

| CLAUSE 35   |                               |   |  |
|---|-------------------------------|---|--|
| Introductory sub-table (I)(a)   |                               |   |  |
| NAME OF THE COMPANY : WHEELS INDIA LIMITED  |                               |   |  |
| SCRIP CODE : 590073 NAME OF THE SCRIP : CLASS OF SECURITY : EQUITY                                    |                               |   |  |
| QUARTER ENDED :   |                               |   |  |
| SHAREHOLDING PATTERN AS ON : 30-Jun-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   |                               |   |  |
| Held by public  |                               |   |  |
| Total - D   |                               |   |  |
| 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   |                               |   |  |
| Held by public  |                               |   |  |
| Total - E   |                               |   |  |
| 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   |                               |   |  |
| Held by public  |                               |   |  |
| Total - F   |                               |   |  |
| Total paid-up capital of the company, assuming full Conversion of warrants and convertible securities | 12032279                      |   |  |



| Statement Showing Shareholding Pattern |   |                        |                        |  |  |                   |  |                                      |
|--|---|------------------------|------------------------|--|--|-------------------|--|--------------------------------------|
| Table I(a)                             |   |                        |                        |  |  |                   |  |                                      |
| 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 |                                      |
| (I)                                    | (II)  | (III)                  | (IV)                   | (V)  | AS A % OF (A+B)  | AS A % OF (A+B+C) | Number of shares                       | As a percentage (IX)=(VIII)/(IV)*100 |
| <b>A.</b>                              | <b>SHAREHOLDING OF PROMOTER AND PROMOTER GROUP</b>                                      |                        |                        |  |  |                   |  |                                      |
| 1.                                     | INDIAN  |                        |                        |  |  |                   |  |                                      |
| a.                                     | INDIVIDUALS/HINDU UNDIVIDED FAMILY  | 0                      | 0                      | 0  | 0.0000   | 0.0000            | 0                                      | 0.0000                               |
| b.                                     | CENTRAL GOVERNMENT/ STATE GOVERNMENT(S)   | 0                      | 0                      | 0  | 0.0000   | 0.0000            | 0                                      | 0.0000                               |
| c.                                     | BODIES CORPORATE  | 3                      | 4905569                | 4905569                                      | 40.7700  | 40.7700           | 0                                      | 0.0000                               |
| d.                                     | FINANCIAL INSTITUTIONS/ BANKS   | 0                      | 0                      | 0  | 0.0000   | 0.0000            | 0                                      | 0.0000                               |
| e.                                     | ANY OTHER   |                        |                        |  |  |                   |  |                                      |
|  | <b>SUB - TOTAL (A)(1)</b>   | <b>3</b>               | <b>4905569</b>         | <b>4905569</b>                               | <b>40.7700</b>   | <b>40.7700</b>    | <b>0</b>                               | <b>0.0000</b>                        |
| 2.                                     | FOREIGN   |                        |                        |  |  |                   |  |                                      |
| a.                                     | INDIVIDUALS (NON- RESIDENT INDIVIDUALS/ FOREIGN INDIVIDUALS)                            | 0                      | 0                      | 0  | 0.0000   | 0.0000            | 0                                      | 0.0000                               |
| b.                                     | BODIES CORPORATE  | 1                      | 4118640                | 4118640                                      | 34.2299  | 34.2299           | 0                                      | 0.0000                               |
| c.                                     | INSTITUTIONS  | 0                      | 0                      | 0  | 0.0000   | 0.0000            | 0                                      | 0.0000                               |
| d.                                     | QUALIFIED FOREIGN INVESTOR  | 0                      | 0                      | 0  | 0.0000   | 0.0000            | 0                                      | 0.0000                               |
| e.                                     | ANY OTHER   |                        |                        |  |  |                   |  |                                      |
|  | <b>SUB - TOTAL (A)(2)</b>   | <b>1</b>               | <b>4118640</b>         | <b>4118640</b>                               | <b>34.2299</b>   | <b>34.2299</b>    | <b>0</b>                               | <b>0.0000</b>                        |
|  | <b>TOTAL SHARE HOLDING OF PROMOTER AND PROMOTER GROUP (A) = (A)(1)+(A)(2)</b>           | <b>4</b>               | <b>9024209</b>         | <b>9024209</b>                               | <b>74.9999</b>   | <b>74.9999</b>    | <b>0</b>                               | <b>0.0000</b>                        |
| <b>B.</b>                              | <b>PUBLIC SHAREHOLDING</b>  |                        |                        |  |  |                   |  |                                      |
| 1.                                     | INSTITUTIONS  |                        |                        |  |  |                   |  |                                      |
| a.                                     | MUTUAL FUNDS/UTI  | 2                      | 492512                 | 492512                                       | 4.0932   | 4.0932            | NA                                     | NA                                   |
| b.                                     | FINANCIAL INSTITUTIONS/ BANKS   | 3                      | 1252                   | 1252   | 0.0104   | 0.0104            | NA                                     | NA                                   |
