

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

Name of the Company: <b>GI Engineering Solutions Limited</b> Scrip Code: <b>533048</b> Symbol: <b>GISOLUTION</b> Name of the Scrip, class of securities: <b>Equity</b> Quarter ended: <b>December 31, 2010</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 shares of the company</b>
Held by promoter/promoter group	Nil	Nil	Nil
Held by public	Nil	Nil	Nil
<b>Total</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<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>
Held by promoter/promoter group	Nil	Nil	Nil
Held by public	Nil	Nil	Nil
<b>Total</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<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>
Held by promoter/promoter group	Nil	Nil	Nil
Held by public	Nil	Nil	Nil
<b>Total</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>Total paid -up capital of the company assuming full conversion of warrants and convertible securities</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

Category code (I)	Category of shareholder (II)	Number of shareholders (III)	Total number of shares (IV)	Number of shares held in Dematerialised Form (V)	Total Shareholding as a % of Total Number of Shares.		Shares Pledged or otherwise encumbered	
					% of (A+B) (VI)	% of (A+B+C) (VII)	Number of shares (VIII)	As a percentage (IX)= (VIII)/(IV)* 100
(A)	Shareholding of Promoter and Promoter Group							
1	Indian							
(a)	Individuals/ Hindu Undivided Family	0	0	0	0.00	0.00	0	0
(b)	Central Government/ State Government(s)	0	0	0	0.00	0.00	0	0
(c)	Bodies Corporate including Associates	0	0	0	0.00	0.00	0	0
(d)	Financial Institutions/ Banks	0	0	0	0.00	0.00	0	0
(e)	Any Other (Directors & their Relatives)	3	246711	196511	2.86	2.86	0	0
	<b>Sub-Total (A)(1)</b>	<b>3</b>	<b>246711</b>	<b>196511</b>	<b>2.86</b>	<b>2.86</b>	<b>0</b>	<b>0</b>
2	Foreign							
(a)	Individuals (Non- Resident Individuals) Director	1	1765000	1765000	20.50	20.50	0	0
(b)	Bodies Corporate	2	1383466	1383466	16.06	16.06	0	0.00
(c)	Institutions	0	0	0	0.00	0.00	0	0
(d)	Any Other (specify)	0	0	0	0.00	0.00	0	0
	<b>Sub-Total (A)(2)</b>	<b>3</b>	<b>3148466</b>	<b>3148466</b>	<b>36.56</b>	<b>36.56</b>	<b>0</b>	<b>0.00</b>
	<b>Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)</b>	<b>6</b>	<b>3395177</b>	<b>3344977</b>	<b>39.42</b>	<b>39.42</b>	<b>0</b>	<b>0.00</b>
(B)	Public Shareholding							
1	Venture Capital Funds							
(a)	Mutual Funds/ UTI	4	4050	0	0.05	0.05		
(b)	Financial Institutions/ Banks	0	0	0	0.00	0.00		
(c)	Central Government/ State Government(s)	0	0	0	0.00	0.00		
(d)	Venture Capital Funds	0	0	0	0.00	0.00		
(e)	Insurance Companies	0	0	0	0.00	0.00		
(f)	Foreign Institutional Investors	0	0	0	0.00	0.00		
(g)	Foreign Venture Capital Investors	0	0	0	0.00	0.00		
(h)	Any Other (specify)	0	0	0	0.00	0.00		
	<b>Sub-Total (B)(1)</b>	<b>4</b>	<b>4050</b>	<b>0</b>	<b>0.05</b>	<b>0.05</b>		
2	Non-institutions							
(a)	Bodies Corporate	237	800508	797123	9.30	9.30		
(b)	Individuals							
(i)	Individual shareholders holding nominal share capital up to Rs. 1 lakh	3766	2081356	2061310	24.17	24.17		
(ii)	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	43	1035824	1035824	13.15	13.15		
(c)	Any Other (specify)							
	Foreign National	0	0	0	0	0		
	Clearing Members	24	24666	24666	0.29	0.29		
	Non Resident Indians	19	60185	60185	0.70	0.70		
	Independent Directors & their Relatives	3	12978	12777	0.15	0.15		
	OCB	1	25	0	0.00	0.00		
	Genesys Technologies Employees Welfare Trust	1	96962	0.00	1.13	1.13		
	GI Engineering Employees Welfare Trust	1	147	0	0.00	0.00		
	Foreign Company	1	1100000	0	12.77	12.77		
	<b>Sub-Total(B)(2)</b>	<b>4096</b>	<b>5212651</b>	<b>3991885</b>	<b>60.53</b>	<b>60.53</b>		
	<b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>	<b>4100</b>	<b>5216701</b>	<b>3991885</b>	<b>60.58</b>	<b>60.58</b>	NA	NA
	<b>TOTAL(A)+(B)</b>	<b>4106</b>	<b>8611878</b>	<b>7336862</b>	<b>100.00</b>	<b>100.00</b>		
(C)	Shares held by Custodians and against which Depository Receipts have been issued							
(1)	Promoter and Promoter Group	Nil	Nil	Nil	NA	Nil	NA	NA
(2)	Public	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	<b>GRAND TOTAL (A)+(B)+(C)</b>	<b>4106</b>	<b>8611878</b>	<b>7336862</b>	<b>100.00</b>	<b>100.00</b>	<b>0</b>	<b>0.00</b>

