  | 11.07%   | 11.07%                     |  |   |
| (b)           | Individuals -<br>i. Individual shareholders holding nominal share capital up to Rs. 1 lakh. | 4,42,789               | 16,14,24,058           | 12,34,15,855                                 | 37.70%   | 37.70%                     |  |   |
|               | ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.          | 31                     | 53,94,489              | 53,94,489                                    | 1.26%  | 1.26%                      |  |   |
| (c)           | Any Other (specify) NRI   | 3,682                  | 65,42,647              | 56,23,707                                    | 1.53%  | 1.53%                      |  |   |
|               | Trusts  | 173                    | 2,44,89,627            | 2,43,70,152                                  | 5.72%  | 5.72%                      |  |   |
|               | Foreign National  | 1                      | 300                    | 300  | 0.00%  | 0.00%                      |  |   |
|               | Sub-Total (B)(2)  | 4,48,736               | 24,52,39,349           | 20,58,60,109                                 | 57.27%   | 57.27%                     |  |   |
|               | Total Public Shareholding (B)= (B)(1)+(B)(2)  | 4,48,827               | 25,64,62,240           | 21,67,86,724                                 | 59.90%   | 59.90%                     | NA                                     | NA  |
|               | TOTAL (A)+(B)   | 4,48,836               | 42,81,81,821           | 38,85,06,305                                 | 100.00%  | 100.00%                    |  |   |



| 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)1                                    | 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)                                  |
| (C)           | Shares held by Custodians and against which Depository Receipts have been issued |                        |                        |  | NA   | NA                         | NA                                     | NA                                    |
| (1)           | Promoter and Promoter Group  | -Nil-                  |                        |  |  |                            |  |                                       |
| (2)           | Public   | -Nil-                  |                        |  |  |                            |  |                                       |
|               | <b>GRAND TOTAL (A)+(B)+(C)</b>   | <b>4,48,836</b>        | <b>42,81,81,821</b>    | <b>38,85,06,305</b>                          | <b>100.00%</b>   | <b>100.00%</b>             |  |                                       |

NA – Not applicable

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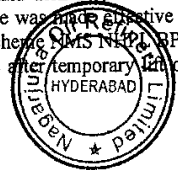
In Clause 35, the following amendments shall be made –

1. The Table at I (b) shall stand replaced as under -

**(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          | 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            | Nagarjuna Management Services Pvt. Ltd.@ | 71447812               | 16.69%                                | 71447812          | 100.00%                  | 16.69%   | -                       | -   | -                                     | -   | 16.69%   |
| 2.           | Nagarjuna Holdings Private Limited@      | 31478300               | 7.35%                                 | 31103149          | 98.81%                   | 7.26%  | -                       | -   | -                                     | -   | 7.35%  |
| 3.           | Governor of Andhra Pradesh               | 19479990               | 4.55%                                 | -                 | -                        | -  | -                       | -   | -                                     | -   | 4.55%  |
| 4.           | Baron Properties Private Limited@        | 16635427               | 3.89%                                 | 15586862          | 93.70%                   | 3.64%  | -                       | -   | -                                     | -   | 3.89%  |
| 5.           | KRIBHCO                                  | 10000000               | 2.34%                                 | -                 | -                        | -  | -                       | -   | -                                     | -   | 2.34%  |
| 6.           | Fireseed Limited                         | 8000000                | 1.87%                                 | -                 | -                        | -  | -                       | -   | -                                     | -   | 1.87%  |
| 7.           | Saipem SPA                               | 4000000                | 0.93%                                 | -                 | -                        | -  | -                       | -   | -                                     | -   | 0.93%  |
| 8.           | White Stream Properties Private Limited@ | 2744600                | 0.64%                                 | 2744525           | 100.00%                  | 0.64%  | -                       | -   | -                                     | -   | 0.64%  |
| 9.           | Nagarjuna Corporation Limited@           | 7933452                | 1.85%                                 | -                 | -                        | -  | -                       | -   | -                                     | -   | 1.85%  |
| <b>TOTAL</b> |  | <b>171719581</b>       | <b>40.10%</b>                         | <b>120882348</b>  | <b>70.40%</b>            | <b>28.23%</b>  | <b>-</b>                | <b>-</b>  | <b>-</b>                              | <b>-</b>  | <b>40.10%</b>  |

@ A Composite Scheme of Arrangement and Amalgamation between Nagarjuna Corporation Limited (NCL) Nagarjuna Management Services private Limited (NMS) Nagarjuna Holdings Private Limited (NHPL) Baron Properties Private Limited (BPPL) White Stream Properties Private Limited (WSPPL) and Growth Stream Properties Private Limited (GSPPL) and their respective shareholders was approved by the Hon'ble High Court of Bombay at Mumbai on September 14 2012. The Scheme was implemented on November 9 2012 and necessary disclosures and reports were filed with BSE NSE and SEBI. Pursuant to the scheme NMS NHPL BPPL and WSPPL were merged into NCL. The equity shares held by these companies shall be transferred to NCL after temporary lift of pledge by the banks to whom they are pledged and shall be pledged back again by NCL.



2. Table at I (c) shall stand replaced with Tables I (c) (i) and I (c) (ii) as under –

**(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.r.t total number of convertible securities of the same class |  |
| 1.           | Zuari Global limited                | 2,93,34,310           | 6.85%  | -                       | -   | -                                     | -  | 6.85%  |
| 2            | NFCL Employee Welfare Trust         | 2,43,56,052           | 5.69%  | -                       | -   | -                                     | -  | 5.69%  |
| 3.           | Life Insurance Corporation of India | 53,73,875             | 1.26%  | -                       | -   | -                                     | -  | 1.26%  |
| <b>TOTAL</b> |                                     | <b>5,90,64,237</b>    | <b>13.79%</b>  | <b>-</b>                | <b>-</b>  | <b>-</b>                              | <b>-</b>   | <b>13.79%</b>  |

**(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 held | As a % 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.           | Zuari Global limited  | 2,93,34,310        | 6.85%  | -                       | -   | -                                     | -  | 6.85%  |
| 2            | NFCL Employee Welfare Trust   | 2,43,56,052        | 5.69%  | -                       | -   | -                                     | -  | 5.69%  |
| <b>TOTAL</b> |   | <b>5,36,90,362</b> | <b>12.54%</b>  | <b>-</b>                | <b>-</b>  | <b>-</b>                              | <b>-</b>   | <b>12.54%</b>  |

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(I)(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 (A)+(B)+(C) indicated in Statement at para (I)(a) above} |
|---------|-------------------------|---|----------------------------|--|
| 1.      | - N A -                 |   |                            |  |
| TOTAL   |                         |   |                            |  |

(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} |
|---------|---|---------------------------|---|---|
| 1.      | - N A -   |                           |   |   |
| 2.      |   |                           |   |   |
| TOTAL   |   |                           |   |   |

(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} |
|---------|-----------------------|---|---|---|
| 1.      | - N A -               |   |   |   |
| 2.      |                       |   |   |   |
| TOTAL   |                       |   |   |   |

T. Vamsi Krishna

