

# NIIT

**NIIT Limited**  
85, Sector 32 Institutional  
Gurgaon 122 001  
India  
Tel: +91 (124) 4293000  
Fax: +91 (124) 4293333

Registered Office:  
B-234, Okhla Ph-I  
New Delhi 110020, India

www.niit.com

January 10, 2012

1. **The Manager**  
**Bombay Stock Exchange Limited**  
Corporate Relationship Department,  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Building  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai 400 001

Fax no. : 022-22722082, 22723121

2. **The Manager**  
**National Stock Exchange of India Limited**  
Listing Department  
Exchange Plaza  
5<sup>th</sup> Floor, Plot no C/1, G Block  
Bandra Kurla Complex  
Bandra (E), Mumbai – 400 051

Fax No. : 022-26598237, 26598238

**Subject: Shareholding Pattern of the Company as on December 31, 2011**

Dear Sir,

Pursuant to the provisions of Clause 35 of the Listing Agreement, please find enclosed herewith the Shareholding Pattern of the Company as on December 31, 2011.

Kindly acknowledge receipt.

Thanking you,

Yours faithfully,  
For NIIT Limited



**Rajesh Arora**  
**Company Secretary**

Encl: a/a

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

<b>Name of the Company: NIIT Limited</b>			
Address - Registered Office: B-234, Okhla Industrial Area Phase-1, New Delhi - 110 020			
Scrip Code:	NSE (NIITLTD) & BSE (500304)		
Name of the Scrip & Class of Security	Equity Shares of F.V. Rs.2/- each (only one type of shares issued by the Company)		
Quarter ended:	31-Dec-11		

	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	NA		
ii	Held by public	NA		
	<b>Total</b>	NA		
	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	NA		
ii	Held by public	NA		
	<b>Total</b>	NA		
	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	NA		
ii	Held by public	NA		
	<b>Total</b>	NA		
		<b>No. of shares</b>	<b>Amount in Rs.</b>	
	<b>Total paid-up capital of the company, assuming full conversion of warrants and convertible securities</b>	165,095,597	330,191,194	

For NIIT Limited

  
Rajesh Arora  
Company Secretary

## (I) (a) Statement showing Shareholding Pattern.

Quarter ended:		31-Dec-11		Class of Securities- Equity Shares Face Value Rs. 2/- each			Shares Pledged or otherwise encumbered	
Category code	Category of Shareholder	Number of shareholders	Total number of shares	Number of shares held in dematerialised form	Total shareholding as a % of total number of shares		Number of shares	As a percentage
					As a percentage of (A+B)	As a percentage of (A+B+C)		
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)=(VIII)/(IV)*100
(A)	Shareholding of Promoter and Promoter Group							
(I)	Indian							
(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 (AX1)</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>
(2)	Foreign							
(a)	Individuals(Non-Resident Individuals/Foreign individuals)							
(b)	Bodies Corporate							
(c)	Institutions							
(d)	Any Other(specify)							
	<b>Sub-Total (AY2)</b>							
	<b>Total Shareholding of Promoter and Promoter Group (A) = (AX1)+(AY2)</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)	Public Shareholding						NA	NA
(I)	Institutions							
(a)	Mutual Funds/UTI	24	17,423,759	17,418,331	10.55	10.55	-	-
(b)	Financial Institutions/Banks	12	26,486	24,236	0.02	0.02	-	-
(c)	Central Government/State Government(s)							
(d)	Venture Capital Funds							
(e)	Insurance Companies	4	607,627	607,627	0.37	0.37	-	-
(f)	Foreign Institutional Investors	67	43,853,244	43,836,672	26.56	26.56	-	-
(g)	Foreign Venture Capital Investors							
(h)	Any Other (specify)							
	<b>Sub Total (BY1)</b>	<b>107</b>	<b>61,911,116</b>	<b>61,886,866</b>	<b>37.50</b>	<b>37.50</b>	<b>NA</b>	<b>NA</b>
(2)	Non-Institutions							
(a)	Bodies Corporate	1387	14,527,198	14,506,029	8.80	8.80	-	-
(b)	Individuals-							
	i). Individual shareholders holding nominal share capital upto Rs.1 Lakh	78406	24,798,348	23,704,080	15.02	15.02	-	-
	ii). Individual shareholders holding nominal share capital in excess of Rs.1 Lakh	26	3,021,189	3,021,189	1.83	1.83	-	-
(c)	Any Other (specify)-							
	(i) Trusts	7	3,272,198	3,272,198	1.98	1.98	-	-
	(ii) Non-Resident Individuals	948	1,470,140	1,375,718	0.89	0.89	-	-
	(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>80775</b>	<b>47,111,573</b>	<b>45,901,714</b>	<b>28.54</b>	<b>28.54</b>	<b>NA</b>	<b>NA</b>
	<b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	<b>80882</b>	<b>109,022,689</b>	<b>107,788,580</b>	<b>66.04</b>	<b>66.04</b>	<b>NA</b>	<b>NA</b>
	<b>TOTAL (A)+(B)</b>	<b>80900</b>	<b>165,095,597</b>	<b>163,861,488</b>	<b>100.00</b>	<b>100.00</b>	<b>-</b>	<b>-</b>
(C)	Shares held by Custodians and against which Depository Receipts have been issued						NA	NA
1	Promoter and Promoter Group							
2	Public							
	<b>Grand Total (A)+(B)+(C)</b>	<b>80900</b>	<b>165,095,597</b>	<b>163,861,488</b>	<b>100.00</b>	<b>100.00</b>	<b>-</b>	<b>-</b>