| c.                                     | CENTRAL GOVERNMENT/ STATE GOVERNMENT(S)   | 0                      | 0                      | 0  | 0.0000   | 0.0000            | NA                                     | NA                                   |
| d.                                     | VENTURE CAPITAL FUNDS   | 0                      | 0                      | 0  | 0.0000   | 0.0000            | NA                                     | NA                                   |
| e.                                     | INSURANCE COMPANIES   | 1                      | 181736                 | 181736                                       | 1.5104   | 1.5104            | NA                                     | NA                                   |
| f.                                     | FOREIGN INSTITUTIONAL INVESTORS   | 0                      | 0                      | 0  | 0.0000   | 0.0000            | NA                                     | NA                                   |
| g.                                     | FOREIGN VENTURE CAPITAL INVESTORS   | 0                      | 0                      | 0  | 0.0000   | 0.0000            | NA                                     | NA                                   |
| h.                                     | QUALIFIED FOREIGN INVESTOR  | 0                      | 0                      | 0  | 0.0000   | 0.0000            | NA                                     | NA                                   |
| i.                                     | ANY OTHER   |                        |                        |  |  |                   |  |                                      |
|  | <b>SUB - TOTAL (B)(1)</b>   | <b>6</b>               | <b>675500</b>          | <b>675500</b>                                | <b>5.6140</b>  | <b>5.6140</b>     | <b>NA</b>                              | <b>NA</b>                            |
| 2.                                     | NON-INSTITUTIONS  |                        |                        |  |  |                   |  |                                      |
| a.                                     | BODIES CORPORATE  | 295                    | 888357                 | 849291                                       | 7.3831   | 7.3831            | NA                                     | NA                                   |
| b.                                     | INDIVIDUALS -   |                        |                        |  |  |                   |  |                                      |
|  | I INDIVIDUAL SHAREHOLDERS HOLDING NOMINAL SHARE CAPITAL UPTO RS. 1 LAKH                 | 6351                   | 1306478                | 1080933                                      | 10.8581  | 10.8581           | NA                                     | NA                                   |
|  | II INDIVIDUAL SHAREHOLDERS HOLDING NOMINAL SHARE CAPITAL IN EXCESS OF RS. 1 LAKH        | 1                      | 11050                  | 0  | 0.0918   | 0.0918            | NA                                     | NA                                   |
| c.                                     | QUALIFIED FOREIGN INVESTOR  | 0                      | 0                      | 0  | 0.0000   | 0.0000            | NA                                     | NA                                   |
| d.                                     | ANY OTHER   |                        |                        |  |  |                   |  |                                      |
|  | CLEARING MEMBERS  | 137                    | 36619                  | 36619  | 0.3043   | 0.3043            | NA                                     | NA                                   |
|  | DIRECTORS AND THEIR RELATIVES   | 4                      | 30741                  | 30741  | 0.2554   | 0.2554            | NA                                     | NA                                   |
|  | Escrow Account  | 1                      | 6523                   | 6523   | 0.0542   | 0.0542            | NA                                     | NA                                   |
|  | HINDU UNDIVIDED FAMILIES  | 135                    | 32501                  | 32501  | 0.2701   | 0.2701            | NA                                     | NA                                   |
|  | NON RESIDENT INDIANS  | 67                     | 20301                  | 18127  | 0.1687   | 0.1687            | NA                                     | NA                                   |
|  |   | <b>344</b>             | <b>126685</b>          | <b>124511</b>                                | <b>1.0528</b>  | <b>1.0528</b>     | <b>NA</b>                              | <b>NA</b>                            |
|  | <b>SUB - TOTAL (B)(2)</b>   | <b>6991</b>            | <b>2332570</b>         | <b>2054735</b>                               | <b>19.3859</b>   | <b>19.3859</b>    | <b>NA</b>                              | <b>NA</b>                            |
|  | <b>TOTAL PUBLIC SHAREHOLDING (B) = (B)(1)+(B)(2)</b>                                    | <b>6997</b>            | <b>3008070</b>         | <b>2730235</b>                               | <b>25.0000</b>   | <b>25.0000</b>    | <b>NA</b>                              | <b>NA</b>                            |
|  | <b>TOTAL (A)+(B)</b>  | <b>7001</b>            | <b>12032279</b>        | <b>11754444</b>                              | <b>100.0000</b>  | <b>100.0000</b>   | <b>NA</b>                              | <b>0.0000</b>                        |
| <b>C.</b>                              | <b>SHARES HELD BY CUSTODIANS AND AGAINST WHICH DEPOSITORY RECEIPTS HAVE BEEN ISSUED</b> |                        |                        |  |  |                   |  |                                      |
|  | Promoter and Promoter Group   | 0                      | 0                      | 0  | 0.0000   | 0.0000            | NA                                     | NA                                   |
|  | Public  | 0                      | 0                      | 0  | 0.0000   | 0.0000            | NA                                     | NA                                   |
|  | <b>TOTAL CUSTODIAN (C)</b>  | <b>0</b>               | <b>0</b>               | <b>0</b>                                     | <b>0.0000</b>  | <b>0.0000</b>     | <b>NA</b>                              | <b>NA</b>                            |
|  | <b>GRAND TOTAL (A)+(B)+(C)</b>  | <b>7001</b>            | <b>12032279</b>        | <b>11754444</b>                              |  | <b>100.0000</b>   | <b>0</b>                               | <b>0.0000</b>                        |