**GI ENGINEERING SOLUTIONS LIMITED**

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

Sr. No.	Name of the shareholder	Total Shares held		Shares pledged or otherwise		
		Number	As a % of grand total (A)+(B)+(C)	Number	As a percentage	As a % of Grand total (A+B+C)
1	Mr. Sohel Malik	1765000	20.50	0	0	0
2	Kilam Holdings Ltd	1378405	16.00	0	0	0
3	Kadam Holding Ltd	5061	0.06	0	0	0
4	Mr. Sajid Malik	125772	1.46	0	0	0
5	Mrs. Saroja Malik	120239	1.39	0	0	0
6	Mrs. Saroja Malik jointly with Mr. Sajid Malik	700	0.01	0	0	0
<b>TOTAL</b>		<b>3395177</b>	<b>39.42</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>

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

Sr. No.	Name of the shareholder	Number of shares	Shares as a % of total number of shares
1	M/s. Fortune Private Equity LLC	1100000	12.77
2	Magic Share Traders Limited	115000	1.34
3	Genesys Tech Empl welfare Trust	96962	1.12
4	Uma Agarwal	90000	1.05
5	BP Wealth Management Private Limited	87000	1.01
<b>TOTAL</b>		<b>1488962</b>	<b>17.28</b>

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

Sr. No.	Name of the shareholder	Category of Shareholders (Promoter / Public)	Number of locked-in shares	Locked-in shares as a % of total number of shares
1	M/s. Fortune Private Equity LLC	Public	1100000	12.77
<b>TOTAL</b>				

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

Sr. No.	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of outstanding DRs	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a % of total number of shares
1	NIL	NIL	NIL	NIL
<b>TOTAL</b>				

(II)(b) **Statement showing Holding of Depository Receipts (DRs) where underlying shares held by 'promoter/promoter group' in excess of 1% of the total number of shares**

Sr. 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 % of total number of shares
1	NIL	NIL	NIL	NIL
<b>TOTAL</b>				

**GI ENGINEERING SOLUTIONS LIMITED**

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

**Shareholding Pattern as on 31.12.2010**

**Scrip Code : 533048**

**Symbol : GI SOLUTION**

Category code (I)	Category of shareholder (II)	No. of Voting Rights held in each class of securities			Total Voting Rights (III+IV+V)	Total Shareholding as a percentage of total number of shares	
		Class X (III)	Class Y (IV)	Class Z (V)		As a percentage of (A+B) (VII)	As a percentage of (A+B+C) (VIII)
(A)	<b>Shareholding of Promoter and Promoter Group</b>						
1	<b>Indian</b>						
	(a)	Individuals/ Hindu Undivided Family					
	(b)	Central Government/ State Government(s)					
	(c)	Bodies Corporate including Associates					
	(d)	Financial Institutions/ Banks					
	(e)	Any Other (Directors & their Relatives)					
		<b>Sub-Total (A)(1)</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>	<b>NA</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>NA</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>
		<b>Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>
(B)	<b>Public Shareholding</b>						
1	<b>Institutions</b>						
	(a)	Mutual Funds/ UTI					
	(b)	Financial Institutions/ Banks					
	(c)	Central Government/ State Government(s)					
	(d)	Venture Capital Funds					
	(e)	Insurance Companies					
	(f)	Foreign Institutional Investors					
	(g)	Foreign Venture Capital Investors					
	(h)	Any Other (specify)					
		<b>Sub-Total (B)(1)</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>
2	<b>Non-institutions</b>						
	(a)	Bodies Corporate					
	(b)	Individuals					
	(i)	Individual shareholders holding nominal share capital up to Rs. 1 lakh					
	(ii)	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh					
	(c)	Any Other (specify)					
		Foreign National					
		Clearing Members					
		Non Resident Indians					
		Independent Directors & their Relatives					
		OCB					
		Genesys Technologies Employees Welfare Trust					
		<b>Sub-Total(B)(2)</b>					
		<b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>
		<b>TOTAL(A)+(B)</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>
(C)	<b>Shares held by Custodians and against which Depository Receipts have been issued</b>						
		<b>GRAND TOTAL (A)+(B)+(C)</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>