NA- Not applicable

For NIIT Limited

*RK Arora*  
Rajesh Arora  
Company Secretary

Date: January 10, 2012

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

Quarter ended:		31-Dec-11		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
Sr. No.	Name of the Shareholder	No. of Shares held	As a % of grand total (A)+(B)+(C)	No. of Shares	As a percentage (VI)=(V)/(III)*100	As a % of grand total (A)+(B)+(C) of sub-clause (I)(a)	No. of warrants held	As a % total number of warrants of the same class	No. of convertible securities held	As a % total number of convertible securities of the same class	
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)	(X)	(XI)	(XII)
<b>A1(a)</b>	<b>Indian Individuals/HUFs &amp; Relatives</b>										
1	R S PAWAR & NEETI PAWAR	155,000	0.09	-	-	-	-	-	-	-	0.09
2	NEETI PAWAR & RAJENDRA S PAWAR	2,289,934	1.39	-	-	-	-	-	-	-	1.39
3	R.S.PAWAR KARTA	2,527	0.00	-	-	-	-	-	-	-	0.00
4	URVASHI PAWAR	56,250	0.03	-	-	-	-	-	-	-	0.03
5	UNNATI PAWAR	56,242	0.03	-	-	-	-	-	-	-	0.03
6	UDAI PAWAR	7,500	0.00	-	-	-	-	-	-	-	0.00
7	RENUKA VIJAY THADANI & VIJAY KUMAR THADANI	3,386,493	2.05	-	-	-	-	-	-	-	2.05
8	VIJAY KUMAR THADANI & RENUKA VIJAY THADANI	155,000	0.09	-	-	-	-	-	-	-	0.09
9	V.K.THADANI KARTA	2,527	0.00	-	-	-	-	-	-	-	0.00
10	SUDHA RAJENDRAN & PARAPPIL RAJENDRAN	1,117	0.00	-	-	-	-	-	-	-	0.00
11	P RAJENDRAN & SUDHA RAJENDRAN	7,537	0.00	-	-	-	-	-	-	-	0.00
12	PARAPPIL RAJENDRAN	450,000	0.27	-	-	-	-	-	-	-	0.27
13	ARVIND THAKUR	659,242	0.40	-	-	-	-	-	-	-	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>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>4.38</b>
<b>A1(c)</b>	<b>Indian Corporate Bodies/ Trusts/ Partnerships</b>										
1	PACE SERVICES LIMITED	22,557,547	13.66	-	-	-	-	-	-	-	13.66
2	GLOBAL SOLUTIONS PRIVATE LIMITED*	21,580,980	13.07	-	-	-	-	-	-	-	13.07
3	A K M SYSTEMS PRIVATE LIMITED	3,668,362	2.22	-	-	-	-	-	-	-	2.22
4	PACE EDUCATION PRIVATE LIMITED	1,036,650	0.63	-	-	-	-	-	-	-	0.63
	<b>SUB TOTAL</b>	<b>48,843,539</b>	<b>29.59</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>29.59</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>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>33.96</b>