| WHEELS INDIA LIMITED   |                                       |                        |                                   |                       |                     |   |                         |   |                                       |   |  |
|--|---------------------------------------|------------------------|-----------------------------------|-----------------------|---------------------|---|-------------------------|---|---------------------------------------|---|--|
| (I)(b) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Promoter and Promoter Group" - 30-Jun-2014 |                                       |                        |                                   |                       |                     |   |                         |   |                                       |   |  |
| 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. of Shares held    | As a percentage     | As a % of grand total (A)+(B)+(C) of sub-clause | 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  | TITAN EUROPE PLC                      | 4118640                | 34.2299                           | 0                     | 0.0000              | 0.0000  | 0                       | 0.0000  | 0                                     | 0.0000  | 34.2299  |
| 2  | SOUTHERN ROADWAYS LIMITED             | 1116314                | 9.2776                            | 0                     | 0.0000              | 0.0000  | 0                       | 0.0000  | 0                                     | 0.0000  | 9.2776   |
| 3  | SUNDARAM FINANCE LIMITED              | 1333741                | 11.0846                           | 0                     | 0.0000              | 0.0000  | 0                       | 0.0000  | 0                                     | 0.0000  | 11.0846  |
| 4  | T V SUNDARAM IYENGAR AND SONS LIMITED | 2455514                | 20.4077                           | 0                     | 0.0000              | 0.0000  | 0                       | 0.0000  | 0                                     | 0.0000  | 20.4077  |
|  | TOTAL                                 | 9024209                | 74.9999                           | 0                     | 0.0000              | 0.0000  | 0                       | 0.0000  | 0                                     | 0.0000  | 74.9999  |



| WHEELS INDIA LIMITED  |  |                    |   |                         |   |                                       |  |  |
|---|--|--------------------|---|-------------------------|---|---------------------------------------|--|--|
| (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 - 30-Jun-2014 |  |                    |   |                         |   |                                       |  |  |
| Sr.No   | Name of the shareholder  | No. 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   | GENERAL INSURANCE CORPORATION OF INDIA                                 | 181736             | 1.5104  | 0                       | 0.0000  | 0                                     | 0.0000   | 1.5104   |
| 2   | SUNDHARAMS PRIVATE LIMITED   | 158808             | 1.3198  | 0                       | 0.0000  | 0                                     | 0.0000   | 1.3198   |
| 3   | RELIANCE CAPITAL TRUSTEE CO. LTD. - A/C RELIANCE TAX SAVER (ELSS) FUND | 366095             | 3.0426  | 0                       | 0.0000  | 0                                     | 0.0000   | 3.0426   |
| 4   | RELIANCE CAPITAL TRUSTEE CO. LTD-A/C RELIANCE SMALL CAP FUND           | 126417             | 1.0506  | 0                       | 0.0000  | 0                                     | 0.0000   | 1.0506   |
| 5   | MAHAM HOLDINGS PRIVATE LIMITED   | 190553             | 1.5837  | 0                       | 0.0000  | 0                                     | 0.0000   | 1.5837   |
| 6   | PADMALAKSHMI HOLDINGS PRIVATE LIMITED                                  | 129645             | 1.0775  | 0                       | 0.0000  | 0                                     | 0.0000   | 1.0775   |
| 7   | ABI SHOWATECH (INDIA) LIMITED  | 144929             | 1.2045  | 0                       | 0.0000  | 0                                     | 0.0000   | 1.2045   |
|   | TOTAL  | 1298183            | 10.7892   | 0                       | 0.0000  | 0                                     | 0.0000   | 10.7892  |



**WHEELS INDIA LIMITED****(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 - 30-Jun-2014**

| Sr.No | Name(s) of the shareholder(s) and the Persons acting in Concert (PAC) with them | No. 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 |  |
|       | NIL   |                    |   |                         |   |                                       |  |  |



