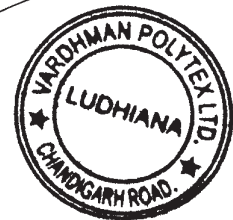


| (I) (a) STATEMENT SHOWING SHAREHOLDING PATTERN  |                               |   |  |
|---|-------------------------------|---|--|
| <b>Name of the Company: VARDHMAN POLYTEX LIMITED</b>  |                               |   |  |
| Scrip Code: 514175 on BSE & VARDMNPOLY on NSE   |                               |   |  |
| Quarter ended: 31.12.2014   |                               |   |  |
| 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                           | Nil   | Nil  |
| Held by public  | Nil                           | Nil   | Nil  |
| <b>Total</b>  | <b>Nil</b>                    | <b>Nil</b>  | <b>Nil</b>   |
| 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                           | Nil   | Nil  |
| Held by public  | Nil                           | Nil   | Nil  |
| <b>Total</b>  | <b>Nil</b>                    | <b>Nil</b>  | <b>Nil</b>   |
| 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                           | Nil   | Nil  |
| Held by public  | Nil                           | Nil   | Nil  |
| <b>Total</b>  | <b>Nil</b>                    | <b>Nil</b>  | <b>Nil</b>   |
| <b>Total paid-up capital of the company, assuming full conversion of warrants and convertible securities (Number of shares)</b> | <b>22290957</b>               |   |  |

