

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

<b>Name of the Company: NIIT Limited</b>						
Address - C-125, Okhla Phase-1, New Delhi - 110 020						
Scrip Code: NIIT				Quarater ended:	Dec-08	
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>	Shareholding of Promoter and Promoter Group					
<b>(I)</b>	<b>Indian</b>					
(a)	Individuals/Hindu undivided Family	23	5,031,544	5,004,388	3.05	3.05
(b)	Central Government/State Government(s)					
©	Bodies Corporate	11	47,989,086	47,989,086	29.09	29.09
(d)	Financial Institutions/ Banks					
(e)	Any Other (specify) -Persons acting in concert					
	<b>Sub-Total (A)(I)</b>	<b>34</b>	<b>53,020,630</b>	<b>52,993,474</b>	<b>32.14</b>	<b>32.14</b>
<b>(2)</b>	<b>Foreign</b>					
(a)	Individuals(Non-Resident Individuals/Foreigh 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>53,020,630</b>	<b>52,993,474</b>	<b>32.14</b>	<b>32.14</b>
<b>(B)</b>	<b>Public Shareholding</b>					
<b>(I)</b>	<b>Institutions</b>					
(a)	Mutual Funds/UTI	15	7,973,479	7,968,051	4.83	4.83
(b)	Financial Institutions/Banks	12	299,215	296,965	0.18	0.18
(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	44	57,422,142	57,405,570	34.80	34.80
(g)	Foreign Venture Capital Investors					
(h)	Any Other (specify)					
	<b>Sub Total (B)(1)</b>	<b>75</b>	<b>66,497,463</b>	<b>66,473,213</b>	<b>40.31</b>	<b>40.31</b>
<b>(2)</b>	<b>Non-Institutions</b>					
(a)	Bodies Corporate	1652	13,832,176	13,811,007	8.38	8.38
(b)	Individuals-					
	i). Individual shareholders holding nominal share capital upto Rs.1 Lakh	67,896	20,755,013	19,512,672	12.58	12.58
	ii). Individual shareholders holding nominal share capital in excess of Rs.1 Lakh	19	2,917,733	2,861,483	1.77	1.77
(c)	Any Other (specify)-					
	(i) Trusts	4	6,740,197	6,740,197	4.09	4.09
	(ii) Non-Resident Individuals*	670	1,196,574	1,177,458	0.73	0.73
	(iii) Overseas Corporate Bodies	1	700	700	0.00	0.00
	(iv) Foreign Individuals	1	22,500	22,500	0.01	0.01
	<b>Sub-Total (B)(2)</b>	<b>70,243</b>	<b>45,464,893</b>	<b>44,126,017</b>	<b>27.56</b>	<b>27.56</b>
	<b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	<b>70,318</b>	<b>111,962,356</b>	<b>110,599,230</b>	<b>67.86</b>	<b>67.86</b>
	<b>TOTAL (A)+(B)</b>	<b>70,352</b>	<b>164,982,986</b>	<b>163,592,704</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>70,352</b>	<b>164,982,986</b>	<b>163,592,704</b>	<b>100.00</b>	<b>100.00</b>

\*Includes 32,000 shares allotted on December 29, 2008 of which Corporate Action was pending at NSDL on December 31, 2008, however, the same was effected subsequently.

<b>(I)(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) Indian Individuals/HUFs &amp; Relatives</b>			
1	R S PAWAR & NEETI PAWAR	155,000	0.09
2	NEETI PAWAR & RAJENDRA S PAWAR	2,053,600	1.24
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 KUMAR THADANI	1,336,493	0.81
8	VIJAY KUMAR THADANI & RENUKA VIJAY THADANI	155,000	0.09
9	V.K.THADANI KARTA	2,527	0.00
10	SUDHA RAJENDRAN & P RAJENDRAN*	1,117	0.00
11	P RAJENDRAN & SUDHA RAJENDRAN	7,537	0.00
12	PARAPPIL RAJENDRAN	450,000	0.27
13	ARVIND THAKUR	659,242	0.40
14	DHRUVA NATH FAMILY HUF	75	0.00
15	DHRUVA NATH & RAJNI NATH	250	0.00
16	RAJNI NATH & DHRUVA NATH	750	0.00
17	PRABIR SEN & RATNA SEN*	57,434	0.03
18	RATNA SEN & PRABIR SEN*	30,000	0.02
	SUB TOTAL	5,031,544	3.05
<b>A1(c) Indian Corporate Bodies/ Trusts/ Partnerships</b>			
1	PACE SERVICES LIMITED	18,607,747	11.28
2	PACE INDUSTRIES PRIVATE LIMITED*	780,972	0.47
3	GLOBAL SOLUTIONS PRIVATE LIMITED*	20,271,605	12.29
4	AKM SYSTEMS PRIVATE LIMITED	3,668,362	2.22
5	IT INFRASTRUCTURE DEVELOPMENT CORPORATION LTD	962,500	0.58
6	PACE EDUCATION PRIVATE LIMITED	1,036,650	0.63
7	NYARA HOLDINGS PRIVATE LIMITED	1,398,750	0.85
8	INSTITUTE OF QUALITY LIMITED	467,500	0.28
9	SILICO BIO-INFORMATICS LIMITED	795,000	0.48
	SUB TOTAL	47,989,086	29.09
	<b>GRAND TOTAL OF A</b>	<b>53,020,630</b>	<b>32.14</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 Shareholder	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	6.15
2	Indea Capital Pte Limited A/c Indea Long Term Opportunities Master Fund	7,700,000	4.67
3	Copthall Mauritius Investment Ltd	7,656,806	4.64
4	IL & FS Trust Company Limited C/O NIITians Welfare Trust	6,739,935	4.09
5	Swiss Finance Corporation (Mauritius) Limited	6,457,061	3.91
6	Morgan Stanley Mauritius Company Limited	6,317,140	3.83
7	HSBC Global Investment Funds A/c HSBC Global Investment Funds Mauritius Limited	5,700,000	3.45
8	Birla Sun Life Insurance Company Limited	5,172,295	3.14
9	FIL Trustee Company Pvt Ltd A/c Fidelity Equity Fund	3,823,623	2.32
10	Fidelity Funds - Pacific Fund	2,490,290	1.51
11	Goldman Sachs Investments (Mauritius) I Ltd	2,142,190	1.30
12	DSP Blackrock Micro Cap fund	2,072,659	1.26
13	Fidelity Management And Research Company A/c Fidelity Investment Trust-Fidelity Pacific Basin Fund	1,940,580	1.18
	<b>TOTAL</b>	<b>68,351,987</b>	<b>41.43</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>	