

BENGAL & ASSAM COMPANY LIMITED

Secretarial Deptt. : 'Gulab Bhawan', 3rd Floor, 6A, Bahadur Shah Zafar Marg, New Delhi - 110 002
Telephone: 33001112, 30179888, Fax: 011-23739475

BACL/SE/CL 35/2013
5th January 2013

✓ Ms. Chitra Sekhar (DCS-CRD)
Bombay Stock Exchange Limited
25th Floor, P.J. Towers
Dalal Street
Mumbai – 400 001
Scrip Code – 533095
Fax No. 022-22722037/39/41/61
22723121 & 3719

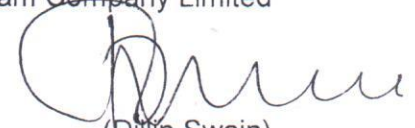
Dear Sir/ Madam,

Re: **Clause 35 – Shareholding Pattern as on 31.12.2012**

Pursuant to the Clause 35 of the Listing Agreement, we send herewith Shareholding Pattern of the Equity Shares of the Company in the prescribed format for the quarter ended 31st December 2012.

Thanking you,

Yours faithfully,
For Bengal & Assam Company Limited


(Dilip Swain)
Company Secretary

Encl: As above

CC:

1. National Securities Depository Limited
4th Floor, 'A' Wing, Trade World
Kamala Mills Compound
Senapati Bapat Marg, Lower Parel
Mumbai – 400 013

2. Central Depository Services (India) Limited
Phiroze Jeejeebhoy Towers, 17th Floor
Dalal Street, Fort,
Mumbai-400 001



Introductory sub-table (I)(a)

Name of the Company: Bengal & Assam Company Limited

Scrip Code, Name of the scrip, class of security: 533095, Equity Shares

Quarter ended: 31st December 2012

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	NOT APPLICABLE		
Held by public	NOT APPLICABLE		
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	NOT APPLICABLE		
Held by public	NOT APPLICABLE		
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	NOT APPLICABLE		
Held by public	NOT APPLICABLE		
Total paid-up capital of the company, assuming full conversion of warrants and convertible securities	No. of Equity Shares: (in Rupees):	86,83,553 8,68,35,530	100



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			
(B)	Public shareholding								
I	Institutions					NA			
(a)	Mutual Funds/ UTL	13	1,111	1,000	0.01	0.01			
(b)	Financial Institutions /Banks	21	795	108	0.01	0.01			
(c)	Central Government/ State Government(s)	2	37,285	37,285	0.43	0.43			
(d)	Venture Capital Funds	-	-	-	-	-			
(e)	Insurance Companies	6	3,57,821	3,57,647	4.12	4.12			
(f)	Foreign Institutional Investors	1	58	58	0.00	0.00			
(g)	Foreign Venture Capital Investors	-	-	-	-	-			
(h)	Qualified Foreign Investor	-	-	-	-	-			
(i)	Any Other (specify)	-	-	-	-	-			
	Sub-Total (B)(1)	43	3,97,070	3,96,098	4.57	4.57			
B 2	Non-institutions								
(a)	Bodies Corporate	530	4,74,849	4,27,050	5.47	5.47			
(b)	Individuals	-	-	-	-	-			
	Individuals -i. Individual shareholders holding nominal share capital up to Rs 1 lakh	35,024	5,37,571	4,16,220	6.19	6.19			
II	ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.	12	4,11,206	4,11,206	4.74	4.74			
(c)	Qualified Foreign Investor	-	-	-	-	-			
(d)	Any Other (specify)	-	-	-	-	-			
(d-i)	NRTs/OCBs	418	5,34,525	5,26,559	6.16	6.16			
(d-ii)	Custodian of enemy property	15	1,263	-	0.01	0.01			
(d-iii)	Trust	11	2,09,676	2,09,668	2.41	2.41			
	Sub-Total (B)(2)	36,010	21,69,090	19,90,703	24.98	24.98			
(B)	Total Public Shareholding (B)= (B)(1)+(B)(2)	36,053	25,66,160	23,86,801	29.55	29.55			
	TOTAL (A)+(B)	36,080	86,83,553	85,04,194	100.00	100.00			
(C)	Shares held by Custodians and against which Depository Receipts have been issued	-	-	-	-	-			
1	Promoter and Promoter Group	-	-	-	-	-			
2	Public	-	-	-	-	-			
	Sub-Total (C)	-	-	-	-	-			
	GRAND TOTAL (A)+(B)+(C)	36,080	86,83,553	85,04,194	NA	100.00			



