



WINDSOR
Partner in Progress

WINDSOR MACHINES LIMITED

Regd. Office : 102/103, Devmihan CHS, Next to Tip Top Plaza, L.B.S Road, Thane (W) - 400604
Phone : +91 022 2583 6592 | Fax: +91 022 2583 6285 | Website : www.windsormachines.com

Date: April 12, 2014.

To,
The Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 023.

Company Code: 522029

Sub.: Submission of Shareholding Pattern as per clause 35 of the Listing Agreement.

Pursuant to the amended Clause 35 of Listing agreement, please find enclosed herewith the shareholding pattern of the Company in the prescribed format for the quarter ended March 31, 2014.

Kindly acknowledge the receipt of the same.

Thanking you,

Yours faithfully,

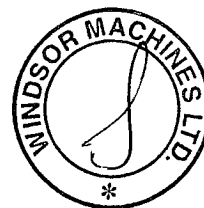
For **WINDSOR MACHINES LIMITED**

PRITI PATEL
Company Secretary and Compliance Officer

Encl : as above.

(I) (a) Statement showing Shareholding Pattern

| | | | |
|--|--------------------------------------|--|---|
| Name of the Company: WINDSOR MACHINES LIMITED | | | |
| Scrip Code, Name of the scrip, class of security: | | BSE- 522029 ; NSE- WINDMACHIN ; Equity | |
| Quarter ended: March 31, 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 | 0 | | 0 |
| Held by public | 0 | | 0 |
| Total | 0 | | 0 |
| Outstanding convertible securities:- | No. of outstanding securities | As a % of total No. of outstanding convertible securities | As a % of total no. of shares of the company, assuming full conversion of the convertible securities |
| Held by Promoter / Promoter Group | 0 | | 0 |
| Held by public | 0 | | 0 |
| Total | 0 | | 0 |
| Warrants:- | No. of warrants | As a % of total no. of warrants | As a % of total no. of shares of the company, assuming full conversion of warrants |
| Held by Promoter / Promoter Group | 0 | | 0 |
| Held by public | 0 | | 0 |
| Total | 0 | | 0 |
| Total paid-up capital of the company assuming full conversion of warrants and convertible securities | | 64931800 | |



| Category Code | Category of shareholder | Number of shareholders | Total number of shares | Number of shares held in dematerialised form | Total shareholding as a percentage of total number of shares | | Shares pledged or otherwise encumbered | |
|---------------|---|------------------------|------------------------|--|--|----------------------------|--|--|
| | | | | | As a percentage of (A+B) | As a percentage of (A+B+C) | Number of shares | As a percentage (IX) = (VIII)/(IV)*100 |
| (I) | (II) | (III) | (IV) | (V) | (VI) | (VII) | (VIII) | (IX) |
| (A) | Promoter and Promoter Group | | | | | | | |
| 1 | Indian | | | | | | | |
| (a) | Individuals/Hindu Undivided Family | | | | | | | |
| (b) | Central Government/State Government(s) | 0 | 0 | 0 | | | | |
| (c) | Bodies Corporate | 2 | 37500000 | 37500000 | 57.7529 | 57.7529 | 19479539 | 51.9454 |
| (d) | Financial Institutions / Banks | 0 | 0 | 0 | | | | |
| (e) | Any Other (specify) | 0 | 0 | 0 | | | | |
| | Sub Total (A)(1) | 2 | 37500000 | 37500000 | 57.7529 | 57.7529 | 19479539 | 51.9454 |
| 2 | Foreign | | | | | | | |
| (a) | Individuals (Non-Resident Individuals/Foreign Individuals) | 0 | 0 | 0 | | | | |
| (b) | Bodies Corporate | 0 | 0 | 0 | | | | |
| (c) | Institutions | 0 | 0 | 0 | | | | |
| (d) | Qualified Foreign Investors | 0 | 0 | 0 | | | | |
| (e) | Any Other (specify) | 0 | 0 | 0 | | | | |
| | Sub Total (A)(2) | 0 | 0 | 0 | | | | |
| | Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2) | 2 | 37500000 | 37500000 | 57.7529 | 57.7529 | 19479539 | 51.9454 |
| (B) | Public shareholding | | | | | | | |
| 1 | Institutions | | | | | | | |
| (a) | Mutual Funds/UTI | 9 | 16066 | 9066 | 0.0247 | 0.0247 | - | - |
| (b) | Financial Institutions / Banks | 16 | 80202 | 63200 | 0.1235 | 0.1235 | - | - |
| (c) | Central Government/State Government(s) | 0 | 0 | | | | - | - |
| (d) | Venture Capital Funds | 0 | 0 | | | | - | - |
| (e) | Insurance Companies | 0 | 0 | | | | - | - |
| (f) | Foreign Institutional Investors | 3 | 9600 | 0 | 0.0148 | 0.0148 | - | - |
| (g) | Foreign Venture Capital Investors | 0 | 0 | | | | - | - |
| (h) | Qualified Foreign Investors | 0 | 0 | | | | - | - |
| (I) | Any Other (specify) | 0 | 0 | | | | - | - |
| | Sub Total (B) (1) | 28 | 105868 | 72266 | 0.1630 | 0.1630 | | |