**WHEELS INDIA LIMITED****(I)(d) Statement Showing Details of Locked-In Shares - 30-Jun-2014**

| <b>Sr.No</b> | <b>Name of the shareholder</b> | <b>Number of Locked In Shares</b> | <b>Locked-In Shares As A % Of Total Number of Shares {i.e., Grand Total (A)+(B)+(C) Indicaetd in Statement at Para (I)(a) Above}</b> | <b>Promoter / Promoter Group / Public</b> |
|--------------|--------------------------------|-----------------------------------|--|---|
|              | NIL                            |                                   |  |   |



**WHEELS INDIA LIMITED****(II)(a) Statement Showing Details of Depository Receipts (DRs) - 30-Jun-2014**

| Sr.No | Type of<br>Outstanding DR<br>(ADRs, GDRs,<br>SDRs,etc.) | Number of<br>Outstanding<br>DRs | Number of<br>Shares<br>Underlying<br>Outstanding<br>DRs | Shares Underlying Outstanding<br>DRs As A % OF Total Number of<br>Shares {i.e., Grand Total<br>(A)+(B)+(C) Indicated in<br>Statement at Para (I)(a)<br>Above} |
|-------|---|---------------------------------|---|---|
|       |   |                                 |   |   |
|       |   |                                 |   |   |
|       | NIL   |                                 |   |   |



WHEELS INDIA LIMITED

(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 - 30-Jun-2014

| 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 % OF Total Number of Shares {i.e., Grand Total (A)+(B)+(C) Indicated in Statement at Para (I)(a) Above} |
|-------|-----------------------|--|---|--|
|       |                       |  |   |  |
|       |                       |  |   |  |
|       |                       |  |   |  |
|       |                       |  |   |  |
|       |                       |  |   |  |
|       |                       |  |   |  |
|       |                       |  |   |  |
|       |                       |  |   |  |
|       | NIL                   |  |   |  |



**WHEELS INDIA LIMITED****(III)(a) Statement showing the Voting Pattern of Shareholders, If more than one class of Shares / Securities****is issued by the issuer. - 30-Jun-2014**

| Sr.No | Category of Share Holder   | Number of Voting Rights Held in each class of Securities |              |             | Total Voting Rights (III+IV+V) | Total Voting Rights i.e.(VI) |                          |
|-------|--|--|--------------|-------------|--------------------------------|------------------------------|--------------------------|
|       |  | CLASS X (III)  | CLASS Y (IV) | CLASS Z (V) |                                | AS A % OF (A+B) (VII)        | AS A % OF (A+B+C) (VIII) |
| (I)   | (II)   |  |              |             | (VI)                           |                              |                          |
| (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)  |  |              |             |                                |                              |                          |
|       | SUB-TOTAL(A)(1)  |  |              |             |                                |                              |                          |
| (2)   | FOREIGN  |  |              |             |                                |                              |                          |
|       | INDIVIDUALS (NON-RESIDENT  |  |              |             |                                |                              |                          |
| (a)   | INDIVIDUALS / FOREIGN INDIVIDUALS)   |  |              |             |                                |                              |                          |
| (b)   | BODIES CORPORATE   |  |              |             |                                |                              |                          |
| (c)   | INSTITUTIONS   |  |              |             |                                |                              |                          |
| (d)   | ANY OTHER  |  |              |             |                                |                              |                          |
|       | 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   |  |              |             |                                |                              |                          |
|       | CENTRAL GOVERNMENT / STATE GOVERNMENT(S)   |  |              |             |                                |                              |                          |
| (c)   |  |  |              |             |                                |                              |                          |
| (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   |  |              |             |                                |                              |                          |
|       | INDIVIDUALS -  |  |              |             |                                |                              |                          |
| (b)   | I .INDIVIDUAL SHAREHOLDERS HOLDING NOMINAL SHARECAPITAL UP TO RS. 1 LAKH         |  |              |             |                                |                              |                          |
|       | II.INDIVIDUAL SHAREHOLDERS HOLDING NOMINAL SHARECAPITAL IN EXCESS OF RS. 1 LAKH  |  |              |             |                                |                              |                          |
| (c)   | ANY OTHER (SPECIFY)  |  |              |             |                                |                              |                          |
|       | SUB-TOTAL(B)(2)  |  |              |             |                                |                              |                          |
|       | TOTAL PUBLIC SHAREHOLDING (B)=(B)(1)+(B)(2)                                      |  |              |             |                                |                              |                          |
| (2)   | TOTAL (A)+(B)  |  |              |             |                                |                              |                          |
|       | SHARES HELD BY CUSTODIANS AND AGAINST WHICH DEPOSITORY RECEIPTS HAVE BEEN ISSUED |  |              |             |                                |                              |                          |
| (C)   |  |  |              |             |                                |                              |                          |
|       | GRAND TOTAL (A)+(B)+(C)  |  |              |             |                                |                              |                          |