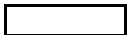


**(I) (a) Statement showing Shareholding Pattern**

<b>Name of the Company: NIIT Limited</b>						
Address - C-125, Okhla Phase-1, New Delhi - 110 020						
<b>Script Code: NIIT</b>				<b>Quarater ended:</b>	<b>Jun-08</b>	
<b>Category Code</b>	<b>Category of Shareholder</b>	<b>Number of shareholders</b>	<b>Total number of Shares</b>	<b>Number of shares held in dematerialized form</b>	<b>Total shareholding as a percentage of total number of shares</b>	
					<b>As a percentage of (A+B)</b>	<b>As a percentage of (A+B+C)</b>
<b>(A)</b>	<b>Shareholding of Promoter and Promoter Group</b>					
<b>(I)</b>	<b>Indian</b>					
(a)	Individuals/Hindu undivided Family	23	2,161,256	2,134,100	1.31	1.31
(b)	Central Government/State Government(s)					
©	Bodies Corporate	11	47,467,086	47,467,086	28.82	28.82
(d)	Financial Institutions/ Banks					
(e)	Any Other (specify) -Persons acting in concert					
	<b>Sub-Total (A)(I)</b>	<b>34</b>	<b>49,628,342</b>	<b>49,601,186</b>	<b>30.13</b>	<b>30.13</b>
<b>(2)</b>	<b>Foreign</b>					
(a)	Individuals(Non-Resident Individuals/Foreign individuals)					
(b)	Bodies Corporate					
(c)	Institutions					
(d)	Any Other(specify)					
	<b>Sub-Total (A)(2)</b>					
	<b>Total Shareholding of Promoter and Promoter Group (A) =(A)(1) =(A)(2)</b>	<b>34</b>	<b>49,628,342</b>	<b>49,601,186</b>	<b>30.13</b>	<b>30.13</b>
<b>(B)</b>	<b>Public Shareholding</b>					
<b>(I)</b>	<b>Institutions</b>					
(a)	Mutual Funds/UTI	23	10,404,088	10,398,660	6.32	6.32
(b)	Financial Institutions/Banks	11	16,816	14,566	0.01	0.01
(c)	Central Government/State Government(s)					
(d)	Venture Capital Funds					
(e)	Insurance Companies	4	802,627	802,627	0.49	0.49
(f)	Foreign Institutional Investors	54	70,590,064	70,573,492	42.86	42.86
(g)	Foreign Venture Capital Investors					
(h)	Any Other (specify)					
	<b>Sub Total (B)(1)</b>	<b>92</b>	<b>81,813,595</b>	<b>81,789,345</b>	<b>49.67</b>	<b>49.67</b>
<b>(2)</b>	<b>Non-Institutions</b>					
(a)	Bodies Corporate	1498	5,421,966	5,398,270	3.29	3.29
(b)	Individuals-					
	i). Individual shareholders holding nominal share capital upto Rs.1 Lakh	56,951	16,369,378	15,107,402	9.94	9.94
	ii). Individual shareholders holding nominal share capital in excess of Rs.1 Lakh	19	3,679,470	3,623,220	2.23	2.23
(c)	Any Other (specify)-					
	(i) Trusts	5	6,742,059	6,742,059	4.09	4.09
	(ii) Non-Resident Individuals	671	1,048,053	1,028,937	0.64	0.64
	(iii) Overseas Corporate Bodies		-	-		
	<b>Sub-Total (B)(2)</b>	<b>59,144</b>	<b>33,260,926</b>	<b>31,899,888</b>	<b>20.19</b>	<b>20.19</b>
	<b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	<b>59,236</b>	<b>115,074,521</b>	<b>113,689,233</b>	<b>69.87</b>	<b>69.87</b>
	<b>TOTAL (A)+(B)</b>	<b>59,270</b>	<b>164,702,863</b>	<b>163,290,419</b>	<b>100.00</b>	<b>100.00</b>
<b>(C)</b>	<b>Shares held by Custodians and against which Depository Receipts have been issued</b>					
		-	-	-	-	-
	<b>Grand Total (A)+(B)+(C)</b>	<b>59,270</b>	<b>164,702,863</b>	<b>163,290,419</b>	<b>100.00</b>	<b>100.00</b>