*Sd/-*



| VARDHMAN POLYTEX LIMITED   |   | 31.12.2014          |                     |   |   |                       |  |                       |
|----------------------------|---|---------------------|---------------------|---|---|-----------------------|--|-----------------------|
| SHAREHOLDING PATTERN AS ON |   |                     |                     |   |   |                       |  |                       |
| Category                   | Category of Shareholder   | No. of Shareholders | Total No. of Shares | No. of shares held in dematerialized Form | Total shareholding as %age of total No. of Shares |                       | Shares Pledged or otherwise encumbered |                       |
|                            |   |                     |                     |   | As a % age of (A+B)                               | As a % age of (A+B+C) | Number of shares                       | As a percentage       |
| (I)                        | (II)  | (III)               | (IV)                | (V)                                       | (VI)  | (VII)                 | (VIII)                                 | (IX)=(VIII)/(IV)* 100 |
| (A)                        | <b>Shareholding of Promoter &amp; Promoter Group</b>  |                     |                     |   |   |                       |  |                       |
| (1)                        | Indian  |                     |                     |   |   |                       |  |                       |
| (a)                        | Individuals/Hindu Undivided Family  | 7                   | 638200              | 638200                                    | 2.86  | 2.86                  | 347200                                 | 54.40                 |
| (b)                        | Central Government/State Government   |                     |                     |   |   |                       |  |                       |
| (c)                        | Bodies Corporate  | 14                  | 12766002            | 12766002                                  | 57.27   | 57.27                 | 10584002                               | 82.91                 |
| (d)                        | Financial Institutions/Banks  |                     |                     |   |   |                       |  |                       |
| (e)                        | Any Other   |                     |                     |   |   |                       |  |                       |
|                            | Sub-Total (A) (1)   | 21                  | 13404202            | 13404202                                  | 60.13   | 60.13                 | 10931202                               | 81.55                 |
| (2)                        | Foreign   |                     |                     |   |   |                       |  |                       |
| (a)                        | Individuals/Hindu Undivided Family  |                     |                     |   |   |                       |  |                       |
| (b)                        | Central Government/State Government   |                     |                     |   |   |                       |  |                       |
| (c)                        | Bodies Corporate  |                     |                     |   |   |                       |  |                       |
| (d)                        | Financial Institutions/Banks  |                     |                     |   |   |                       |  |                       |
| (e)                        | Any Other   |                     |                     |   |   |                       |  |                       |
|                            | Sub-Total (A) (2)   |                     |                     |   |   |                       |  |                       |
|                            | <b>Total Shareholding of Promoters &amp; Promoters Group. A= (A) (1)+(A) (2)</b>  | <b>21</b>           | <b>13404202</b>     | <b>13404202</b>                           | <b>60.13</b>                                      | <b>60.13</b>          | <b>10931202</b>                        | <b>81.55</b>          |
| (B)                        | <b>Public Shareholding</b>  |                     |                     |   |   |                       | NA                                     | NA                    |
| (1)                        | Institutions  |                     |                     |   |   |                       | NA                                     | NA                    |
| (a)                        | Mutual Funds/UTI  | 2                   | 1800                | 500                                       | 0.01  | 0.01                  |  |                       |
| (b)                        | Financial Institutions/Banks  | 4                   | 1134                | 0   | 0.01  | 0.01                  |  |                       |
| (c)                        | Central Government/State Government(s)  |                     |                     |   |   |                       |  |                       |
| (d)                        | Venture Capital Funds   |                     |                     |   |   |                       |  |                       |
| (e)                        | Insurance Companies   |                     |                     |   |   |                       |  |                       |
| (f)                        | Foreign Institutional Investors   | 3                   | 551200              | 550000                                    | 2.47  | 2.47                  |  |                       |
| (g)                        | Foreign Venture Capital Investors   |                     |                     |   |   |                       |  |                       |
| (h)                        | Any Other   |                     |                     |   |   |                       |  |                       |
|                            | Sub-Total (B) (1)   | 9                   | 554134              | 550500                                    | 2.49  | 2.49                  |  |                       |
| (2)                        | Non-institutions  |                     |                     |   |   |                       | NA                                     | NA                    |
| (a)                        | Bodies Corporate  | 187                 | 4489946             | 4485343                                   | 20.14   | 20.14                 |  |                       |
| (b)                        | Individuals   |                     |                     |   |   |                       |  |                       |
|                            | (i) Individual shareholders holding nominal capital upto Rs. 1 lac  | 6947                | 1437683             | 1069579                                   | 6.45  | 6.45                  |  |                       |
|                            | (ii) Individual shareholders holding nominal capital in excess of Rs. 1 lac   | 30                  | 2380124             | 580124                                    | 10.68   | 10.68                 |  |                       |
| (c)                        | Any Other (NRIs/OCBs)   | 24                  | 24868               | 24468                                     | 0.11  | 0.11                  |  |                       |
|                            | Sub-Total (B) (2)   | 7188                | 8332621             | 6159514                                   | 37.38   | 37.38                 |  |                       |
|                            | <b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>  | <b>7197</b>         | <b>8886755</b>      | <b>6710014</b>                            | <b>39.87</b>                                      | <b>39.87</b>          | <b>NA</b>                              | <b>NA</b>             |
|                            | <b>Total (A+B)</b>  | <b>7218</b>         | <b>22290957</b>     | <b>20114216</b>                           | <b>100.00</b>                                     | <b>100.00</b>         | <b>10931202</b>                        | <b>49.04</b>          |
| (C)                        | Shares held by Custodians and against which Depository Receipts have been issued (C)  |                     |                     |   | NA  | 0                     | NA                                     | NA                    |
| (1)                        | Promoter & Promoter Group   | 0                   | 0                   | 0   |   |                       |  |                       |
| (2)                        | Public  | 0                   | 0                   | 0   |   |                       |  |                       |
|                            | <b>GRAND TOTAL (A+B+C)</b>  | <b>7218</b>         | <b>22290957</b>     | <b>20114216</b>                           | <b>100.00</b>                                     | <b>100.00</b>         | <b>10931202</b>                        | <b>49.04</b>          |
| Note:-                     | The total foreign shareholding of the Company is 576068 (2.58%) (consists 551200 (2.47%) of FII and 24868 (0.11%) of NRI/OCB). Further, there is no ADR & GDR issues. |                     |                     |   |   |                       |  |                       |



**(1) (b) STATEMENT SHOWING HOLDING OF SECURITIES (INCLUDING SHARES, WARRANTS, CONVERTIBLE SECURITIES) OF PERSONS BELONGING TO THE CATEGORY "PROMOTER AND PROMOTERS GROUP"**

