

BY COURIER

Corporate Finance Division

Ref: GPK/TL-036/02960
April 13, 2015

**The National Stock Exchange
Of India Limited,
Exchange Plaza,
5th Floor, Plot No. C/1, G Block,
Bandra-Kurla Complex,
Bandra (E), Mumbai - 400 051**



Fax No: 022-26598237/8

Company's Scrip Code: THERMAX EQ

**Sub: Shareholding Pattern of the Company - quarter ending March 31,
2015**

Dear Sir,

In terms of Clause 35 of the Listing Agreement, we enclose the following:

- 1) Shareholding Pattern of the Company for the Equity Share Capital for the quarter ending March 31, 2015 and
- 2) List comprising of name, no. of shares held & percentage of shareholding of entities/persons holding more than 1% of the shares of the Company for the Equity Share Capital.

Please note that as per the provision of Regulation 3(9) of SEBI (Share Based Employee Benefits) Regulations 2014, effective from quarter ending December 2014 the Shareholding of Employee Benefit Trusts is required to be shown as "Non Promoter and Non Public" category.

The employee benefit trusts hold 65, 41,440 equity shares (5.48 %) and have been disclosed as "Public" in the Shareholding Pattern submitted to the Stock Exchange. In the absence of required format under Clause 35, we have continued its category as "Public" and not "Non Promoter Non Public", which please note.

The Company shall also post the above shareholding pattern on its website.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,
FOR **THERMAX LIMITED**,

Gajanan P. Kulkarni
Vice President - Legal &
Company Secretary
Encl: As above.



(I)(a) Statement showing Shareholding Pattern in Clause-35 as on 31.03.2015

Name of the Company : THERMAX LIMITED			
Scrip Code : THERMAX - EQ			
Quarter Ended: 31st March 2015			
Partly Paid-up Shares :-	Number of partly paid-up shares	As a % of total number of partly paid-up shares	As a % of total number of shares of the Company
Held by promoter/promoters group			
Held by public			
Total			
Outstanding convertible securities :	Number of outstanding securities	As a % of total number of outstanding convertible securities	As a % of total number of shares of the Company, assuming full conversion of the convertible securities
Held by promoter/promoters group			
Held by public			
Total			
Warrants :	Number of warrants	As a % of total number of warrants	As a % of total number of shares of the Company, assuming full conversion of warrants
Held by promoter/promoters group			
Held by public			
Total			
Total paid-up capital of the Company assuming full conversion of warrants and convertible securities			