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

Sr.	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 (V)=(V)/(III)*100	As a % of Grand total (A)+(B)+(C) of sub-clause (1)(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	(XIV)			
No.	(i)	(ii)	(iv)	(v)	(vi)=(v)/(iii)*100	(vii)	(ix)	(x)	(xi)	(xii)				
Promoter														
1	Hari Shankar Singhania*	26,95,500*	31.04	-	-	-	-	-	-	31.04				
Promoter Group														
2	JK Agri Genetics Ltd.	6,46,811	7.45	-	-	-	-	-	-	7.45				
3	Jugglal Kamalapat Udyog Ltd.	66,362	0.76	-	-	-	-	-	-	0.76				
4	Accurate Finman Services Ltd.	59,931	0.69	-	-	-	-	-	-	0.69				
5	Nav Bharat Vanijya Ltd.	58,487	0.67	-	-	-	-	-	-	0.67				
6	Pranav Investment (MLP.) Company Ltd.	16,008	0.18	-	-	-	-	-	-	0.18				
7	JK Credit & Finance Ltd.	14,705	0.17	-	-	-	-	-	-	0.17				
8	JK Tyre & Industries Ltd.	11,641	0.13	-	-	-	-	-	-	0.13				
9	JK Paper Ltd.	4,677	0.05	-	-	-	-	-	-	0.05				
10	Param Shubham Vanijya Ltd.	1,422	0.02	-	-	-	-	-	-	0.02				
11	Sago Trading Ltd.	3	0.00	-	-	-	-	-	-	0.00				
12	Bharat Hari Singhania**	1,69,350**	1.95	-	-	-	-	-	-	1.95				
13	Dr Raghupat Singhania	8,30,917	9.57	-	-	-	-	-	-	9.57				
14	Vinia Singhania	48,368	0.56	-	-	-	-	-	-	0.56				
15	Anshuman Singhania	2,548	0.03	-	-	-	-	-	-	0.03				
16	Harsh Pat. Singhania	3,228	0.04	-	-	-	-	-	-	0.04				

*Includes 18,57,619 (21.39%) shares on A/c of Habras International
 ** Includes 997 (0.01%) shares on A/c of Habras International



