



## **BITS Limited**

Regd. Off. : 1111, 11th Floor, New Delhi House, 27, Barakhamba Road, Connaught Place, New Delhi - 110 001. • Web. : www.bits.net.in  
Tel. : 011 43656567 • Fax : 011 43656567 • E-mail : bitsltd@gmail.com  
CIN : L72200DL1992PLC241971

etc.

The Manager (Listing)  
The Bombay Stock Exchange Ltd  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Kala Ghoda,  
Fort, Mumbai, Maharashtra-400001

12<sup>th</sup> January, 2015

**SUB: CORPORATE GOVERNANCE REPORT AS PER CLAUSE 49 AND SHAREHOLDING PATTERN AS PER CLAUSE 35 OF THE LISTING AGREEMENT FOR THE QUARTER ENDED 31.12.2014**

Dear Sir/Madam

With reference to compliance of various clauses of listing agreement, we are sending herewith the following documents, namely:-

**Annexure A:** Corporate Governance Report as per clause 49 for the quarter ended 31<sup>st</sup> December, 2014

**Annexure B:** Shareholding Pattern as per clause 35 for the quarter ended 31<sup>st</sup> December, 2014.

Hope you find the enclosed in order and acknowledge the same.

Thanking You,

Yours faithfully  
**For Bits Limited**

  
**Omprakash Ramashankar Pathak**  
**(Whole Time Director)**  
**Din No. 01428320**

**BITS LIMITED**  
 Regd. Office: 1111, 11th Floor, New Delhi House, 27, Barakhamba House, New Delhi-110001  
 CIN: L72200DL1992PLC241971

INTRODUCTORY SUB-TABLE (I)(a)

**NAME OF THE COMPANY :** BITS LIMITED  
**SCRIP CODE:** Y      **CLASS OF SECURITY:** EQUITY  
**QUARTER ENDED:** 31/12/2014

Partly paid-up shares:-	No. of partly paid-up shares	As a % of total no of partly paid-up shares	As a % of total no of shares of the Company
Held by promoter/promoter group			
Held by public			
<b>Total</b>			
<b>Outstanding convertible securities:-</b>	<b>No. of securities</b>	<b>As a % of total no of outstanding 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			
Held by public			
<b>Total</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			
Held by public			
<b>Total</b>			
<b>Total paid up capital of the company assuming full conversion of warrants and convertible securities</b>			

Annexure-B

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(I)(A) STATEMENT SHOWING SHAREHOLDING PATTERN AS ON

BITS LIMITED

SCRIP CODE: Y QUARTER ENDED: 31/12/2014

Category code	Category of Shareholder	Number of Shareholders	Total number of shares	Number of shares held in dematerialized form	Total shareholding as a percentage of total number of shares	As a percentage of (A+B)	As a percentage of (A+B+C)	Number of shares	Shares Pledged or otherwise encumbered	As a percentage
						VI	VII	VIII		IX
<b>(A) SHAREHOLDING OF PROMOTER AND PROMOTER GROUP</b>										
<b>(1) Indian</b>										
(a)	Individuals (HUF)	0	0	0	0	0	0	0	0	0
(b)	Central Gov/State gov	0	0	0	0	0	0	0	0	0
(c)	Bodies Corporate	1	72461460	72461460	64.77	64.77	64.77	0	0	0
(d)	Financial Inst. Banks	0	0	0	0	0	0	0	0	0
(e)	Any Other (Specify)	0	0	0	0	0	0	0	0	0
	<b>Sub Total (A)(1)</b>	<b>1</b>	<b>72461460</b>	<b>72461460</b>	<b>64.77</b>	<b>64.77</b>	<b>64.77</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>(2) Foreign</b>										
(a)	Individuals nri/ Individuals/Foreign	0	0	0	0	0	0	0	0	0
(b)	Bodies Corporate	0	0	0	0	0	0	0	0	0
(c)	Institutions	0	0	0	0	0	0	0	0	0
(d)	Any Other (specify) GROUP HOLDING	0	0	0	0	0	0	0	0	0
	<b>Sub Total (A)(2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
	<b>TOTAL SHAREHOLDING OF PROMOTER AND PROMOTER GROUP</b>	<b>1</b>	<b>72461460</b>	<b>72461460</b>	<b>64.77</b>	<b>64.77</b>	<b>64.77</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>(B) PUBLIC SHAREHOLDING</b>										
<b>(1) Institutions</b>										
(a)	Mutual Funds/UTI	4	30500	0	0.027	0.027	0.027	N.A.	N.A.	N.A.
(b)	Financial Inst/Banks	1	47000	0	0.042	0.042	0.042	N.A.	N.A.	N.A.
(c)	Central Government(s) state Government(s)	0	0	0	0	0	0	N.A.	N.A.	N.A.
(d)	Venture Capital Funds	0	0	0	0	0	0	N.A.	N.A.	N.A.
(e)	Insurance Companies	0	0	0	0	0	0	N.A.	N.A.	N.A.

