

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

Name of the Company : NIIT Limited  
Address : Registered Office: B-234, Okhla Ind. Area Phase-1, New Delhi - 110 020  
Scrip Code : NSE (NIITLTD) & BSE (500304)  
Name of the scrip, class of security : Equity Shares of Rs. 2 each (Only one type of shares issued by the Company)  
Quarter ended : March 31, 2011

Sr. No.	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 partly paid-up shares of the company
i	Held by promoter/promoter group	NIL	NA	NA
ii	Held by public	NIL	NA	NA
	<b>Total</b>	<b>NIL</b>	<b>NA</b>	<b>NA</b>

Sr. No.	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
i	Held by promoter/promoter group	NIL	NA	NA
ii	Held by public	NIL	NA	NA
	<b>Total</b>	<b>NIL</b>	<b>NA</b>	<b>NA</b>

Sr. No.	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
i	Held by promoter/promoter group	NIL	NA	NA
ii	Held by public	NIL	NA	NA
	<b>Total</b>	<b>NIL</b>	<b>NA</b>	<b>NA</b>

Sr. No.	Particulars	No. of shares	Amount in Rs.	
i	Total paid-up capital of the company, assuming full conversion of warrants and convertible securities	165,095,597	330,191,194	

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

Quarter ended

: March 31, 2011

Category Code	Category of Shareholder	Number of shareholders	Total number of Shares	Number 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
<b>(A)</b>	Shareholding of Promoter and Promoter Group							
<b>(1)</b>	<b>Indian</b>							
(a)	Individuals/Hindu undivided Family	13	7,229,369	7,229,369	4.38	4.38	0	-
(b)	Central Government/State Government(s)							
(c)	Bodies Corporate	5	48,843,539	48,843,539	29.59	29.59	0	-
(d)	Financial Institutions/ Banks							
(e)	Any Other (specify) -Persons acting in concert							
	<b>Sub-Total (A)(1)</b>	<b>18</b>	<b>56,072,908</b>	<b>56,072,908</b>	<b>33.96</b>	<b>33.96</b>	<b>0</b>	<b>-</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>18</b>	<b>56,072,908</b>	<b>56,072,908</b>	<b>33.96</b>	<b>33.96</b>	<b>0</b>	<b>-</b>
<b>(B)</b>	<b>Public Shareholding</b>						<b>NA</b>	<b>NA</b>
<b>(1)</b>	<b>Institutions</b>							
(a)	Mutual Funds/UTI	28	16,160,801	16,155,373	9.79	9.79		
(b)	Financial Institutions/Banks	12	109,406	107,156	0.07	0.07		
(c)	Central Government/State Government(s)							
(d)	Venture Capital Funds							
(e)	Insurance Companies	4	617,627	617,627	0.37	0.37		
(f)	Foreign Institutional Investors	67	47,129,057	47,112,485	28.55	28.55		
(g)	Foreign Venture Capital Investors							
(h)	Any Other (specify)							
	<b>Sub Total (B)(1)</b>	<b>111</b>	<b>64,016,891</b>	<b>63,992,641</b>	<b>38.78</b>	<b>38.78</b>	<b>NA</b>	<b>NA</b>
<b>(2)</b>	<b>Non-Institutions</b>							
(a)	Bodies Corporate	1439	11,602,216	11,581,047	7.03	7.03		
(b)	Individuals-							
	i). Individual shareholders holding nominal share capital upto Rs.1 Lakh	81,724	25,279,742	24,139,725	15.31	15.31		
	ii). Individual shareholders holding nominal share capital in excess of Rs.1 Lakh	25	3,408,492	3,352,242	2.06	2.06		
(c)	Any Other (specify)-							
	(i) Trusts	7	3,260,836	3,260,836	1.98	1.98		
	(ii) Non-Resident Individuals	909	1,432,012	1,337,590	0.87	0.87		
	(iii) Overseas Corporate Bodies	0	-	-	0.00	0.00		
	(iv) Foreign Individuals	1	22,500	22,500	0.01	0.01		
	<b>Sub-Total (B)(2)</b>	<b>84,105</b>	<b>45,005,798</b>	<b>43,693,940</b>	<b>27.26</b>	<b>27.26</b>	<b>NA</b>	<b>NA</b>
	<b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	<b>84,216</b>	<b>109,022,689</b>	<b>107,686,581</b>	<b>66.04</b>	<b>66.04</b>	<b>NA</b>	<b>NA</b>
	<b>TOTAL (A)+(B)</b>	<b>84,234</b>	<b>165,095,597</b>	<b>163,759,489</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>NA</b>	<b>NA</b>
1	Promoter and Promoter Group							
2	Public							
	<b>Grand Total (A)+(B)+(C)</b>	<b>84,234</b>	<b>165,095,597</b>	<b>163,759,489</b>	<b>100.00</b>	<b>100.00</b>	<b>-</b>	<b>-</b>