**As on 31.12.2014**

| Sr. No.                   | Name of the Shareholder                   | Detail 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         | as a %age 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 | Number of convertible securities held | As a % total number of convertible securities of the same class | Number of convertible securities held |  |
| (I)                       | (II)                                      | (III)                 | (IV)                                     | (V)             | (VI)=(V)/(III)*100                 | (VII)   | (VIII)                  | (IX)  | (X)                                   | (XI)  | (XII)                                 | (XIII)  | (XIV)                                 | (XV)   |
| <b>Promoter Companies</b> |   |                       |  |                 |                                    |   |                         |   |                                       |   |                                       |   |                                       |  |
| 1                         | Panchsheet Tex. Mfg. & Trdg. Co. (P) Ltd. | 4426917               | 19.86%                                   | 4426917         | 100%                               | 19.86%  | 0                       | 0   | 0                                     | 0   | 0                                     | 0   | 0                                     | 19.86%   |
| 2                         | Alma Assets Consultancy (P) Ltd           | 4362325               | 19.57%                                   | 4362325         | 100%                               | 19.57%  | 0                       | 0   | 0                                     | 0   | 0                                     | 0   | 0                                     | 19.57%   |
| 3                         | Altfort Merchants Pvt. Ltd **             | 2182000               | 9.79%                                    | 0               | 0%                                 | 0.00%   | 0                       | 0   | 0                                     | 0   | 0                                     | 0   | 0                                     | 9.79%  |
| 4                         | Nightingale Dealcom (P) Ltd               | 6600000               | 2.96%                                    | 6600000         | 100%                               | 2.96%   | 0                       | 0   | 0                                     | 0   | 0                                     | 0   | 0                                     | 2.96%  |
| 5                         | Enakshi Investments (P) Ltd.              | 370250                | 1.66%                                    | 370250          | 100%                               | 1.66%   | 0                       | 0   | 0                                     | 0   | 0                                     | 0   | 0                                     | 1.66%  |
| 6                         | Gagan Mercantile Co. (P) Ltd.             | 163900                | 0.74%                                    | 163900          | 100%                               | 0.74%   | 0                       | 0   | 0                                     | 0   | 0                                     | 0   | 0                                     | 0.74%  |
| 7                         | Ruby Mercantile Co. (P) Ltd.              | 153000                | 0.69%                                    | 153000          | 100%                               | 0.69%   | 0                       | 0   | 0                                     | 0   | 0                                     | 0   | 0                                     | 0.69%  |
| 8                         | Liberty Mercantile Co. (P) Ltd.           | 120550                | 0.54%                                    | 120550          | 100%                               | 0.54%   | 0                       | 0   | 0                                     | 0   | 0                                     | 0   | 0                                     | 0.54%  |
| 9                         | Alleppey Invest. & Trdg. Co. (P) Ltd.     | 95500                 | 0.43%                                    | 95500           | 100%                               | 0.43%   | 0                       | 0   | 0                                     | 0   | 0                                     | 0   | 0                                     | 0.43%  |
| 10                        | Calgary Invest. & Trdg. Co. (P) Ltd.      | 67300                 | 0.30%                                    | 67300           | 100%                               | 0.30%   | 0                       | 0   | 0                                     | 0   | 0                                     | 0   | 0                                     | 0.30%  |
| 11                        | Pioneer Mercantile Co. (P) Ltd.           | 49350                 | 0.22%                                    | 49350           | 100%                               | 0.22%   | 0                       | 0   | 0                                     | 0   | 0                                     | 0   | 0                                     | 0.22%  |
