

**(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, 2011</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 asuming 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		0.00	0.00	0	0.00
(b)	Central Government/ State Government(s)	0	0	0	0.00	0.00	0	0.00
(c)	Bodies Corporate including Associates	0	0	0	0.00	0.00	0	0.00
(d)	Financial Institutions/ Banks	0	0	0	0.00	0.00	0	0.00
(e)	Any Other (Directors & their Relatives)	3	246711	246711	2.86	2.86	0	0.00
	<b>Sub-Total (A)(1)</b>	<b>3</b>	<b>246711</b>	<b>246711</b>	<b>2.86</b>	<b>2.86</b>	<b>0</b>	<b>0.00</b>
2	Foreign							
(a)	Individuals (Non- Resident Individuals) Director	1	1765000	1765000	20.49	20.49	0	0.00
(b)	Bodies Corporate	2	1383466	1383466	16.06	16.06	0	0.00
(c)	Institutions	0	0	0	0.00	0.00	0	0.00
(d)	Any Other (specify)	0	0	0	0.00	0.00	0	0.00
	<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>3395177</b>	<b>39.42</b>	<b>39.42</b>	<b>0</b>	<b>0.00</b>
(B)	Public Shareholding						NA	NA
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						NA	NA
(a)	Bodies Corporate	191	622461	619076	7.23	7.23		
(b)	Individuals							
(i)	Individual shareholders holding nominal share capital up to Rs. 1 lakh	3743	2225092	2206049	25.84	25.84		
(ii)	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	46	1092617	1092617	12.69	12.69		
(c)	Any Other (specify)							
	Foreign National	0	0	0	0.00	0.00		
	Clearing Members	7	8847	8847	0.10	0.10		
	Non Resident Indians	18	53522	53522	0.62	0.62		
	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	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>4012</b>	<b>5212651</b>	<b>3992888</b>	<b>60.53</b>	<b>60.53</b>		
	<b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>	<b>4016</b>	<b>5216701</b>	<b>3992888</b>	<b>60.58</b>	<b>60.58</b>	NA	NA
	<b>TOTAL(A)+(B)</b>	<b>4022</b>	<b>8611878</b>	<b>7388065</b>	<b>100.00</b>	<b>100.00</b>		
(C)	Shares held by Custodians and against which Depository Receipts have been issued				NA		NA	NA
(1)	Promoter and Promoter Group	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(2)	Public	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	<b>GRAND TOTAL (A)+(B)+(C)</b>	<b>4022</b>	<b>8611878</b>	<b>7388065</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. (I)	Name of the shareholder (II)	Total Shares held		Shares pledged or otherwise encumbered			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	
		Number (III)	As a % of grand total (A)+(B)+(C) (IV)	Number (V)	As a percentage (VI)=(V/VIII)*100 (VII)	As a % of Grand total (A+B+C) of sub-clause (i)(a)(VII)	Number of Warrants Held (VIII)	As a % total number of warrants of the same class (IX)	Number of convertible securities held (X)	As a % total number of convertible securities of the same class (XI)	As a % total number of convertible securities of the same class (XI)	(XII)
1	Mr. Sohel Malik	1765000	20.49	0	0	0						
2	Kilam Holdings Ltd	1378405	16.01	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	1.40	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>						

Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category

(I)(c)(i) "Public" and holding more than 1% of the total number of shares

Sr. No. (I)	Name of the shareholder (II)	Number of shares held	Shares as a % of total number of shares (IV)	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	
				Number of warrants held	As a % total	Number of convertible securities held	% w.r.t total number		
1	M/s. Fortune Private Equity LLC	1100000	12.77						
2	E.P. Equities Private Limited	98000	1.14						
3	Genesys Technologies Employees Welfare Trust	96962	1.13						
4	Uma Agarwal	90000	1.05						
	<b>TOTAL</b>	<b>1384962</b>	<b>16.08</b>						

(I)(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

Sr. No. (I)	Name(s) of the shareholder(s) and Persons Acting Concert (PAC) with them	Number of shares held	Shares as a percentage of total number of shares [i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (i)(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	
				Number of warrants held	As a % total	Number of convertible securities held	% w.r.t total number		
1	M/S Fortune Private Equity LLC	1100000	12.77						
2									
3									
	<b>TOTAL</b>	<b>1100000</b>	<b>12.77</b>						

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

Sr. No. (I)	Name of the shareholder (II)	Category of Shareholders (Promoter / Public) (III)	Number of locked-in shares (IV)	Locked-in shares as a % of total number of shares (VI)
1	NIL	NIL	NIL	NIL
	<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.)	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	NIL
	<b>TOTAL</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.

Shareholding Pattern as on 31.12.2011

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)	Shareholding of Promoter and Promoter Group						
1	Indian						
	(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>	NA	NA	NA	NA	NA	NA
2	Foreign						
	(a) Individuals (Non- Resident Individuals/ Foreign Individuals)						
	(b) Bodies Corporate						
	(c) Institutions						
	(d) Any Other (specify)						
	<b>Sub-Total (A)(2)</b>	NA	NA	NA	NA	NA	NA
	<b>Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)</b>	NA	NA	NA	NA	NA	NA
(B)	Public Shareholding						
1	Institutions						
	(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>	NA	NA	NA	NA	NA	NA
2	Non-institutions						
	(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						
	Foreign Company						
	<b>Sub-Total(B)(2)</b>						
	<b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>	NA	NA	NA	NA	NA	NA
	<b>TOTAL(A)+(B)</b>	NA	NA	NA	NA	NA	NA
(C)	Shares held by Custodians and against which Depository Receipts have been issued						
	<b>GRAND TOTAL (A)+(B)+(C)</b>	NA	NA	NA	NA	NA	NA

