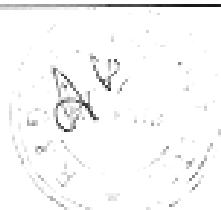


Annexure - A [Page - 1/2]

CLAUSE 35 OF EQUITY LISTING AGREEMENT

(1) (a) STATEMENT SHOWING SHAREHOLDING PATTERN

Name of the Company (Scrip) :	METROPOLI OVERSEAS LTD		
Class of Security:	EQUITY		
Scrip Code : (NSE)	0	BSE	
Quarter Ended:	June 30, 2015		
(i)	(ii)	(iii)	(iv)
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 public			
<i>Total :</i>	0	0	0.000
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/promoters group			
Held by public			
<i>Total :</i>	0	0	0.000
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/promoters group			
Held by public			
<i>Total :</i>			
Total paid-up capital of the company assuming full conversion of warrants and convertible securities	11926656		



Annexure - A [Page - 2/2]

(I) in Clause 35, (a) for sub-clause (I)(a), the following sub-clause shall be substituted, namely:-

(1) (a) STATEMENT SHOWING SHAREHOLDING PATTERN

Name of the Company :		METROPOLI OVERSEAS LTD						
Scrip Code (BSE):		0		Quarter Ended:		30-Jun-15		
Scrip Code (CSE/NSE):		[0] - [N.A.]						
Category Code	Category of Shareholder	No of Share holders	Total Number of Shares	No of Shares held in dematerialized form	Total shareholding as a % 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
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX) = (VIII)/(IV)*100
(A)	Promoter and Promoter Group							
(1)	INDIAN							
a)	Indian Individuals/ Hindu Undivided Family	10	1202050	0	10.079	10.079	0	0.000
b)	Central Government/ State Government(s)	0	0	0	0.000	0.000	0	0.000
c)	Body Corporates	4	4442900	0	37.252	37.252	0	0.000
d)	Financial Institutions / Banks	0	0	0	0.000	0.000	0	0.000
e)	Any Other	0	0	0	0.000	0.000	0	0.000
	Sub Total (A) (1)	14	5644950	0	47.331	47.331	0	0.000
(2)	Foreign							
a	Individuals (Non Resident Individuals / Foreign Individuals)	0	0	0	0.000	0.000	0	0.000
b	Bodies Corporate	0	0	0	0.000	0.000	0	0.000
c	Institutions	0	0	0	0.000	0.000	0	0.000
d	Any Other	0	0	0	0.000	0.000	0	0.000
	Sub Total (A) (2)	0	0	0	0.000	0.000	0	0.000
	Total Shareholding of Promoter and Promoter Group A= (A)(1) + (A)(2)	14	5644950	0	47.331	47.331	0	0.000
(B)	Public Shareholding							
(1)	Institutions						N.A	N.A
a	Mutual Funds & UTI	1	100	0	0.001	0.001		
b	Financial Institutions / Banks	8	1331500	0	11.164	11.164		
c	Central Government / State Government(s)	0	0	0	0.000	0.000		
d	Venture Capital Funds	0	0	0	0.000	0.000		
e	Insurance Companies	0	0	0	0.000	0.000		
f	Foreign Institutional Investors (SEBI-registered)	0	0	0	0.000	0.000		
g	Foreign Venture Capital Investors	0	0	0	0.000	0.000		
h	Others				0.000	0.000		
	Sub Total (B) (1)	9	1331600	0	11.165	11.165	0	0.000
(2)	Non Institutions						N.A	N.A
a	Bodies Corporate	92	3004700	0	25.193	25.193		
b	i) Individuals shareholders holding nominal sharecapital up to Rs. 1 Lakh	6843	1510306	0	12.663	12.663		
	ii) Individuals shareholders holding nominal sharecapital excess of Rs. 1 Lakh	18	435100	0	3.646	3.646		
c	Any Others				0.000	0.000		
	Sub Total (B) (2)	6953	4950106	0	41.505	41.505	0	0.000
	Total Public Shareholding B= (B)(1) + (B)(2)	6962	6281706	0	52.669	52.669	0	0.000
	Total Shareholding (A) + (B)	6976	11926656	0	100.000	100.000	0	0.000
(C)	Shares held by Custodians and against which Depository Receipts have been issued		0			0.000		
	Grand Total (A) + (B) + (C)	6976	11926656	0	100.000	100.000	0	0.000

NOTE :



Annexure II - (1) (b)