\* Having more than one account

**(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"**

Sl.No.	Name of the Shareholder	31-Dec-11 Number of Shares held	Shares as a percentage of total No. 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 capital
				No. of warrants held	As a % total number of warrants of the same class	No. of convertible securities held	As a % total number of convertible securities of the same class	
1	FID Funds (Mauritius) Limited	10,139,408	6.14	-	-	-	-	6.14
2	RBC Global Asset Management Inc A/c Phillips Hager and North Overseas Equity Fund	6,510,555	3.94	-	-	-	-	3.94
3	Birla Sun Life Insurance Company Limited	6,485,598	3.93	-	-	-	-	3.93
4	Government Pension Fund Global JPMorgan Chase Bank N.A. India Sub Custody	4,893,491	2.96	-	-	-	-	2.96
5	RBC Global Asset Management Inc A/c Phillips Hager and North Overseas Equity Pension Trust	4,471,099	2.71	-	-	-	-	2.71
6	FIL Trustee Company Private Limited A/c Fidelity Equity Fund	4,223,460	2.56	-	-	-	-	2.56
7	DSP Blackrock Equity Fund	3,593,860	2.18	-	-	-	-	2.18
8	IL & FS Trust Company Limited C/o NITIANS Welfare Trust	3,245,499	1.97	-	-	-	-	1.97
9	DSP Blackrock Small & Mid Cap Fund	3,236,720	1.96	-	-	-	-	1.96
10	The Master Trust Bank of Japan Ltd As Trustee of Blackrock India Equity Fund	3,084,508	1.87	-	-	-	-	1.87
11	Fidelity Funds-Pacific Fund	2,415,277	1.46	-	-	-	-	1.46
12	Fidelity Investment Trust - Fidelity Pacificbasin Fund	2,270,534	1.38	-	-	-	-	1.38
13	Swiftcurrent Offshore Global Limited	2,069,381	1.25	-	-	-	-	1.25
TOTAL		56,639,408	34.31	-	-	-	-	34.31

**(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"**

Sl.No.	Name(s) of the Shareholder(s) and the Persons acting in Concert (PAC) with them	Number of Shares held	Shares as a percentage of total No. 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 capital
				No. of warrants held	As a % total number of warrants of the same class	No. of convertible securities held	As a % total number of convertible securities of the same class	
1	FID Funds (Mauritius) Limited	10,139,408	6.14	-	-	-	-	6.14

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

Sl.No.	Name of Shareholder	Number of locked-in Shares of 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	NA		NIL
2	NA		NIL
TOTAL			NIL

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

Sl. No.	Type of outstanding DR (ADRs, 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 (1)(a) above)
1	NA		NIL	NIL
2	NA		NIL	NIL
TOTAL			NIL	NIL

**(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	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 (1)(a) above)
1	NA		NIL	
2	NA		NIL	
TOTAL		NIL	NIL	

**(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:

Class Y:

Class Z:

Not applicable

Quarter ended:		31-Dec-11						
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)		
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	
		Class	Class	Class		As a % age of (A+B)	As a % age of (A+B+C)	
A	NA	NIL						
B								
C		NOT APPLICABLE						
	<b>TOTAL</b>							

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

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