

**(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			
<b>Scrip Code: NIITTECH</b>		<b>Name of the Scrip- NIIT Technologies Ltd-Equity Shares</b>	
<b>Quarter ended:</b>	<b>30-Jun-2011</b>		<b>Class of Security - Equity Shares F. V. Rs. 10/- each</b>

	<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>	59,299,079	592,990,790	

For NIIT Technologies Ltd.

**Onkarnath Banerjee**  
**Company Secretary & Legal Counsel**

July 8, 2011

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

Quarter ended:		30-Jun-2011	Class of Security - Equity Shares				Shares Pledged or otherwise encumbered	
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		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							
<b>(1)</b>	<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	10	21,354,595	21,354,505	36.01	36.01	14,493,390	67.87
(d)	Financial Institutions/ Banks							
(e)	Any Other (specify)							
	<b>Sub-Total (A)(1)</b>	<b>16</b>	<b>23,283,480</b>	<b>23,283,390</b>	<b>39.26</b>	<b>39.26</b>	<b>14,493,390</b>	<b>62.25</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>16</b>	<b>23,283,480</b>	<b>23,283,390</b>	<b>39.26</b>	<b>39.26</b>	<b>14,493,390</b>	<b>62.25</b>
<b>(B)</b>	<b>Public Shareholding</b>						<b>NA</b>	<b>NA</b>
<b>(1)</b>	<b>Institutions</b>							
(a)	Mutual Funds/UTI	40	4,984,470	4,982,842	8.41	8.41		
(b)	Financial Institutions/Banks	14	117,597	116,923	0.20	0.20		
(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	97	13,802,429	13,797,463	23.28	23.28		
(g)	Foreign Venture Capital Investors							
	<b>Sub Total (B)(1)</b>	<b>157</b>	<b>19,772,209</b>	<b>19,764,941</b>	<b>33.34</b>	<b>33.34</b>	<b>NA</b>	<b>NA</b>
<b>(2)</b>	<b>Non-Institutions</b>						<b>NA</b>	<b>NA</b>
(a)	Bodies Corporate	1,258	3,494,903	3,488,332	5.89	5.89		
(b)	Individuals-							
	i). Individual shareholders holding nominal share capital upto Rs.1 Lakh	61,345	9,466,381	9,126,820	15.96	15.96		
	ii). Individual shareholders holding nominal share capital in excess of Rs.1 Lakh*	90	2,568,170	2,526,086	4.33	4.33		
(c)	Any Other (specify)-							
	(i) Trusts	3	2,455	2,455	0.00	0.00		
	(ii) Non-Resident Individuals	1,111	686,731	659,587	1.16	1.16		
	(iii) Foreign Individual	2	24,750	17,550	0.04	0.04		
	(iv) Overseas Corporate Bodies	-	-	-	-	-		
	<b>Sub-Total (B)(2)</b>	<b>63,809</b>	<b>16,243,390</b>	<b>15,820,830</b>	<b>27.39</b>	<b>27.39</b>		
	<b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	<b>63,966</b>	<b>36,015,599</b>	<b>35,585,771</b>	<b>60.74</b>	<b>60.74</b>	<b>-</b>	<b>0</b>
	<b>TOTAL (A)+(B)</b>	<b>63,982</b>	<b>59,299,079</b>	<b>58,869,161</b>	<b>100.00</b>	<b>100.00</b>	<b>14,493,390</b>	<b>24.44</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>63,982</b>	<b>59,299,079</b>	<b>58,869,161</b>	<b>100.00</b>	<b>100.00</b>	<b>14,493,390</b>	<b>24.44</b>

NA- Not applicable

For NIIT Technologies Ltd.

Onkarnath Banerjee  
Company Secretary & Legal Counsel

July 8, 2011

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

Quarter ended:	30-Jun-11
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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	14,493,390	24.44	14,493,390	100.00	24.44
2	SCANTECH EVALUATION SERVICES LTD & R S PAWAR	15	0.00	0.00	0.00	0.00
3	SCANTECH EVALUATION SERVICES LTD & V K THADANI	15	0.00	0.00	0.00	0.00
4	SCANTECH EVALUATION SERVICES LTD & P RAJENDRAN	15	0.00	0.00	0.00	0.00
5	SCANTECH EVALUATION SERVICES LTD & ARVIND THAKUR	15	0.00	0.00	0.00	0.00
6	SCANTECH EVALUATION SERVICES LTD & ASHOK ARORA	15	0.00	0.00	0.00	0.00
7	SCANTECH EVALUATION SERVICES LTD & K K DARBHA	15	0.00	0.00	0.00	0.00
8	PACE SERVICES LTD.	2,931,829	4.94	0.00	0.00	0.00
9	GLOBAL SOLUTIONS PRIVATE LIMITED	1,068,375	1.80	0.00	0.00	0.00
10	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>36.01</b>	<b>14,493,390</b>	<b>67.87</b>	<b>24.44</b>
	<b>GRAND TOTAL OF A(1)</b>	<b>23,283,480</b>	<b>39.26</b>	<b>14,493,390</b>	<b>62.25</b>	<b>24.44</b>

For NIIT Technologies Ltd.

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**Company Secretary & Legal Counsel**

July 8, 2011

**(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-Jun-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	2,268,466	3.83
3	Morgan Stanley Mauritius Company Limited	1,511,166	2.55
4	AKM Systems Pvt Ltd.	1,246,644	2.10
5	UTI -Dividend Yield Fund	1,110,000	1.87
6	UTI -Balanced Fund UTI Mutual Fund	806,821	1.36
7	Life Insurance Corporation of India	696,211	1.17
8	Stichting Shell Pensioenfond	686,849	1.16
	<b>Total</b>	<b>12,044,039</b>	<b>20.31</b>

**(1)(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(1) (a) above)
1			NIL	
	<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.)	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		
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 statemnet at para (I)(a) above)
1		NIL		
2				
	<b>TOTAL</b>	<b>NIL</b>		

For NIIT Technologies Ltd.

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July 8, 2011

**(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-Jun-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

For NIIT Technologies  
Ltd.

Onkarnath Banerjee  
Company Secretary & Legal Counsel

July 8, 2011