| 12                        | Kent Investments (P) Ltd.                 | 46950                 | 0.21%                                    | 46950           | 100%                               | 0.21%   | 0                       | 0   | 0                                     | 0   | 0                                     | 0   | 0                                     | 0.21%  |
| 13                        | Adesh Invest. & Trdg. Co. (P) Ltd.        | 35100                 | 0.16%                                    | 35100           | 100%                               | 0.16%   | 0                       | 0   | 0                                     | 0   | 0                                     | 0   | 0                                     | 0.16%  |
| 14                        | Boras Invest. & Trdg. Co. (P) Ltd.        | 32860                 | 0.15%                                    | 32860           | 100%                               | 0.15%   | 0                       | 0   | 0                                     | 0   | 0                                     | 0   | 0                                     | 0.15%  |
|                           | <b>TOTAL.</b>                             | <b>12766002</b>       | <b>57.27%</b>                            | <b>10584002</b> | <b>82.91%</b>                      | <b>47.48%</b>   | <b>0</b>                | <b>0.00</b>                                       | <b>0.00</b>                           | <b>0.00</b>   | <b>0.00</b>                           | <b>0.00</b>   | <b>0.00</b>                           | <b>57.27%</b>  |
| <b>Individuals</b>        |   |                       |  |                 |                                    |   |                         |   |                                       |   |                                       |   |                                       |  |
| 1                         | Mr. Adish Oswal**                         | 420511                | 1.89%                                    | 129511          | 30.80                              | 0.65%   | 0                       | 0   | 0                                     | 0   | 0                                     | 0   | 0                                     | 1.89%  |
| 2                         | Mr. Ashok Kumar Oswal                     | 127748                | 0.57%                                    | 127748          | 100.00                             | 0.64%   | 0                       | 0   | 0                                     | 0   | 0                                     | 0   | 0                                     | 0.57%  |
| 3                         | Mrs. Manju Oswal                          | 52694                 | 0.24%                                    | 52694           | 100.00                             | 0.27%   | 0                       | 0   | 0                                     | 0   | 0                                     | 0   | 0                                     | 0.24%  |
| 4                         | Mrs. Rakhi Oswal                          | 17820                 | 0.08%                                    | 17820           | 100.00                             | 0.09%   | 0                       | 0   | 0                                     | 0   | 0                                     | 0   | 0                                     | 0.08%  |
| 5                         | Mr. Abhinav Oswal                         | 14307                 | 0.06%                                    | 14307           | 100.00                             | 0.07%   | 0                       | 0   | 0                                     | 0   | 0                                     | 0   | 0                                     | 0.06%  |
| 6                         | Ms. Aketa Oswal                           | 5010                  | 0.02%                                    | 5010            | 100.00                             | 0.03%   | 0                       | 0   | 0                                     | 0   | 0                                     | 0   | 0                                     | 0.02%  |
| 7                         | Ashok Kumar & Sons (HUF)                  | 110                   | 0.00%                                    | 110             | 100.00                             | 0.00%   | 0                       | 0   | 0                                     | 0   | 0                                     | 0   | 0                                     | 0.00%  |
|                           | <b>TOTAL.</b>                             | <b>638200</b>         | <b>2.86%</b>                             | <b>347200</b>   | <b>54.40%</b>                      | <b>1.75%</b>  | <b>0.00</b>             | <b>0.00</b>                                       | <b>0.00</b>                           | <b>0.00</b>   | <b>0.00</b>                           | <b>0.00</b>   | <b>0.00</b>                           | <b>2.86%</b>   |
|                           | <b>Grand Total</b>                        | <b>13404202</b>       | <b>60.13%</b>                            | <b>10931202</b> | <b>81.55</b>                       | <b>49.23%</b>   | <b>0</b>                | <b>0.00</b>                                       | <b>0.00</b>                           | <b>0.00</b>   | <b>0.00</b>                           | <b>0.00</b>   | <b>0.00</b>                           | <b>60.13%</b>  |

