

**October 13, 2011**

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

The Secretary  
**National Stock Exchange of India Ltd**  
Exchange Plaza,  
5<sup>th</sup> Floor, Plot no C/1, G Block,  
Bandra Kurla Complex,  
Bandra (East),  
Mumbai 400 051.

Dear Sir,

**Sub.: Submission of Shareholding pattern pursuant to clause 35 for the quarter ended September 30, 2011**

This bears reference to the captioned matter above regarding the requirement of submission of Shareholding pattern pursuant to clause 35 of the Listing Agreement.

Please find enclosed herewith the Shareholding Pattern for the quarter ended September 30, 2011, as per Clause 35 of the Listing Agreement.

Kindly acknowledge the receipt of the same.

This is for your information and records.

Thanking you,

Yours truly,  
for **NIIT Technologies Limited**



*Onkarnath Banerjee*  
*Company Secretary & Legal Head*

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

<b>Name of the Company: NIIT Technologies Limited</b>				
Address - Registered Office: B-234, Okhla Phase-1, New Delhi - 110 020				
Scrip Code: NIITTECH		Name of the Scrip- NIIT Technologies Ltd-Equity Shares		
Quarter ended:	30-Sep-2011		Class of Security - Equity Shares F. V. Rs. 10/- each	
	<b>Partly paid up shares:-</b>	<b>No. of partly paid-up shares</b>	<b>As a % of total no. of partly paid-up shares</b>	<b>As a % of total no. of partly paid-up shares of the company</b>
i	Held by promoter/promoter group	NA		
ii	Held by public	NA		
	<b>Total</b>	NA		
	<b>Outstanding convertible securities:-</b>	<b>No. of outstanding securities</b>	<b>As a % of total no. of outstanding convertible securities</b>	<b>As a % of total no. of shares of the company, assuming full conversion of the convertible securities</b>
i	Held by promoter/promoter group	NA		
ii	Held by public	NA		
	<b>Total</b>	NA		
	<b>Warrants:-</b>	<b>No. of warrants</b>	<b>As a % of total no. of warrants</b>	<b>As a % of total no. of shares of the company, assuming full conversion of warrants</b>
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>	59,340,894	593,408,940	

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**NIIT Technologies Ltd.**


B-1/H-9 Colosseum, Mohan Co-operative Industrial Area, Mathura Road, New Delhi 110 044, India. Tel: +91 (11) 40570700  
 Fax: +91 (11) 40570933; www.niit-tech.com  
 Registered Office: B-234, Okhla Phase-1, New Delhi 110020, India

(I) (a) Statement showing Shareholding Pattern

Quarter ended: Category Code	Category of Shareholder	30-Sep-2011		Class of Security - Equity Shares			Shares Pledged or otherwise encumbered	
		Number of shareholders	Total number of Shares	Number of shares held in dematerialized 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
<b>(A)</b>	Shareholding of Promoter and Promoter Group							
(1)	<b>Indian</b>							
(a)	Individuals/Hindu undivided Family	6	1,928,885	1,928,885	3.25	3.25	-	-
(b)	Central Government/State Government(s)							
(c)	Bodies Corporate	4	21,354,595	21,354,595	35.99	35.99	14,493,390	67.87
(d)	Financial Institutions/ Banks							
(e)	Any Other (specify)							
	<b>Sub-Total (A)(1)</b>	<b>10</b>	<b>23,283,480</b>	<b>23,283,480</b>	<b>39.24</b>	<b>39.24</b>	<b>14,493,390</b>	<b>62.25</b>
(2)	<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>10</b>	<b>23,283,480</b>	<b>23,283,480</b>	<b>39.24</b>	<b>39.24</b>	<b>14,493,390</b>	<b>62.25</b>
<b>(B)</b>	<b>Public Shareholding</b>						<b>NA</b>	<b>NA</b>
(1)	<b>Institutions</b>							
(a)	Mutual Funds/UTI	36	6,391,630	6,390,002	10.77	10.77		
(b)	Financial Institutions/Banks	12	65,637	64,963	0.11	0.11		
(c)	Central Government/State Government(s)	1	75	75	0.00	0.00		
(d)	Venture Capital Funds							
(e)	Insurance Companies	5	867,638	867,638	1.46	1.46		
(f)	Foreign Institutional Investors	96	14,066,789	14,061,823	23.71	23.71		
(g)	Foreign Venture Capital Investors							
	<b>Sub Total (B)(1)</b>	<b>150</b>	<b>21,391,769</b>	<b>21,384,501</b>	<b>36.05</b>	<b>36.05</b>	<b>NA</b>	<b>NA</b>
(2)	<b>Non-Institutions</b>							
(a)	Bodies Corporate	1,168	3,703,457	3,696,886	6.24	6.24		
(b)	Individuals-							
	i) Individual shareholders holding nominal share capital upto Rs. 1 Lakh	55,849	8,162,387	7,827,112	13.76	13.76		
	ii) Individual shareholders holding nominal share capital in excess of Rs. 1 Lakh*	73	2,258,864	2,216,780	3.81	3.81		
(c)	Any Other (specify)-							
	i) Trusts	2	10	10	0.00	0.00		
	iii) Non-Resident Individuals	902	516,177	487,783	0.87	0.87		
	(m) Foreign Individual	2	24,750	17,550	0.04	0.04		
	(iv) Overseas Corporate Bodies	-	-	-	-	-		
	<b>Sub-Total (B)(2)</b>	<b>57,996</b>	<b>14,665,645</b>	<b>14,246,121</b>	<b>24.71</b>	<b>24.71</b>		
	<b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	<b>58,146</b>	<b>36,057,414</b>	<b>35,630,622</b>	<b>60.76</b>	<b>60.76</b>	<b>-</b>	<b>0</b>
	<b>TOTAL (A)+(B)</b>	<b>58,156</b>	<b>59,340,894</b>	<b>58,914,102</b>	<b>100.00</b>	<b>100.00</b>	<b>14,493,390</b>	<b>24.42</b>
<b>(C)</b>	<b>Shares held by Custodians and against which Depository Receipts have been issued</b>							
1	Promoter and Promoter Group	-	-	-	-	-	-	0
2	Public	-	-	-	-	-	-	0
	<b>Grand Total (A)+(B)+(C)</b>	<b>58,156</b>	<b>59,340,894</b>	<b>58,914,102</b>	<b>100.00</b>	<b>100.00</b>	<b>14,493,390</b>	<b>24.42</b>

