

**(I) (a) STATEMENT SHOWING SHAREHOLDING PATTERN**

|                                                             |                                  |
|-------------------------------------------------------------|----------------------------------|
| Name of the Company: <b>HOUSE OF PEARL FASHIONS LIMITED</b> |                                  |
| <b>Scrip Code: BSE : 532808 ; NSE : HOPFL</b>               | <b>Quarter ended: 31.12.2008</b> |

| 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 |                            |
|---------------|----------------------------------------------------------------------------|------------------------|------------------------|----------------------------------------------|--------------------------------------------------------------|----------------------------|
|               |                                                                            |                        |                        |                                              | As a Percentage of (A+B)                                     | As a Percentage of (A+B+C) |
| <b>(A)</b>    | <b>Shareholding of Promoter and Promoter Group</b>                         |                        |                        |                                              |                                                              |                            |
| <b>(1)</b>    | <b>Indian</b>                                                              |                        |                        |                                              |                                                              |                            |
| (a)           | Individuals/Hindu Undivided Family                                         | 1                      | 30                     | 0                                            | 0.00015                                                      | 0.00015                    |
| (b)           | Central Government/State Government(s)                                     | 0                      | 0                      | 0                                            | 0.00000                                                      | 0.00000                    |
| (c)           | Bodies Corporate                                                           | 1                      | 30                     | 0                                            | 0.00015                                                      | 0.00015                    |
| (d)           | Financial Institutions/Banks                                               | 0                      | 0                      | 0                                            | 0.00000                                                      | 0.00000                    |
| (e)           | Any Other (specify)                                                        |                        |                        |                                              |                                                              |                            |
|               | i) Directors & their Relatives                                             | 3                      | 10,352,028             | 10,351,998                                   | 53.08639                                                     | 53.08639                   |
|               | <b>Sub-Total (A) (1)</b>                                                   | <b>5</b>               | <b>10,352,088</b>      | <b>10,351,998</b>                            | <b>53.08670</b>                                              | <b>53.08670</b>            |
| <b>(2)</b>    | <b>Foreign</b>                                                             |                        |                        |                                              |                                                              |                            |
| (a)           | Individuals (Non Resident Individuals/ Foreign Individuals)                | 0                      | 0                      | 0                                            | 0.00000                                                      | 0.00000                    |
| (b)           | Bodies Corporate                                                           | 0                      | 0                      | 0                                            | 0.00000                                                      | 0.00000                    |
| (c)           | Institutions                                                               | 0                      | 0                      | 0                                            | 0.00000                                                      | 0.00000                    |
| (d)           | Any Other (Directors & their Relatives)                                    | 2                      | 2,516,116              | 2,516,116                                    | 12.90293                                                     | 12.90293                   |
|               | <b>Sub-Total (A) (2)</b>                                                   | <b>2</b>               | <b>2,516,116</b>       | <b>2,516,116</b>                             | <b>12.90293</b>                                              | <b>12.90293</b>            |
|               | <b>Total Shareholding of Promoter and Promoter Group (A) = A(1) + A(2)</b> | <b>7</b>               | <b>12,868,204</b>      | <b>12,868,114</b>                            | <b>65.98963</b>                                              | <b>65.98963</b>            |
| <b>(B)</b>    | <b>Public Shareholding</b>                                                 |                        |                        |                                              |                                                              |                            |
| <b>(1)</b>    | <b>Institutions</b>                                                        |                        |                        |                                              |                                                              |                            |
| (a)           | Mutual Funds/UTI                                                           | 1                      | 1,651,674              | 1,651,674                                    | 8.46997                                                      | 8.46997                    |
| (b)           | Financial Institutions/Banks                                               | 7                      | 211,035                | 211,035                                      | 1.08221                                                      | 1.08221                    |
| (c)           | Central Government/State Government(s)                                     | 0                      | 0                      | 0                                            | 0.00000                                                      | 0.00000                    |
| (d)           | Venture Capital Funds                                                      | 0                      | 0                      | 0                                            | 0.00000                                                      | 0.00000                    |
| (e)           | Insurance Companies                                                        | 2                      | 513,332                | 513,332                                      | 2.63243                                                      | 2.63243                    |
| (f)           | Foreign Institutional Investors                                            | 6                      | 474,932                | 474,932                                      | 2.43551                                                      | 2.43551                    |
| (g)           | Foreign Venture Capital Investors                                          | 0                      | 0                      | 0                                            | 0.00000                                                      | 0.00000                    |
| (h)           | Any Other (specify)                                                        | 0                      | 0                      | 0                                            | 0.00000                                                      | 0.00000                    |
|               | <b>Sub-Total (B) (1)</b>                                                   | <b>16</b>              | <b>2,850,973</b>       | <b>2,850,973</b>                             | <b>14.62012</b>                                              | <b>14.62012</b>            |