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

\*\* The shares (2182000 shares of M/s Altfort Merchants Pvt Ltd and 291000 Shares of Mr. Adish Oswal) have been allotted but yet to be credited in their demat account because listing approval is awaited.



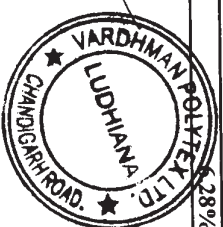
**D)(c)(i)** Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Public" and holding more than 1% of the total number of shares

As on 31.12.2014

| (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) | 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.r.t total number of convertible securities of the same class |  |
| 1         | Swamin Tie Up (P) Ltd.                      | 1400000               | 6.28%  | 0                   | 0   | 0                                     | 0  | 6.28%  |
| 2         | Vineet Sood & Sons HUF                      | 725000                | 3.25%  | 0                   | 0   | 0                                     | 0  | 3.25%  |
| 3         | Master Capital Services Ltd.                | 679614                | 3.05%  | 0                   | 0   | 0                                     | 0  | 3.05%  |
| 4         | Hypnos Fund Limited                         | 550000                | 2.47%  | 0                   | 0   | 0                                     | 0  | 2.47%  |
| 5         | Real Value Info Solutions Private Limited.  | 532000                | 2.39%  | 0                   | 0   | 0                                     | 0  | 2.39%  |
| 6         | SCM India Private Limited.                  | 402203                | 1.80%  | 0                   | 0   | 0                                     | 0  | 1.80%  |
| 7         | Suresh Kumar Jain                           | 325000                | 1.46%  | 0                   | 0   | 0                                     | 0  | 1.46%  |
| 8         | Majestic Scripts Private Limited.           | 273000                | 1.22%  | 0                   | 0   | 0                                     | 0  | 1.22%  |
| 9         | Century Corporate Solutions Private Limited | 246028                | 1.10%  | 0                   | 0   | 0                                     | 0  | 1.10%  |
|           | <b>TOTAL</b>                                | <b>5132845</b>        | <b>23.03%</b>  |                     |   |                                       |  | <b>23.03%</b>  |

**D)(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 held | Shares as a percentage of total number of shares i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) | 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.r.t total number of convertible securities of the same class |  |
| 1         | Swamin Tie Up (P) Ltd.  | 1400000               | 6.28%  | 0                   | 0   | 0                                     | 0  | 6.28%  |
|           | <b>TOTAL</b>  | <b>1400000</b>        | <b>6.28%</b>   |                     |   |                                       |  | <b>6.28%</b>   |



| <b>(I) (d) STATEMENT SHOWING DETAILS OF LOCKED IN SHARES</b>   |   |   |   |  |
|--|---|---|---|--|
| <b>TOTAL NUMBER OF SHARES as on 31.12.2014</b>   |   |   |   |  |
| Sr. No.  | Name of the Shareholder                 | No. of locked in Shares                 | locked in Shares as %age of total No. of Shares | Category   |
| 1  | ALMA Assets Consultancy (P) Ltd.        | 3575000                                 | 16.04%  | Promoter   |
| 2  | M/s Alfort Merchants Private Ltd        | 2182000                                 | 9.79%   | Promoter   |
| 3  | Mr. Adish Oswal                         | 291000                                  | 1.31%   | Promoter   |
| <b>Total:</b>  |   | <b>6048000</b>                          | <b>27.13%</b>                                   |  |
| <b>(II) (a) STATEMENT SHOWING DETAILS OF DEPOSITORY RECEIPTS</b>   |   |   |   |  |
| <b>TOTAL NUMBER OF RECEIPTS as on 31.12.2014</b>   |   |   |   |  |
| Sr. No.  | Type of Outstanding ADR & GDR, SDR etc. | Number of Outstanding DRs               | No. of shares underlying outstanding DRs        | Shares underlying outstanding DRs as %age of total No. of shares |
|  | NIL                                     |   |   |  |
| <b>(II) (b) STATEMENT SHOWING HOLDING OF DEPOSITORY RECEIPTS WHERE UNDERLYING SHARES ARE IN EXCESS OF 1% OF TOTAL NUMBER OF SHARES as on 31.12.2014</b>                                  |   |   |   |  |
| Sr. No.  | Name of the DR Holder                   | Type of Outstanding ADR & GDR, SDR etc. | No. of shares underlying outstanding DRs        | Shares underlying outstanding DRs as %age of total No. of shares |
|  | NIL                                     |   |   |  |
| <p><i>Note: It is hereby confirmed that there is only one type of Equity Shares issued by the Company and the Voting pattern is same as the above mentioned Shareholding Pattern</i></p> |   |   |   |  |

