

Introductory sub-table (I)(a)

|  |   |  |  |
|--|---|--|--|
| <b>Name of the Company: IL&amp;FS Engineering and Construction Company Limited</b>                           |   |  |  |
| <b>Scrip Code, Name of the scrip, class of security: 532907, ILFSENGG,</b>                                   |   |  |  |
| <b>Shareholding pattern for the quarter ended 31.03.2014</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  |   |  | 0  |
| Held by public   |   |  | 0  |
| <b>Total - A</b>   | <b>0</b>  |  | <b>0</b>   |
|  |   |  |  |
| <b>Outstanding convertible securities:</b>   | <b>No. of outstanding securities (Refer Note:1)</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 (Refer Note:2)</b> |
| Held by promoter/promoter group  | 0   |  | 0  |
| Held by public   | 0   |  | 0  |
| <b>Total - B</b>   | <b>0</b>  |  | <b>0.00</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  | 0   |  | 0  |
| Held by public   | 0   |  | 0  |
| <b>Total - C</b>   | <b>0</b>  |  | <b>0</b>   |
|  |   |  |  |
| <b>Total paid-up capital of the company, assuming full conversion of warrants and convertible securities</b> | <b>89787243</b>                                     |  |  |

For IL&FS ENGINEERING AND CONSTRUCTION COMPANY LIMITED

  
 G. VENKATESWAR REDDY  
 COMPANY SECRETARY

| Statement Showing Shareholding Pattern |   |                        |                        |  |                                       |  |                  |  |  |
|--|---|------------------------|------------------------|--|---------------------------------------|--|------------------|--|--|
| Category code                          | Category of Shareholder   | Number of Shareholders | Table (I)(a)           |  |                                       | Total shareholding as a percentage of total number of shares |                  | Shares Pledged or otherwise encumbered |  |
|  |   |                        | Total number of shares | Number of shares held in dematerialized form | As a percentage of (A+B) <sup>1</sup> | 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   |                        |                        |  |                                       |  |                  |  |  |
| 1                                      | Indian  |                        |                        |  |                                       |  |                  |  |  |
| (a)                                    | Individuals/ Hindu Undivided Family   |                        |                        |  | 0.00                                  | 0.00   |                  |  |  |
| (b)                                    | Central Government/ State Government(s)   |                        |                        |  | 0.00                                  | 0.00   |                  |  |  |
| (c)                                    | Bodies Corporate  | 4                      | 26742631               | 26742631                                     | 29.78                                 | 29.78  | 13245250         | 49.53                                  |  |
| (d)                                    | Financial Institutions/ Banks   |                        |                        |  | 0.00                                  | 0.00   |                  |  |  |
| (e)                                    | Any Others(Specify)   |                        |                        |  | 0.00                                  | 0.00   |                  |  |  |
| (e-i)                                  |   |                        |                        |  | 0.00                                  | 0.00   |                  |  |  |
| (e-ii)                                 |   |                        |                        |  | 0.00                                  | 0.00   |                  |  |  |
|  | Sub Total(A)(1)   | 4                      | 26742631               | 26742631                                     | 29.78                                 | 29.78  | 13245250         | 49.53                                  |  |
| 2                                      | Foreign   |                        |                        |  |                                       |  |                  |  |  |
| a                                      | Individuals (Non-Residents Individuals/ Foreign Individuals)                          |                        |                        |  | 0.00                                  | 0.00   |                  |  |  |
| b                                      | Bodies Corporate  |                        |                        |  | 0.00                                  | 0.00   |                  |  |  |
| c                                      | Institutions  |                        |                        |  | 0.00                                  | 0.00   |                  |  |  |
| d                                      | Qualified Foreign Investor  |                        |                        |  | 0.00                                  | 0.00   |                  |  |  |
| e                                      | Any Others(Specify)   |                        |                        |  | 0.00                                  | 0.00   |                  |  |  |
| e-i                                    |   |                        |                        |  | 0.00                                  | 0.00   |                  |  |  |
| e-ii                                   |   |                        |                        |  | 0.00                                  | 0.00   |                  |  |  |
|  | Sub Total(A)(2)   | 0                      | 0                      | 0  | 0.00                                  | 0.00   | 0                |  |  |
|  | Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)                  | 4                      | 26742631               | 26742631                                     | 29.78                                 | 29.78  | 13245250         | 49.53                                  |  |
| (B)                                    | Public shareholding   |                        |                        |  |                                       |  |                  |  |  |
| 1                                      | Institutions  |                        |                        |  |                                       |  |                  |  |  |
| (a)                                    | Mutual Funds/ UTI   | 1                      | 739                    | 739  | 0.00                                  | 0.00   |                  |  |  |
| (b)                                    | Financial Institutions/ Banks   | 11                     | 15498066               | 15498066                                     | 17.26                                 | 17.26  |                  |  |  |
| (c)                                    | Central Government/ State Government(s)   |                        |                        |  | 0.00                                  | 0.00   |                  |  |  |
| (d)                                    | Venture Capital Funds   |                        |                        |  | 0.00                                  | 0.00   |                  |  |  |
| (e)                                    | Insurance Companies   |                        |                        |  | 0.00                                  | 0.00   |                  |  |  |
| (f)                                    | Foreign Institutional Investors   | 1                      | 360                    | 360  | 0.00                                  | 0.00   |                  |  |  |
| (g)                                    | Foreign Venture Capital Investors   |                        |                        |  | 0.00                                  | 0.00   |                  |  |  |
| (h)                                    | Qualified Foreign Investor  |                        |                        |  | 0.00                                  | 0.00   |                  |  |  |
| (i)                                    | Any Other (specify)   |                        |                        |  | 0.00                                  | 0.00   |                  |  |  |
| (i-i)                                  |   |                        |                        |  |                                       |  |                  |  |  |
| (i-ii)                                 |   |                        |                        |  |                                       |  |                  |  |  |
|  | Sub-Total (B)(1)  | 13                     | 15499165               | 15499165                                     | 17.26                                 | 17.26  |                  |  |  |
| B 2                                    | Non-institutions  |                        |                        |  |                                       |  |                  |  |  |
| (a)                                    | Bodies Corporate  | 486                    | 37439129               | 37439129                                     | 41.70                                 | 41.70  |                  |  |  |
| (b)                                    | Individuals   |                        |                        |  |                                       |  |                  |  |  |
| I                                      | Individuals -i. Individual shareholders holding nominal share capital up to Rs 1 lakh | 33011                  | 3663975                | 3662744                                      | 4.08                                  | 4.08   |                  |  |  |
| II                                     | ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.    | 67                     | 6187835                | 3375835                                      | 6.89                                  | 6.89   |                  |  |  |
| (c)                                    | Any Other (specify)   |                        |                        |  |                                       |  |                  |  |  |
| (c-i)                                  | Clearing Members  | 74                     | 34884                  | 34884  | 0.04                                  | 0.04   |                  |  |  |
| (c-ii)                                 | Non Resident Indians  | 232                    | 214606                 | 214606                                       | 0.24                                  | 0.24   |                  |  |  |
| (c-iii)                                | Trusts  | 3                      | 5018                   | 5018   | 0.01                                  | 0.01   |                  |  |  |
|  | Sub-Total (B)(2)  | 33873                  | 47545447               | 44732216                                     | 52.95                                 | 52.95  |                  |  |  |
| (B)                                    | Total Public Shareholding (B)= (B)(1)+(B)(2)  | 33886                  | 63044612               | 60231381                                     | 70.22                                 | 70.22  |                  |  |  |
|  | TOTAL (A)+(B)   | 33890                  | 89787243               | 86974012                                     | 100.00                                | 100.00   | 13245250         | 14.75                                  |  |
| (C)                                    | Shares held by Custodians and against which Depository Receipts have been issued      |                        |                        |  |                                       |  |                  |  |  |
| 1                                      | Promoter and Promoter Group   | 0                      | 0                      | 0  | 0                                     | 0.00   | 0                |  |  |
| 2                                      | Public  |                        |                        |  | 0                                     | 0.00   | 0                |  |  |
|  | Sub-Total (C)   | 0                      | 0                      | 0  | 0                                     | 0  | 0                |  |  |
|  | GRAND TOTAL (A)+(B)+(C)   | 33890                  | 89787243               | 86974012                                     | 100                                   | 100.00   | 13245250         | 14.75                                  |  |