*(Handwritten mark)*

(f) Foreign Institutional Investors	0	0	0	0	0	0	0	0	0	N.A.	N.A.
(g) Foreign Venture Capital Investors	0	0	0	0	0	0	0	0	0	N.A.	N.A.
(h) Any Other (specify) FDI	0	0	0	0	0	0	0	0	0	N.A.	N.A.
<b>Sub Total (B)(1)</b>	<b>5</b>	<b>77500</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.069</b>	<b>0.069</b>	<b>0</b>	<b>0.069</b>	<b>N.A.</b>	<b>N.A.</b>
<b>(2) Non-Institutions</b>											
(a) Bodies Corporate	194	1641059	1173459	1.467	1.467	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
(b) Individuals- i. Individual shareholders holding nominal share capital up to Rs. 1 lac	16358	30739528	22376828	27.477	27.477	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
(b) Individuals- ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lac.	48	5490417	5419917	4.908	4.908	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
(c) Any other (specify) Non-resident indian./OCB	144	1158824	281324	1.036	1.036	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
(d) Any other (specify) Clearing Member	24	306212	306212	0.274	0.274	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
(e) Any other (specify) Trust	0	0	0	0	0	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
(f) Any other (specify) foreign bodies corporates	0	0	0	0	0	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
(g) Any Other (specify) EMPLOYEE	0	0	0	0	0	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
(h) Any Other (specify) PAKISTANI SHARE-HOLDERS	0	0	0	0	0	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
(i) Any Other (specify) DIRECTOR'S & THEIR RELATIVES	0	0	0	0	0	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
<b>Sub Total (B)(2)</b>	<b>16768</b>	<b>39336040</b>	<b>29557740</b>	<b>35.16</b>	<b>35.16</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>
<b>TOTAL PUBLIC SHAREHOLDING (B)=(B)(1)+(B)(2)</b>	<b>16773</b>	<b>39413540</b>	<b>29557740</b>	<b>35.23</b>	<b>35.23</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>
<b>(C) SHARES HELD BY CUSTODIANS AND AGAINST WHICH DEP. RECEIPTS HAVE BEEN ISSUED</b>											
(a) DEPOSITORY RECEIPTS	0	0	0	0	0	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
<b>Sub Total (C)(1)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>
<b>TOTAL SHARES HELD BY CUSTODIANS AND AGAINST WHICH DEP. RECEIPTS HAVE BEEN ISSUED (C)=(C)(1)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>
<b>Grand Total (A) + (B) + (C)</b>	<b>16774</b>	<b>111875000</b>	<b>102019200</b>	<b>100</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

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BITS LIMITED

STATEMENT SHOWING SHAREHOLDING OF PERSONS BELONGING TO THE CATEGORY

'PUBLIC' AND HOLDING MORE THAN 1% OF THE TOTAL NUMBER OF SHARES. 31/12/2014

S. No.	FOLIO	DPID-CLID	NAME OF THE SHAREHOLDER	NO OF SHARES	SHARES AS A % OF TOTAL NUMBER OF SHARES {i.e. GRAND TOTAL (A)+(B)+(C) INDICATED IN STATEMENT AT PARA (i)(a) ABOVE}	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	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)
										DETAILS OF WARRANTS	DETAILS OF CONVERTIBLE SECURITIES	DETAILS OF WARRANTS	DETAILS OF CONVERTIBLE SECURITIES	
TOTAL				0	0									0

*0*

BITS LIMITED

STATEMENT SHOWING SHAREHOLDING OF PERSONS BELONGING TO THE CATEGORY

'PUBLIC' AND HOLDING MORE THAN 5% OF THE TOTAL NUMBER OF SHARES. 31/12/2014

Sr. No.	FOLIO	DPID-CLID	NAME OF THE SHAREHOLDER	NO OF SHARES	SHARES AS A % OF TOTAL NUMBER OF SHARES (i.e. GRAND TOTAL (A)+(B)+(C) INDICATED IN STATEMENT AT PARA (I)(a) ABOVE)	NUMBER OF WARRANTS HELD	AS A % OF 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	TOTAL SHARES (INCLUDING UNDERLYING SHARES ASSUMING FULL CONVERSION OF WARRANTS AND CONVERTIBLE SECURITIES AS A % OF DILUTED SHARE CAPITAL)
TOTAL				0	0					0

BITS LIMITED

STATEMENT SHOWING DETAILS OF LOCKED-IN SHARES 31/12/2014

Sr. No.	FOLIO	DPID-CLID	NAME OF THE SHAREHOLDER	LOCKED SHARES	% OF TOTAL
TOTAL				0	0

*Handwritten signature*



**BITS LIMITED**

<b>(II)(A) STATEMENT SHOWING DETAILS OF DEPOSITORY RECEIPTS (DRs)</b>					
<b>Sr. No.</b>	<b>Type of outstanding DRs (ADRs, GDRs, SDRs, etc.)</b>	<b>Number of outstanding DRs</b>	<b>Number of shares underlying outstanding DRs</b>	<b>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}</b>	
1	ADR	0	0	0	
2	GDR	0	0	0	
<b>TOTAL</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

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