NA- Not applicable

**(l)(b) Statement showing Shareholding of persons belonging to the category "Promoter and Promoter Group"**

Quarter ended

: March 31, 2011

Sr. No.	Name of the Shareholder	Total shares held		Shares pledged or otherwise encumbered		
		Number	As a % of grand total (A)+(B)+(C)	Number	As a percentage (VI)=(V)/(III)*100	As a % of grand total (A)+(B)+(C) of sub-clause (l)(a)
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)
<b>A1(a)</b>	<b>Indian Individuals/HUFs &amp; Relatives</b>					
1	R S PAWAR & NEETI PAWAR	155,000	0.09	-	-	-
2	NEETI PAWAR & RAJENDRA S PAWAR	2,289,934	1.39	-	-	-
3	R.S.PAWAR KARTA	2,527	0.00	-	-	-
4	URVASHI 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	3,386,493	2.05	-	-	-
8	VIJAY KUMAR THADANI & RENUKA VIJAY THADANI	155,000	0.09	-	-	-
9	V.K.THADANI KARTA	2,527	0.00	-	-	-
10	SUDHA RAJENDRAN & PARAPPIL 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	-	-	-
	<b>SUB TOTAL</b>	<b>7,229,369</b>	<b>4.38</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>A1(c)</b>	<b>Indian Corporate Bodies/ Trusts/ Partnerships</b>					
1	PACE SERVICES LIMITED	22,557,547	13.66	-	-	-
2	GLOBAL SOLUTIONS PRIVATE LIMITED*	21,580,980	13.07	-	-	-
3	A K M SYSTEMS PRIVATE LIMITED	3,668,362	2.22	-	-	-
4	PACE EDUCATION PRIVATE LIMITED	1,036,650	0.63	-	-	-
	<b>SUB TOTAL</b>	<b>48,843,539</b>	<b>29.59</b>	<b>-</b>	<b>-</b>	<b>-</b>
	<b>GRAND TOTAL OF A</b>	<b>56,072,908</b>	<b>33.96</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>

\* Having more than one account

**(I)(c) Statement showing Shareholding of persons belonging to the Category  
"Public and holding more than 1% of the total number of shares"**

Quarter ended

: March 31, 2011

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	6.14
2	RBC Global Asset Management Inc A/c Phillips Hager and North Overseas Equity Fund	6,510,555	3.94
3	Birla Sun Life Insurance Company Limited	4,875,978	2.95
4	RBC Global Asset Management Inc A/c Phillips Hager and North Overseas Equity Pension Trust	4,471,099	2.71
5	Government Pension Fund Global JPMorgan Chase Bank N.A. India Sub Custody	4,395,616	2.66
6	Swiftcurrent Offshore Global Limited	4,362,310	2.64
7	FIL Trustee Company Private Limited A/c Fidelity Equity Fund	3,823,623	2.32
8	IL & FS Trust Company Limited C/o NIITians Welfare Trust	3,245,499	1.97
9	DSP Blackrock Equity Fund	2,954,946	1.79
10	The Master Trust Bank of Japan Ltd As Trustee of Blackrock India Equity Fund	2,851,453	1.73
11	DSP Blackrock Small & Mid Cap Fund	2,768,027	1.68
12	Fidelity Funds-Pacific Fund	2,415,277	1.46
13	Fidelity Investment Trust - Fidelity Pacificbasin Fund	2,270,534	1.38
14	Swiftcurrent Partners Global Limited	2,163,945	1.31
	<b>TOTAL</b>	<b>57,248,270</b>	<b>34.68</b>

**(1)(d) Statement showing details of locked-in shares**

Sl.No.	Name of 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)
1		NIL	
2			
	<b>TOTAL</b>	<b>NIL</b>	

**(II)(a) Statement showing details of Depository Receipts (DRs)**

Sl. No.	Type of outstanding DR(ADDRs, GDRs,SDR, 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		NIL	NIL	
2				
	<b>TOTAL</b>	<b>NIL</b>	<b>NIL</b>	

**(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**

Sl.No.	Name of the DR Holder	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	
2			
	<b>TOTAL</b>	<b>NIL</b>	

**(III)(a) Statement showing the voting pattern of shareholders, if more than one class of shares/ securities is issued by the issuer(Company) \***

**Description of voting rights for each class of security:**

Class X:

**Not Applicable**

Class Y:

Class Z:

Category	Category of shareholder/s	Number of voting Rights held in each class of securities			Total Voting Rights (III+IV+V)	Total Voting Rights i.e.(VI)	
		Class X (III)	Class Y (IV)	Class Z (V)		As a % age of (A+B) (VII)	As a % age of (A+B+C) (VIII)
(I) A	(II)				(VI)		
B							
C							
	<b>TOTAL</b>						

**\*the company has issued only one class of shares as such above statement is not applicable**