NA- Not applicable

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

Quarter ended: **30-Sep-11**

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 (I)(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	604,390	1.02	0.00	0.00	0.00
2	R S PAWAR KARTA	759	0.00	0.00	0.00	0.00
3	NEETI PAWAR & RAJENDRA S PAWAR	858,022	1.45	0.00	0.00	0.00
4	VIJAY KUMAR THADANI & RENUKA VIJAY THADANI	110,274	0.19	0.00	0.00	0.00
5	RENUKA VIJAY THADANI & VIJAY KUMAR THADANI	354,681	0.60	0.00	0.00	0.00
6	V K THADANI KARTA	759	0.00	0.00	0.00	0.00
	<b>SUB TOTAL</b>	<b>1,928,885</b>	<b>3.25</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
<b>A1(c)</b>	<b>Indian Corporate Bodies/ Trusts/ Partnerships</b>					
1	SCANTECH EVALUATION SERVICES LTD	14,493,480	24.42	14,493,390	99.999	24.42
2	PACE SERVICES LTD	2,931,829	4.94	0.00	0.00	0.00
3	GLOBAL SOLUTIONS PRIVATE LIMITED	1,068,375	1.80	0.00	0.00	0.00
4	GLOBAL SOLUTIONS PRIVATE LIMITED	2,860,911	4.82	0.00	0.00	0.00
	<b>SUB TOTAL</b>	<b>21,354,595</b>	<b>35.99</b>	<b>14,493,390</b>	<b>67.87</b>	<b>24.42</b>
	<b>GRAND TOTAL OF A(1)</b>	<b>23,283,480</b>	<b>39.24</b>	<b>14,493,390</b>	<b>62.25</b>	<b>24.42</b>

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(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: **30-Sep-11**

Sl.No.	Name of the Shareholder	Number of Shares	Shares as a percentage of total number of Shares (i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above)
1	Fidelity Management And Research Company A/c Fidelity Advisor Series 1 Fidelity Advisor Small Cap Fund	3,717,882	6.27
2	Blackrock India Equity Fund (Mauritius) Limited	2,472,936	4.17
3	Morgan Stanley Mauritius Company Limited	1,398,809	2.36
4	HDFC Trustee Company Ltd-A/C HDFC Mid -Cap Opportunities Fund	1,294,000	2.18
5	AKM Systems Pvt Ltd.	1,246,644	2.10
6	UTI -Dividend Yield Fund	1,110,000	1.87
7	Life Insurance Corporation of India	896,211	1.17
8	UTI -Balanced Fund UTI Mutual Fund	617,486	1.04
	<b>Total</b>	<b>12,553,968</b>	<b>21.16</b>

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

Sl.No.	Name of Shareholder	Category of Shareholder (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(I) (a) above)
1				
	<b>TOTAL</b>		<b>NIL</b>	

(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 (I)(a) above)
1		NIL		
2				
	<b>TOTAL</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	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 (I)(a) above)
1		NIL		
2				
	<b>TOTAL</b>	<b>NIL</b>		

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(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:		Not applicable					
Quarter ended:		30-Sep-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							
B		NOT APPLICABLE					
C							
	TOTAL						

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

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