|     |                                                                                   |              |                   |                   |                  |                  |
|-----|-----------------------------------------------------------------------------------|--------------|-------------------|-------------------|------------------|------------------|
| (2) | Non-Institutions                                                                  |              |                   |                   |                  |                  |
| (a) | Bodies Corporate                                                                  | 464          | 559,495           | 559,495           | 2.86915          | 2.86915          |
| (b) | Individuals -                                                                     |              |                   |                   |                  |                  |
|     | i. Individual shareholders holding nominal share capital upto Rs.1 lakh.          | 29606        | 2,367,478         | 2,367,359         | 12.14070         | 12.14070         |
|     | ii. Individual shareholders holding nominal share capital in excess of Rs.1 lakh. | 10           | 232,182           | 232,182           | 1.19066          | 1.19066          |
| (c) | Any Other (specify)                                                               |              |                   |                   |                  |                  |
|     | 1. Trusts                                                                         | 1            | 160               | 160               | 0.00082          | 0.00082          |
|     | 2. Non-Resident Indians (NRI)                                                     | 119          | 118,496           | 118,496           | 0.60766          | 0.60766          |
|     | 3. Overseas Corporate Bodies                                                      | 1            | 325,606           | 0                 | 1.66974          | 1.66974          |
|     | 4. Clearing Members                                                               | 24           | 5,189             | 5,189             | 0.02661          | 0.02661          |
|     | 5. Hindu Undivided Families                                                       | 1319         | 172,560           | 172,560           | 0.88491          | 0.88491          |
|     | <b>Sub-Total (B) (2)</b>                                                          | <b>31544</b> | <b>3,781,166</b>  | <b>3,455,441</b>  | <b>19.39025</b>  | <b>19.39025</b>  |
|     | <b>Total Public Shareholding (B) = B(1) + B(2)</b>                                | <b>31560</b> | <b>6,632,139</b>  | <b>6,306,414</b>  | <b>34.01037</b>  | <b>34.01037</b>  |
|     | <b>TOTAL (A) + (B)</b>                                                            | <b>31567</b> | <b>19,500,343</b> | <b>19,174,528</b> | <b>100.00000</b> | <b>100.00000</b> |
| (C) | Shares held by Custodians and against which Depository Receipts have been issued  | --           | --                | --                | --               | --               |
|     | <b>GRAND TOTAL (A) + (B) + ( C)</b>                                               | <b>31567</b> | <b>19,500,343</b> | <b>19,174,528</b> |                  | <b>100.00000</b> |