For IL&FS ENGINEERING AND CONSTRUCTION COMPANY LIMITED



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(D)(b) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Promoter and Promoter Group"

| Sr. No. | Name of the shareholder                           | Details of Shares held |                                       | Encumbered shares (*) |  | 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 shares held  | As a % of grand total (A) + (B) + (C) | No.                   | As a percentage (V) = (VI) / (III) * 100 | As a % of grand total (A) + (B) + (C) of sub-clause (f)(a) | Number of warrants held | As a % total number of warrants of the same class | Number of convertible securities held |  |
|         | (i)   | (iii)                  | (iv)                                  | (v)                   | (vi)                                     | (vii)  | (viii)                  | (ix)  | (x)                                   | (xi)   |
| 1       | INFRASTRUCTURE LEASING AND FINANCIAL SERVICES LTD | 13245250               | 14.75                                 | 13245250              | 100.00                                   | 14.75  |                         |   |                                       | 0.00%  |
| 2       | IL & FS FINANCIAL SERVICES LTD                    | 10616382               | 11.82                                 |                       | 0.00                                     | 0.00   |                         |   |                                       | 0.00%  |
| 3       | IL AND FS FINANCIAL SERVICES LTD                  | 2879999                | 3.21                                  |                       | 0.00                                     | 0.00   |                         |   |                                       | 0.00%  |
| 4       | IL AND FS FINANCIAL SERVICES LTD                  | 1000                   | 0.00                                  |                       | 0.00                                     | 0.00   |                         |   |                                       | 0.00%  |
|         | <b>TOTAL</b>                                      | <b>26742631</b>        | <b>29.78</b>                          | <b>13245250</b>       | <b>49.53</b>                             | <b>14.75</b>   | <b>0</b>                | <b>0</b>  | <b>0</b>                              | <b>0.00%</b>   |