| Category code | Category of shareholder | Number of shareholders | Total number of shares | Number of shares held in dematerialised form | Total shareholding as a percentage of total number of shares | | Shares pledged or otherwise encumbered | |
|---------------|--|------------------------|------------------------|--|--|----------------------------|--|--|
| | | | | | As a percentage of (A+B) | As a percentage of (A+B+C) | Number of shares | As a percentage (IX) = (VIII)/(IV)*100 |
| (I) | (II) | (III) | (IV) | (V) | (VI) | (VII) | (VIII) | (IX) |
| 2 | Non-institutions | | | | | | | |
| (a) | Bodies Corporate | 232 | 4276987 | 3623592 | 6.5869 | 6.5869 | - | - |
| (b) (i) | Individuals - shareholders holding nominal share capital up to Rs 1 Lakh | 12002 | 8960240 | 7158727 | 13.7995 | 13.7995 | | |
| (ii) | Individual shareholders holding nominal share capital in excess of Rs. 1 Lakh | 18 | 2922189 | 2922189 | 4.5004 | 4.5004 | - | - |
| (c) | Qualified Foreign Investors | 0 | 0 | 0 | | | - | - |
| (d) | Any Other | | | | | | | |
| i | Non Resident Indians (Repat) | 48 | 5995436 | 5993736 | 9.2334 | 9.2334 | - | - |
| ii | Non Resident Indians (Non Repat) | 17 | 165659 | 165659 | 0.2551 | 0.2551 | - | - |
| iii | Overseas Bodies Corporates | 4 | 410 | 0 | 0.0006 | 0.0006 | - | - |
| iv | Clearing Member | 63 | 4650856 | 4650856 | 7.1627 | 7.1627 | - | - |
| v | Hindu Undivided Family | 97 | 353155 | 352945 | 0.5439 | 0.5439 | - | - |
| vi | Trusts | 2 | 1000 | 1000 | 0.0015 | 0.0015 | - | - |
| | Sub Total (B)(2) | 12483 | 27325932 | 24868704 | 42.0841 | 42.0841 | 0 | 0.0000 |
| | Total Public Shareholding Public Group (B)=(B)(1)+(B)(2) | 12511 | 27431800 | 24940970 | 42.2471 | 42.2471 | 0 | 0.0000 |
| | Total (A)+(B) | 12513 | 64931800 | 62440970 | 100.0000 | 100.0000 | | |
| (C) | Shares held by custodians and against which Depository Receipts have been issued | | | | | | | |
| i | Promoter and Promoter group | 0 | 0 | 0 | | | 0 | |
| ii | Public | 0 | 0 | 0 | | | 0 | |
| | Sub Total (C) | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | GRAND TOTAL (A)+(B)+(C) | 12513 | 64931800 | 62440970 | 100.0000 | 100.0000 | 19479539 | 30.0000 |



(I)(b) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Promoter and Promoter Group"

| Sr. No. | Name of the shareholder | Details of Shares held | | Encumbered shares | | | Details of warrants | | Details of convertible securities | | Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital |
|---------|--|------------------------|-----------------------------------|-------------------|-------------------|--|-------------------------|---|---------------------------------------|---|--|
| | | Number of shares held | As a % of grand total (A)+(B)+(C) | 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)/(II)*100 | (VII) | (VIII) | (IX) | (X) | (XI) | (XII) |
| 1 | CASTLE EQUIPMENTS PRIVATE LIMITED (AADCC6833H) | 35000000 | 53.9027 | 19479539 | 55.6558 | 30.00 | | | | | |
| 2 | GHODBUNDER DEVELOPERS PRIVATE LIMITED (AADCC4870A) | 2500000 | 3.8502 | 0 | 0.00 | 0.00 | | | | | |
| TOTAL | | 37500000 | 57.75 | 19479539 | 51.95 | 30.00 | | | | | |



(f)(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 (f)(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 | VANDANA RAMESH SITLANI (BGOPS1750E) | 5899748 | 9.0861 | | | | | |
| 2 | EDELWEISS BROKING LIMITED (AABCE9421H) | 4559760 | 7.0224 | | | | | |
| 3 | EDUMATRIX SERVICES (INDIA) PVT. LTD. (AADCM0498A) | 1015151 | 1.5634 | | | | | |
| 4 | DILIP G PIRMAL (AEAPP7149H) | 1000000 | 1.5401 | | | | | |
| 5 | VIBHUTI INVESTMENTS COMPANY LTD. (AAACV1258N) | 796340 | 1.2264 | | | | | |
| TOTAL | | 13270999 | 20.44 | | | | | |



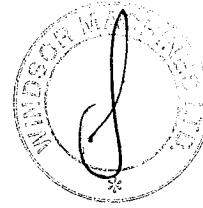
(f)(c)(ii) **Statement showing holding of securities (including shares, warrants, convertible securities) of persons (together with PAC) belonging to the category "Public" and holding more than 5% of the total number of shares of the company**

| 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 (f)(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.r.t total number of convertible securities of the same class | |
| 1 | VANDANA RAMESH SITLANI (BGOPS1750E) | 5899748 | 9.09 | | | | | |
| 2 | EDELWEISS BROKING LIMITED (AABCE9421H) | 4559760 | 7.02 | | | | | |
| TOTAL | | 10459508 | 16.11 | | | | | |

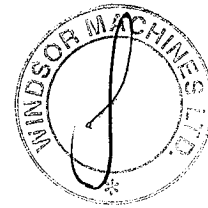


(I)(d) Statement showing details of locked-in shares

| 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 |
|--------------|---------------------------------------|----------------------------|--|--|--|--------------------------------|
| 1 | CASTLE EQUIPMENTS PRIVATE LIMITED | 11866736 | 18.2757 | | | Promoter & Promoter group |
| 2 | GHODBUNDER DEVELOPERS PRIVATE LIMITED | 847624 | 1.3054 | | | Promoter & Promoter group |
| TOTAL | | 12714360 | 19.5811 | | | |



| (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 | NIL | NIL | NIL | NIL |
| | TOTAL | 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] |
|---------|-----------------------|---|---|---|
| 1 | NIL | NIL | NIL | NIL |
| | TOTAL | NIL | NIL | NIL |