Category code	Category of Shareholder	No. of shareholders	Total number of shares	Number of shares held in dematerialized form	Total shareholding as a percentage of total number of shares		Share Pledged or otherwise encumbered	
					As a % of (A+B) ¹ (VI)	As a % of (A+B+C) (VII)	Number of shares (VIII)	As a % (IX) = (VIII)/(IV)*100
(I)	(II)	(III)	(IV)	(V)				
(A)	Shareholding of Promoter and Promoter Group²							
(1)	Indian							
(a)	Individuals/ Hindu Undivided Family	0	0	0	0.00	0.00	-	-
(b)	Central Government / State Government (s)	-	-	-	-	-	-	-
(c)	Bodies Corporate	2	73849305	73849305	61.98	61.98	-	-
(d)	Financial Institutions / Banks	-	-	-	-	-	-	-
(e)	Any Other (specify)	1	6000	6000	0.00	0.00	-	-
	Sub-Total (A)(1)	3	73855305	73855305	61.98	61.98	-	-
(2)	Foreign							
(a)	Individuals (Non-Resident Individuals/ Foreign Individuals)	-	-	-	-	-	-	-
(b)	Bodies Corporate	-	-	-	-	-	-	-
(c)	Institutions	-	-	-	-	-	-	-
(d)	Qualified Foreign Investor	-	-	-	0.00	0.00	-	-
(e)	Any Other (specify)	-	-	-	-	-	-	-
(e-i)		-	-	-	0.00	0.00	-	-
(e-ii)		-	-	-	-	-	-	-
	Sub-Total (A)(2)	0	0	0	0.00	0.00	-	-
	Total Shareholding of Promoter and Promoter Group (A) = (A)(1)+(A)(2)	3	73855305	73855305	61.98	61.98	-	-
(B)	Public Shareholding³						NA	NA
(1)	Institutions						NA	NA
(a)	Mutual Funds / UTI	63	7165502	7165502	6.01	6.01	-	-
(b)	Financial Institutions / Banks	10	1957750	1957750	1.64	1.64	-	-
(c)	Central Government / State Government (s)	-	-	-	-	-	-	-
(d)	Venture Capital Funds	-	-	-	-	-	-	-
(e)	Insurance Companies	-	-	-	-	-	-	-
(f)	Foreign Institutional Investors	137	18649324	18649324	15.65	15.65	-	-
(g)	Foreign Venture Capital Investors	-	-	-	-	-	-	-
(h)	Qualified Foreign Investor	-	-	-	0.00	0.00	-	-
(i)	Any Other (specify)	-	-	-	-	-	-	-
(i-ii)		-	-	-	0.00	0.00	-	-
(i-ii)		-	-	-	-	-	-	-
	Sub-Total (B)(1)	210	27772576	27772576	23.31	23.31	-	-
(2)	Non-Institutions						NA	NA
(a)	Bodies Corporate	658	3539914	3539914	2.97	2.97	-	-
(b)	Individuals (i) Individual shareholders holding nominal share capital up to Rs.1 lakh.	25476	6505447	5340432	5.46	5.46	-	-
	(ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh	47	7013955	3846150	5.89	5.89	-	-
(c)	Qualified Foreign Investor	-	-	-	0.00	0.00	-	-
(d)	Any Other (specify)	-	-	-	-	-	-	-
	- Directors & Relatives	-	-	-	-	-	-	-
	Trusts	1	30	30	0.00	0.00	-	-
	- Foreign Bodies Corporate	-	-	-	-	-	-	-
	- Foreign Bodies -DR	-	-	-	-	-	-	-
	- Non-resident Indians	762	328944	326444	0.28	0.28	-	-
	- HUF	490	121689	121689	0.10	0.10	-	-
	- Clearing Members	60	18440	18440	0.02	0.02	-	-
	Sub-Total (B)(2)	27494	17528419	13189099	14.71	14.71	-	-
	Total Public Shareholding (B)=(B)(1)+(B)(2)	27704	45300995	40961675	38.02	38.02	-	-
	TOTAL (A)+(B)	27707	119156300	114816980	100.00	100.00	-	-
(C)	Shares held by Custodians and against which Depository Receipts have been issued							
(1)	Promoter and Promoter Group	0	0	0	0.00	0.00	-	-
(2)	Public	0	0	0	0.00	0.00	-	-
	GRAND TOTAL (A)+(B)+(C)	27707	119156300	114816980	100.00	100.00	-	-



(I)(b) **Statement showing Shareholding of persons belonging to the category "Promoter and Promoter Group"**

Sl No. (I)	Name of the shareholder (II)	Total shares held		Shares pledged or otherwise encumbered		
		Number (III)	As a % of grand total (A+B+C) (IV)	Number (V)	As a % (VI)={V}/(III)*100 (VI)	As a % of grand total (A)+(B)+(C) of sub-clause (I) (a) (VII)
1	RDA Holding & Trading Pvt. Ltd.	64328500	53.99	-	-	-
2	Homai N Pudemjee	6000	0.01	-	-	-
3	ARA TRUSTEESHIP COMPANY PRIVATE LIMITED	9520805	7.99	-	-	-
		64334500	61.98			

(II)(c) (i) **Statement showing Shareholding of persons belonging to the category "Public" and holding more than 1% of the total number of shares**

Sl No.	Name of the shareholder	No. of Shares	Shares as a percentage of total no. of shares i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above
1	MATTHEWS PACIFIC TIGER FUND	5310034	4.46
2	ARNAVAZ ROHINTON AGA	2906250	2.44
3	LIFE INSURANCE CORPORATION OF INDIA	1768720	1.48
4	AMANSA HOLDINGS PRIVATE LIMITED	1714245	1.44
5	MATTHEWS INDIA FUND	1598128	1.34
6	GOLDMAN SACHS INDIA FUND LIMITED	1309502	1.10
	Total:	14606879	12.26

* Shares held as Trustee on behalf of the Thermax ESOP Trust and declaration given to the Company under Section 187C of the Companies Act.1956.