(\*) The term "encumbrance" has the same meaning as assigned to it in regulation 28(3) of the SAST Regulations, 2011

For IL&FS ENGINEERING AND CONSTRUCTION COMPANY LIMITED



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**(D)(c)(i) Statement showing holding of securities (including shares, warrants, convertible securities) 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 held | Shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (D)(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 warrants of the same class | Number of convertible securities held | % w.r.t total number of convertible securities of the same class |  |
| 1       | SBG PROJECTS INVESTMENTS LIMITED   | 25059881              | 27.91  | 0                       | 0   | 0                                     | 0.00   | 0.00%  |
| 2       | ICICI BANK LTD                     | 5971979               | 6.65   | 0                       | 0   | 0                                     | 0.00   | 0.00%  |
| 3       | SNR INVESTMENTS PVT LTD            | 5250000               | 5.85   | 0                       | 0   | 0                                     | 0.00   | 0.00%  |
| 4       | VEEYES INVESTMENTS PRIVATE LIMITED | 5250000               | 5.85   | 0                       | 0   | 0                                     | 0.00   | 0.00%  |
| 5       | IDBI BANK                          | 1916057               | 2.13   | 0                       | 0   | 0                                     | 0.00   | 0.00%  |
| 6       | STATE BANK OF INDIA                | 1901029               | 2.12   | 0                       | 0   | 0                                     | 0.00   | 0.00%  |
| 7       | B TEJA RAJU                        | 1490000               | 1.66   | 0                       | 0   | 0                                     | 0.00   | 0.00%  |
| 8       | STATE BANK OF HYDERABAD            | 1431399               | 1.59   | 0                       | 0   | 0                                     | 0.00   | 0.00%  |
| 9       | ALLAHABAD BANK                     | 1179042               | 1.31   | 0                       | 0   | 0                                     | 0.00   | 0.00%  |
| 10      | INDIAN OVERSEAS BANK               | 1027993               | 1.14   | 0                       | 0   | 0                                     | 0.00   | 0.00%  |
|         | <b>TOTAL</b>                       | <b>50477380</b>       | <b>56.22</b>   | <b>0</b>                | <b>0</b>  | <b>0</b>                              | <b>0.00</b>  | <b>0.00%</b>   |

For IL&FS ENGINEERING AND CONSTRUCTION COMPANY LIMITED



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**(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. | Name(s) of the shareholder(s) and the Persons Acting in Concert (PAC) with them | 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} | 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  | As a % total number of warrants of the same class | Number of convertible securities held | % w.r.t total number of convertible securities of the same class |  |
| 1       | SBG PROJECTS INVESTMENTS LIMITED  | 25059881         | 27.91  | 0                   | 0   | 0                                     | 0.00   | 0.00%  |
| 2       | ICICI BANK LTD  | 5971979          | 6.65   | 0                   | 0   | 0                                     | 0.00   | 0.00%  |
| 3       | SNR INVESTMENTS PVT LTD   | 5250000          | 5.85   | 0                   | 0   | 0                                     | 0.00   | 0.00%  |
| 4       | VEEYES INVESTMENTS PRIVATE LIMITED  | 5250000          | 5.85   | 0                   | 0   | 0                                     | 0.00   | 0.00%  |
|         | <b>TOTAL</b>  | <b>41531860</b>  | <b>46.26</b>   | <b>0</b>            | <b>0</b>  | <b>0</b>                              | <b>0.00</b>  | <b>0.00%</b>   |

For IL&FS ENGINEERING AND CONSTRUCTION COMPANY LIMITED



VENKATESWAR REDDY  
COMPANY SECRETARY

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

| Sr. No. | Name of the shareholder | 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 (D)(a) above} |
|---------|-------------------------|----------------------------|--|
| NIL     |                         |                            |  |

For IL&FS ENGINEERING AND CONSTRUCTION COMPANY LIMITED

  
 G. VENKATESWAR REDDY  
 COMPANY SECRETARY

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

| Sr. No. | Type of outstanding DR<br>(ADRs, GDRs, SDRs, etc.) | Number of outstanding<br>DRs | Number of shares<br>underlying outstanding DRs | Shares underlying outstanding DRs as a<br>percentage of total number of shares<br>{i.e., Grand Total (A)+(B)+(C) indicated<br>in Statement at para (I)(a) above} |
|---------|--|------------------------------|--|--|
| NIL     |  |                              |  |  |

For IL&FS ENGINEERING AND CONSTRUCTION COMPANY LIMITED

  
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**(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**

| 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 percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above} |
|--|-----------------------|---|---|---|
| <p style="font-size: 2em; opacity: 0.5;">NIL</p> |                       |   |   |   |

For L&FS ENGINEERING AND CONSTRUCTION COMPANY LIMITED

*[Signature]*  
 G. VENKATESWAR REDDY  
 COMPANY SECRETARY