- - - - -  
59,270 164,702,863 163,290,419 100 100

<b>(l)(b) Statement showing Shareholding of persons belonging to the category "Promoter and Promoter Group"</b>			
<b>Sl.No.</b>	<b>Name of the Shareholder</b>	<b>Number of shares</b>	<b>Shares as a percentage of total number of Shares(i.e.Grand Total(A)+(B)+(C.) indicated in Statement at para(1)(a) above</b>
<b>A1(a)</b>	<b>Indian Individuals/HUFs &amp; Relatives</b>		
1	R S PAWAR & NEETI PAWAR	7,500	0.00
2	NEETI PAWAR & RAJENDRA S PAWAR	530,099	0.32
3	R.S.PAWAR KARTA	2,527	0.00
4	URVASI PAWAR	56,250	0.03
5	UNNATI PAWAR	56,242	0.03
6	UDAI PAWAR	7,500	0.00
7	RENUKA VIJAY THADANI & VIJAY K THADANI	233,617	0.14
8	VIJAY KUMAR THADANI & RENUKA KUMAR THADANI	58,589	0.04
9	V.K.THADANI KARTA	2,527	0.00
10	SUDHA RAJENDRAN	277	0.00
11	PREETI RAJENDRAN U/G P RAJENDRAN	840	0.00
12	P RAJENDRAN*	457,537	0.28
13	ARVIND THAKUR	659,242	0.40
14	DHRUV NATH & RAJNI NATH	75	0.00
15	DHRUVA NATH	250	0.00
16	RAJNI NATH	750	0.00
17	PRABIR SEN & RATNA SEN*	57,434	0.03
18	RATNA SEN & PRABIR SEN*	30,000	0.02
	SUB TOTAL	2,161,256	1.31
<b>A1(c)</b>	<b>Indian Corporate Bodies/ Trusts/ Partnerships</b>		
1	PACE SERVICES LTD.	17,734,247	10.77
2	PACE INDUSTRIES PRIVATE LIMITED*	780,972	0.47
3	GLOBAL SOLUTIONS PRIVATE LIMITED*	19,398,105	11.78
4	AKM SYSTEM P LTD (GLAD)	3,668,362	2.23
5	IT INFRASTRUCTURE DEVELOPMENT CO	1,312,500	0.80
6	PACE EDUCATION PRIVATE LTD.	1,036,650	0.63
7	NYARA HOLDINGS PVT LTD	1,398,750	0.85
8	INSTITUTE OF QUALITY LIMITED	1,342,500	0.82
9	SILICO BIO-INFORMATICS LIMITED	795,000	0.48
	SUB TOTAL	47,467,086	28.82
	<b>GRAND TOTAL OF A</b>	<b>49,628,342</b>	<b>30.13</b>



\* Having more than one account

(I)(c)	<b>Statement showing Shareholding of persons belonging to the Category *Public and holding more than 1% of the total number of shares</b>
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Sl.No.	Name of the Shareholders	Number of Shares	Shares (i.e., Grand Total (A)+(B)+(C) Shares as a percentage of total number of indicated in Statement at para (I)(a) above)
1	FID Funds (Mauritius) Limited	10,139,408	6.16
2	Morgan Stanley Mauritius Company Limited	9,899,173	6.01
3	Indea Capital Pte Limited A/c Indea Absolute Return Fund	7,243,948	4.40
4	Swiss Finance Corporation (Mauritius) Limited	6,815,582	4.14
5	IL & FS Trust Company Limited C/O NII Tians Welfare Trust	6,739,935	4.09
6	Macquarie Bank Limited	6,464,588	3.93
7	HSBC Global Investment Funds A/c HSBC Global Investment Funds Mauritius Limited	5,700,000	3.46
8	Fidelity Trustee Company Private Limited A/c Fidelity Equity Fund	3,823,623	2.32
9	CAAM Funds India	3,000,000	1.82
10	Fidelity Funds - Pacific Fund	2,490,290	1.51
11	Goldman Sachs Investments (Mauritius) I Ltd	2,322,598	1.41
12	LB India Holdings Cayman II Ltd	2,117,926	1.29
13	Fidelity Management And Research Company A/c Fidelity Investment Trust-Fidelity Pacific Basin Fund	1,940,580	1.18
14	Morgan Stanley Investments (Mauritius) Limited	1,700,000	1.03
	<b>TOTAL</b>	<b>70,397,651</b>	<b>42.74</b>

(1)(d)	<b>Statement showing details of locked-in shares</b>
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Sl.No.	Name of 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			NIL	
2				
	<b>TOTAL</b>		<b>NIL</b>	

(II)(a)	<b>Statement showing details of Depository Receipts (DRs)</b>
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Sl. No.	Type of outstanding DR(ADDRs, GDRs,SDR, etc.)	Nnumber 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		NIL	NIL	
2				
	<b>TOTAL</b>	<b>NIL</b>	<b>NIL</b>	

(II)(b)	<b>Statement showing Holding of Depository Receipts (DRs), where underlying shares are in excess of 1% of the total number of shares</b>
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Sl.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 statemnet at para (I)(a) above)
1		NIL	NIL	
2				
	<b>TOTAL</b>	<b>NIL</b>	<b>NIL</b>	