(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, 2010

| 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 |
| (A) | Shareholding of Promoter and Promoter Group | | | | | | | |
| (I) | Indian | | | | | | | |
| (a) | Individuals/Hindu undividend Family | 13 | 7,229,369 | 7,229,369 | 4.38 | 4.38 | 0 | - |
| (b) | Central Government/State Government(s) | | | | | | | |
| © | 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 | | | | | | | |
| | Sub-Total (A)(I) | 18 | 56,072,908 | 56,072,908 | 33.96 | 33.96 | 0 | - |
| (2) | Foreign | | | | | | | |
| (a) | Individuals(Non-Resident Individuals/Foreigh individuals | | | | | | | |
| (b) | Bodies Corporate | | | | | | | |
| (c) | Institutions | | | | | | | |
| (d) | Any Other(specify) | | | | | | | |
| | Sub-Total (A)(2) | | | | | | | |
| | Total Shareholding of Promoter and Promoter Group (A) =(A)(1) =(A)(2) | 18 | 56,072,908 | 56,072,908 | 33.96 | 33.96 | 0 | |
| (B) | Public Shareholding | 10 | 30,072,900 | 36,072,906 | 33.90 | 33.90 | NA | NA . |
| (I) | Institutions | | | | | | 1474 | in i |
| (a) | Mutual Funds/UTI | 25 | 14,230,238 | 14,224,810 | 8.62 | 8.62 | | |
| (b) | Financial Institutions/Banks | 13 | 57,516 | 55,266 | 0.03 | 0.03 | | |
| (c) | Central Government/State Government(s) | | · | · | | | | |
| (d) | Venture Capital Funds | | | | | | | |
| (e) | Insurance Companies | 4 | 702,627 | 702,627 | 0.43 | 0.43 | | |
| (f) | Foreign Institutional Investors | 49 | 41,574,699 | 41,558,127 | 25.18 | 25.18 | | |
| (g) | Foreign Venture Capital Investors | | | | | | | |
| (h) | Any Other (specify) | | | | | | | |
| | Sub Total (B)(1) | 91 | 56,565,080 | 56,540,830 | 34.26 | 34.26 | NA | NA |
| (2) | Non-Institutions | | | | | | | |
| (a) | Bodies Corporate | 1765 | 15,238,643 | 15,217,474 | 9.23 | 9.23 | | |
| (b) | Individuals- | | | | | | | |
| | I). Individual shareholders holding nominal share capital upto Rs.1 Lakh | 87,963 | 27,954,365 | 26,736,841 | 16.93 | 16.93 | | |
| | ii). Individual shareholders holding nominal share capital in excess of Rs.1 Lakh | 20 | 4 107 225 | 4.050.005 | 2.40 | 2.40 | | |
| (c) | Any Other (specify)- | 30 | 4,107,235 | 4,050,985 | 2.49 | 2.49 | | + |
| (0) | (i) Trusts | 7 | 3,262,136 | 3,262,136 | 1.98 | 1.98 | | |
| | (ii) Non-Resident Individuals | 969 | 1,872,730 | 1,778,308 | 1.13 | 1.13 | | |
| | (iii) Overseas Corporate Bodies | 0 | -,072,700 | - 1,770,000 | 0.00 | 0.00 | | |
| | (iv) Foreign Individuals | 1 | 22,500 | 22,500 | 0.01 | 0.01 | | |
| | Sub-Total (B)(2) | 90,735 | 52,457,609 | 51,068,244 | 31.77 | 31.77 | NA | NA |
| | Total Public Shareholding (B)=(B)(1)+(B)(2) | 90,826 | 109,022,689 | 107,609,074 | 66.04 | 66.04 | NA | NA |
| | TOTAL (A)+(B) | 90,826 | 165,095,597 | 163,681,982 | 100.00 | 100.00 | IVA | NA NA |
| (C) | Shares held by Custodians and against which Depository Receipts | 30,044 | 100,000,001 | 100,001,002 | 100.00 | 100.00 | | NA NA |
| | have been issued | | | | | | NA | |