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 (N)=(V)/(M)*100	As a % of grand total (A)+(B)+(C) of sub-clause (1)(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)/(iii)*100	(vii)	(viii)	(ix)	(x)	(xi)	(xii)	(xiii)		
17	Manna Singhania	428	0.01	-	-	-	-	-	-	-	-	0.01		
18	Sharda Singhania	1031	0.01	-	-	-	-	-	-	-	-	0.01		
19	Shrivats Singhania	1951	0.02	-	-	-	-	-	-	-	-	0.02		
20	Sunanda Singhania	8415	0.10	-	-	-	-	-	-	-	-	0.10		
21	Swati Singhania	428	0.01	-	-	-	-	-	-	-	-	0.01		
22	Vikrampat Singhania	5835	0.07	-	-	-	-	-	-	-	-	0.07		
23	Anshuman Singhania Kara of Shripati Singhania (HUF)	7,86,704	9.06	-	-	-	-	-	-	-	-	9.06		
24	Bharat Hari Singhania (HUF)	1,53,791	1.77	-	-	-	-	-	-	-	-	1.77		
25	Harsh Pati Singhania (HUF)	2,61,519	3.01	-	-	-	-	-	-	-	-	3.01		
26	Raghupati Singhania (HUF)	5,846	0.07	-	-	-	-	-	-	-	-	0.07		
27	Vikrampat Singhania (HUF)	2,61,487	3.01	-	-	-	-	-	-	-	-	3.01		
28	Femner (India) Ltd.	-	-	-	-	-	-	-	-	-	-	-		
29	BMF Investments Ltd.	-	-	-	-	-	-	-	-	-	-	-		
30	Florence Alumina Ltd.	-	-	-	-	-	-	-	-	-	-	-		
31	JK Sugar Ltd.	-	-	-	-	-	-	-	-	-	-	-		
32	JK Lakshmi Cement Ltd.	-	-	-	-	-	-	-	-	-	-	-		
33	Southern Spinners and Processors Ltd.	-	-	-	-	-	-	-	-	-	-	-		
34	Modern Cotton Yarn Spinners Ltd.	-	-	-	-	-	-	-	-	-	-	-		
35	Hansdeep Industries and Trading Company Ltd.	-	-	-	-	-	-	-	-	-	-	-		
36	Bhopal Udyog Limited	-	-	-	-	-	-	-	-	-	-	-		
37	Dwarkest Energy Ltd.	-	-	-	-	-	-	-	-	-	-	-		
38	LVP Foods Pvt. Ltd.	-	-	-	-	-	-	-	-	-	-	-		



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 (N)=(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	
0	(ii)	(iii)	(iv)	(v)	(vi)=(v)/(iii)*100	(vii)	(viii)	(ix)	(x)	(xi)
39	Umang Dairies Ltd.	-	-	-	-	-	-	-	-	-
40	M/s Habras International	-	-	-	-	-	-	-	-	-
41	M/s Jugglal Kamlapat Lakshimpat	-	-	-	-	-	-	-	-	-
TOTAL		61,17,393	70.45	-	-	-	-	-	-	70.45

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

Note: Sl. No. 28 to 41 are part of the Promoter Group and their names were disclosed as such pursuant to Regulation 3(1)(e)(i) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulation, 1997 in the Annual Reports of the Company, last being for the Financial Year ended 31st March 2011, before the modification of the SEBI Takeover Code in October 2011. Their names have been shown above with a view to maintain consistency in the disclosures pursuant to Clause 35 of the Listing Agreement and Regulation 30(2) of SEBI Takeover Code 2011.



(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

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 (1)(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
				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	Life Insurance Corporation of India	2,74,654	3.16	-	-	-	-	3.16
2	Ashok Kumar Kinra (Trustee for Fenner (India) Ltd.)	2,09,589	2.41	-	-	-	-	2.41
3	Keswani Harsh	1,61,173	1.86	-	-	-	-	1.86
4	Ricky Ishwardas Kirpalani	1,41,382	1.63	-	-	-	-	1.63
5	Edgefield Securities Limited	2,03,039	2.34	-	-	-	-	2.34
TOTAL		9,89,837	11.40	-	-	-	-	11.40

(1)(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 (1)(a) above}	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities)
				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	
								NOT APPLICABLE



(1)(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 (1)(a) above}	Promoter/ Promoter Group/ Public
NOT APPLICABLE				

* 51,54,265 Equity Shares held by the Promoters were locked in upto 31.08.2012

(11)(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 (1)(a) above}
1				Not Applicable



(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	Not Applicable			

(III)(a)

Statement showing the voting pattern of shareholders, if more than one class of shares/securities is issued by the Issuer

(Give description of voting rights for each class of security)

- Class X:
- Class Y:
- Class Z:

The Company has only one class of Shares i.e. Equity Shares. Hence this part is not applicable to the Company.



For Bengal & Assam Company Ltd.

 (Dilip Swain)
 Company Secretary