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

Name of the Company (Scrip):		METROPOL OVERSEAS LTD											
SRL 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 (A) ¹	As a % of grand total (A)/(B+C)	Number (B)	As a percentage (B)/(B+C) * 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			
Q1	Q2	Q3	Q4	Q5	Q6	Q7	Q8	Q9	Q10	Q11	Q12	Q13	
1	ASROK KR MOHTA	830309	6.982%		0.000%	0.000%						830309	6.982%
2	ES FINANCE & CONSULTANCY PVT LTD	230000	1.928%		0.000%	0.000%						230000	1.928%
3	MAHESH KUMAR MUNDHRA	21750	0.182%		0.000%	0.000%						21750	0.182%
4	NAVYANIL CHAUDHARY PVT LTD	756200	6.340%		0.000%	0.000%						756200	6.340%
5	RAJ MOHTA	38750	0.325%		0.000%	0.000%						38750	0.325%
6	RAVESH K R SAHU	17500	0.144%		0.000%	0.000%						17500	0.144%
7	RAVESHVARAJ MOHTA	11250	0.094%		0.000%	0.000%						11250	0.094%
8	SUBHASH CH MOHTA	37500	0.314%		0.000%	0.000%						37500	0.314%
9	SUNITA DALMIA	50000	0.419%		0.000%	0.000%						50000	0.419%
10	SURESH KUMAR MOHTA	27500	0.229%		0.000%	0.000%						27500	0.229%
11	SUSHIL KUMAR MOHTA	37500	0.314%		0.000%	0.000%						37500	0.314%
12	VIA CONSULTANCY SERVICES PVT LTD	410000	4.278%		0.000%	0.000%						410000	4.278%
13	DALAL STREET FINANCE PVT LTD	2946750	24.707%		0.000%	0.000%						2946750	24.707%
14	YOGESH KR DALMIA	300000	0.638%		0.000%	0.000%						300000	0.638%
	Total:	5844850	47.344%		0.000%	0.000%						5844850	47.344%

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



Annexure II - (1) (c)(i)

(1)(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

Name of the Company (Scrip) :		METROPOL OVERSEAS LTD							
Scrip Code (BSE):									
Scrip Code (SEI):									
Quarter Ended:		30 Jun-15							
SRI No	Name Of the Shareholder	Details of Shares held		Details of warrants		Details of convertible securities		Total shares (including conversion of warrants and convertible securities) as a % of diluted share capital	
		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 (1)(i) above)	Number of warrants held	As a % total number of warrants of the same class	Number of securities held	% w.r total number of convertible securities of the same class		
1	THE HONGKONG AND SHANGHAI BANKING FIN SERVICES	650800	5.457%		0.000%		0.000%	5.457%	
2	THE INDUSTRIAL CREDIT AND INVESTMENT DEPARTMENT	230300	2.768%		0.000%		0.000%	2.769%	
3	OCBC BANK	265000	2.222%		0.000%		0.000%	2.222%	
4	SIBIR VENTURE CAPITAL LIMITED	166000	1.392%		0.000%		0.000%	1.392%	
5	BOHFINANCE LTD	134700	1.128%		0.000%		0.000%	1.128%	
6	ASBOK KUMAR KAYAN	124100	1.041%		0.000%		0.000%	1.041%	
7	SANSON FISCAL SERVICES LTD	238100	2.332%		0.000%		0.000%	2.332%	
8	BOERTEN AGRO PVT LTD	150000	1.258%		0.000%		0.000%	1.258%	
9	WELFORD DISTRIBUTORS PVT LTD	150000	1.258%		0.000%		0.000%	1.258%	
10	SALFARSET MARKETING PVT LTD	150000	1.258%		0.000%		0.000%	1.258%	
Total:		2398500	20.140%		0.000%		0.000%	20.140%	



Annexure II - (I) (d)

(I) (c) STATEMENT SHOWING details of locked-in shares

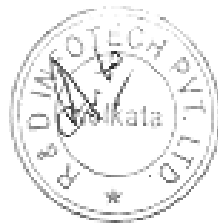
Name of the Company :		METROPOLI OVERSEAS LTD	
		Scrip Code (BSE): 0	Quarter Ended: 30/06/2015
		Scrip Code (NSE): 101-1 N.A	
SRI. No	Name Of the ShareHolder	No of locked-in Shares	Locked-in Shares as a % of total number of shares (i.e. Grand Total (A) + (B) + (C) indicated in Statement at para (I) (a) above)
1			
2	NIL		
3			
Total:		0	0.000%



Annexure II - (II) (a)

(II) a) STATEMENT details of Depository Receipts(DRs)

Name of the Company : METROPOLI OVERSEAS LTD				
Scrip Code (BSE): 0			Quarter Ended: 30/06/2015	
Scrip Code (NSE): [0] - [N.A]				
SRL No	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Type of outstanding DRs	No of Shares underlying outstanding DRs	Shares underlying outstanding DRs as a % of total no of shares [i.e., Grand Total (A) + (B) + (C) indicated in Statement at para (I) (a)]
1				
2	NIL			
3				
Total:				



Annexure II - (II) (b)

111(b) STATEMENT SHOWING HOLDING of Depository Receipts(DRs) where underlying shares are in excess of 1% of the total number of shares

Name of the Company :		METROPOLI OVERSEAS LTD		Quarter Ended: 30/06/2015
Scrip Code (BSE):		0		
Scrip Code (NSE):		[0] - [N.A.]		
SRI. No	Name Of the DR Holder	Type of standg DR(ADRs,GDRs,SDRs,etc)	No of Shares underlying outstanding DRs	Shares underlying outstanding DRs as a % of total no of shares(i.e.,Grand Total (A) + (B) + (C) indicated in Statement at para (1)(a))
1				
2	NIL			
3				
Total:				