(II)(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) above)	Details of warrants		Details of convertible		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	
	TOTAL :	0	0	0	0	0	0	0

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

Sl No.	Name of the shareholder	No. of locked-in shares	Locked-in shares as a
	- NA -		
	TOTAL		

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

Sl No.	Type of outstanding DR (ADRs, GDRs,	No. of outstanding DRs	No. of shares underlying	Shares underlying
1		- NA -		
	TOTAL			

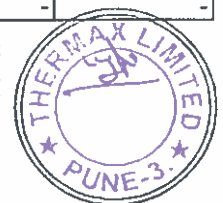
(II)(b) **Statement showing Holding of Depository Receipts (DRs), where underlying shares held by promoter/ promoter group are in excess of 1% of the total number of shares**

Sl No.	Name of the DR Holder	No. of shares underlying outstanding DRs	Shares underlying
1		- NA -	
	TOTAL		



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

Cate-gory (I)	Category of Shareholder (II)	Number of Voting Rights held in			Total (III+IV+V) (VI)	Total Voting Rights i.e.	
		Class- Equity (III)	(IV)	(V)		As a % of (A+B) (VII)	As a % (A+B+C) VIII
(A)	Shareholding of Promoter and Promoter Group²						
(1)	Indian						
(a)	Individuals/ Hindu Undivided Family	-	-	-	-	-	-
(b)	Central Government / State Government (s)	-	-	-	-	-	-
(c)	Bodies Corporate	-	-	-	-	-	-
(d)	Financial Institutions / Banks	-	-	-	-	-	-
(e)	Any Other (specify)	-	-	-	-	-	-
	Sub-Total (A)(1)	-	-	-	-	-	-
(2)	Foreign						
(a)	Individuals (Non-Resident Individuals/ Foreign Individuals)	-	-	-	-	-	-
(b)	Bodies Corporate	-	-	-	-	-	-
(c)	Institutions	-	-	-	-	-	-
(c)	Any Other (specify)	-	-	-	-	-	-
	Sub-Total (A)(2)	-	-	-	-	-	-
	Total Shareholding of Promoter and Promoter Group (A) = (A)(1)+(A)(2)	-	-	-	-	-	-
(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)	-	-	-	-	-	-
	Sub-Total (B)(1)	-	-	-	-	-	-
(2)	Non-institutions						
(a)	Bodies Corporate	-	-	-	-	-	-
(b)	Individuals - (i) Individual shareholders holding nominal share capital up to Rs.1 lakh.	-	-	-	-	-	-
(b)	(ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh	-	-	-	-	-	-
(c)	Any Other (specify)	-	-	-	-	-	-
	Sub-Total (B)(2)	-	-	-	-	-	-
	Total Public Shareholding (B)=(B)(1)+(B)(2)	-	-	-	-	-	-
	TOTAL (A)+(B)	-	-	-	-	-	-
(C)	Shares held by Custodians and against which Depository Receipts have been issued	-	-	-	-	-	-
	GRAND TOTAL (A)+(B)+(C)	-	-	-	-	-	-



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Website : www.thermaxindia.com ☐ IT PAN - AAAC 3910D

Corporate Identity No.(CIN): L29299PN1980PL000071
BY COURIER

Corporate Finance Division

Ref: GPK/TL-036/02960
April 13, 2015

**The Secretary,
BSE Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001**



Fax No. 022-26598237/8

Company's Scrip Code: 500411

Sub: Shareholding Pattern of the Company - quarter ending March 31, 2015

Dear Sir,

In terms of Clause 35 of the Listing Agreement, we enclose the following:

- 1) Shareholding Pattern of the Company for the Equity Share Capital for the quarter ending March 31, 2015 and
- 2) List comprising of name, no. of shares held & percentage of shareholding of entities/persons holding more than 1% of the shares of the Company for the Equity Share Capital.

Please note that as per the provision of Regulation 3(9) of SEBI (Share Based Employee Benefits) Regulations 2014, effective from quarter ending December 2014 the Shareholding of Employee Benefit Trusts is required to be shown as "Non Promoter and Non Public" category.

The employee benefit trusts hold 65,41,440 equity shares (5.48 %) and have been disclosed as "Public" in the Shareholding Pattern submitted to the Stock Exchange. In the absence of required format under Clause 35, we have continued its category as "Public" and not "Non Promoter Non Public", which please note.

The Company shall also post the above shareholding pattern on its website.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,
FOR **THERMAX LIMITED**,

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Gajanan P. Kulkarni
Vice President - Legal &
Company Secretary
Encl: As above

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