**(I) (b) STATEMENT SHOWING SHAREHOLDING OF PERSONS BELONGING TO THE CATEGOERY "PROMOTER AND PROMOTER GROUP"**

| Sr. No. | Name of the Shareholder              | 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] |
|---------|--------------------------------------|-------------------|-----------------------------------------------------------------------------------------------------------------------------------|
| 1       | Mr. Deepak Seth (N.R.I.)             | 1,230,686         | 6.31110                                                                                                                           |
| 2       | Mr. Pallak Seth (N.R.I.)             | 1,285,430         | 6.59183                                                                                                                           |
| 3       | Mrs. Payel Seth                      | 9,045,507         | 46.38640                                                                                                                          |
| 4       | Mr. Pulkit Seth                      | 1,306,491         | 6.69984                                                                                                                           |
| 5       | Mrs. Shefali Seth                    | 30                | 0.00015                                                                                                                           |
| 6       | M/s Deepak Seth & Sons (HUF)         | 30                | 0.00015                                                                                                                           |
| 7       | Nim International Commerce Pvt. Ltd. | 30                | 0.00015                                                                                                                           |
|         |                                      |                   |                                                                                                                                   |
|         | <b>TOTAL</b>                         | <b>12,868,204</b> | <b>65.98963</b>                                                                                                                   |

**(I) (c) STATEMENT SHOWING SHAREHOLDING 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 | Shares as a percentage of total number of shares [i.e., Grand Total (A) + (B) + (C) indicated in Statement at para (1) (a) above] |                 |  |
|---------|-------------------------------------------------------------------|------------------|-----------------------------------------------------------------------------------------------------------------------------------|-----------------|--|
| 1       | Reliance Capital Trustee Co. Ltd - Reliance Long Term Equity Fund | 1,651,674        |                                                                                                                                   | 8.46997         |  |
| 2       | Life Insurance Corporation of India                               | 256,666          |                                                                                                                                   | 1.31621         |  |
| 3       | General Insurance Corporation of India                            | 256,666          |                                                                                                                                   | 1.31621         |  |
| 4       | Credit Suisse (Singapore) Ltd.                                    | 280,690          |                                                                                                                                   | 1.43941         |  |
| 5       | Lesing Mauritius Limited                                          | 325,606          |                                                                                                                                   | 1.66974         |  |
|         |                                                                   |                  |                                                                                                                                   |                 |  |
|         | <b>T O T A L</b>                                                  | <b>2,771,302</b> |                                                                                                                                   | <b>14.21156</b> |  |

**(I) (d) STATEMENT SHOWING DETAILS OF LOCK-IN SHARES**

| Sr. No. | Name of the Shareholder | Category of Shareholders (Promoters/ Public) | 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} |
|---------|-------------------------|----------------------------------------------|----------------------------|-----------------------------------------------------------------------------------------------------------------------------------------|
| 1       | Mr. Deepak Seth         | Promoter                                     | 1,197,846                  | 6.14269                                                                                                                                 |
| 2       | Mrs. Payel Seth         | Promoter                                     | 1,853,424                  | 9.50457                                                                                                                                 |
| 3       | Mr. Pallak Seth         | Promoter                                     | 381,409                    | 1.95591                                                                                                                                 |
| 4       | Mr. Pulkit Seth         | Promoter                                     | 467,391                    | 2.39683                                                                                                                                 |
|         |                         |                                              |                            |                                                                                                                                         |
|         | <b>T O T A L</b>        |                                              | <b>3,900,070</b>           | <b>20.00001</b>                                                                                                                         |

**(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       | -----N I L -----                                |                           |                                             |                                                                                                                                                         |
| 2       |                                                 |                           |                                             |                                                                                                                                                         |
|         |                                                 |                           |                                             |                                                                                                                                                         |
|         | <b>T O T A L</b>                                |                           |                                             |                                                                                                                                                         |

**(II) (b) STATEMENT SHOWING HOLDING OF DEPOSITORY RECEIPTS (DRs), WHERE UNDERLYING SHARES ARE IN EXCESS OF 1% OF THE TOTAL NUMBER OF SHARES**

| Sr. No. | Name of the DR Holder | Type of out-standing 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       | -----N I L -----      |                                                  |                                             |                                                                                                                                                          |
| 2       |                       |                                                  |                                             |                                                                                                                                                          |
|         | T O T A L             |                                                  |                                             |                                                                                                                                                          |

for **HOUSE OF PEARL FASHIONS LIMITED**

Sd/-

**(Sandeep Sabharwal)**

**GM & Company Secretary**

Place: Gurgaon.

Date: 13th January, 2009.