NA - Not Applicable

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

| Sr. No. | Name of the Shareholder | Total sl | nares 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 (I)(a) |
| (I) | (II) | (III) | (IV) | (V) | (VI) | (VII) |
| A1(a) | Indian Individuals/HUFs & Relatives | , , | , , | , , | ` ′ | , , |
| 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 | 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 | 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 | • | - | - |
| | SUB TOTAL | 7,229,369 | 4.38 | 0 | 0.00 | 0.00 |
| A1(c) | Indian Corporate Bodies/ Trusts/ Partnershi | ps | | | | |
| ` , | 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 | - | - | - |
| | PACE EDUCATION PRIVATE LIMITED | 1,036,650 | 0.63 | - | - | - |
| | SUB TOTAL | 48,843,539 | 29.59 | - | - | - |
| | GRAND TOTAL OF A | 56,072,908 | 33.96 | 0 | 0.00 | 0.00 |

^{*} Having more than one account

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

| SI.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 | Swiftcurrent Offshore Global Limited | 4,575,000 | 2.77 | |
| 3 | Birla Sun Life Insurance Company Limited | 4,485,201 | 2.72 | |
| 4 | Norges Bank A/c Government Petroleum Fund | 4,289,377 | 2.60 | |
| 5 | FIL Trustee Company Pvt Ltd A/c Fidelity Equity Fund | 3,823,623 | 2.32 | |
| 6 | IL & FS Trust Company Limited C/o NIITians Welfare Trust | 3,245,499 | 1.97 | |
| 7 | Phillips Hager And North Overseas Equity Fund | 3,058,200 | 1.85 | |
| 8 | Swiftcurrent Partners Global Limited | 2,925,000 | 1.77 | |
| 9 | The Master Trust Bank of Japan Ltd A/c The Master Trust Bank of Japan, Ltd As Trustee of Blackrock India Equity Fund | 2,833,640 | 1.72 | |
| 10 | DSP Blackrock Equity Fund | 2,802,676 | 1.70 | |
| 11 | Fidelity Funds-Pacific Fund | 2,415,277 | 1.46 | |
| 12 | DSP Blackrock Small & Mid Cap Fund | 2,297,590 | 1.39 | |
| 13 | Fidelity Investment Trust - Fidelity Pacificbasin Fund | 2,112,406 | 1.28 | |
| 14 | Phillips Hager And North Overseas Equity Pension Trust | 2,070,900 | 1.25 | |
| | TOTAL | 51,073,797 | 30.94 | |

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

| SI.No. | | 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 | | | | |
| | TOTAL | | NIL | |

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

TOTAL

| SI. No. | Type of outstanding | Nnumber of | Number of shares | Shares underlying outstanding |
|---------|---------------------------|-------------|------------------|---------------------------------|
| | DR(ADDRs, GDRs,SDR, etc.) | outstanding | underlying | DRs as a percentage of total |
| | | DRs | outstanding DRs | number of shares (I.e. Grand |
| | | | | Total (A)+(B)+(C)indicated in |
| | | | | Statement at para (I)(a) above} |
| | | | | |
| 1 | | NIL | NIL | |
| | | | | |

NIL

NIL

| (II(b) | Statement showing Holding of Depository Receipts (DRs), where underlying shares are in excess of | | | | | | | |
|--------|--------------------------------------------------------------------------------------------------|-----------------------------------------------------|------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------|--|--|--|--|
| | 1% of the total number of shares | | | | | | | |
| SI.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 {l.e.Grand Total(A)+(B)+(C) indicated in statemnet at para (l)(a) above} | | | | |
| 1 | | NIL | NIL | | | | | |
| 2 | | | | | | | | |
| | 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: 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 | Class Y | Class Z | | As a % age of (A+B) | As a % age of (A+B+C) |
| (I) | (II) | (III) | (IV) | (V) | (VI) | (VII) | (VIII) |
| Α | | | | | | | |
| В | | | | | | | |
| _C | | | | | | | |
| | TOTAL | | | | | | |

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