

**Registered Office**

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September 10, 2015

To

The Secretary  
The BSE Limited  
P.J.Towers, Dalal Street,  
Mumbai- 400 001.  
Tel:022-22721234, Fax-2272 3121.

The Manager  
Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor,  
Bandra Kurla Complex,  
Bandra(East), Mumbai-400 051.  
Tel: 022 – 26598235, Fax-26598237/38

**Scrip Code: 532907**

**Scrip Code: IL&FSENGG**

Dear Sir/Madam,

**Sub: Shareholding Pattern as on September 08, 2015**

**Ref: Clause 35 (c) of the Listing Agreement**

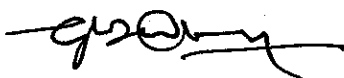
This is to inform that, the Company had allotted 89,00,000 equity shares on September 08, 2015 resulting in change of Shareholding.

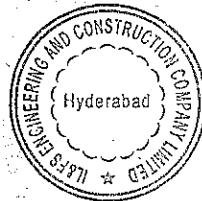
In this context, please find enclosed Shareholding Pattern as per Clause 35 (c) of the Listing Agreement, as on September 08, 2015.

This is for your kind information and record.

Thanking You,

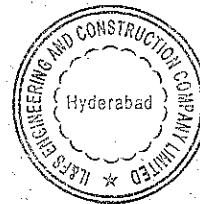
Yours faithfully,  
for IL&FS Engineering and Construction Company Limited

  
G. Venkateswar Reddy  
Company Secretary



Introductory sub-table (I)(a)

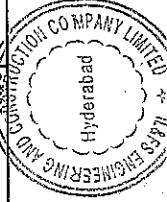
<b>Name of the Company: IL&amp;FS Engineering and Construction Company Limited</b>			
<b>Scrip Code, Name of the scrip, class of security: 532907, IL&amp;FSENGG, Equity</b>			
<b>Shareholding pattern as on September 08, 2015</b>			
<b>Partly paid-up shares:-</b>	<b>No. of partly paid-up shares</b>	<b>As 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</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	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>121158671</b>		



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Statement Showing Shareholding Pattern as on September 08, 2015

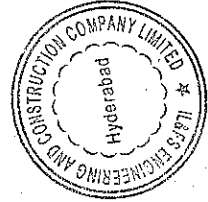
Table (I)(a)									
Category code	Category of Shareholder	Number of Shareholders	Total number of shares	Number of shares held in dematerialized form	Total shareholding as a percentage of total number of shares			Shares Pledged or otherwise encumbered	
					(IV)	(V)	(VI)	(VII)	(VIII)
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)	(X)
(A)	Shareholding of Promoter and Promoter Group								
1	Indian								
(a)	Individuals/ Hindu Undivided Family		0	0	0.00	0.00	0	0.00	0.00
(b)	Central Government/ State Government(s)		0	0	0.00	0.00	0	0.00	0.00
(c)	Bodies Corporate	5	45438477	45438477	37.50	37.50	0	0.00	0.00
(d)	Financial Institutions/ Banks		0	0	0.00	0.00	0	0.00	0.00
(e)	Any Others(Specify)		0	0	0.00	0.00	0	0.00	0.00
	Sub Total(A)(1)	5	45438477	45438477	37.50	37.50	0	0.00	0.00
2	Foreign								
a	Individuals (Non-Residents Individuals/ Foreign Individuals)	0	0	0	0.00	0.00	0	0.00	0.00
b	Bodies Corporate	0	0	0	0.00	0.00	0	0.00	0.00
c	Institutions	0	0	0	0.00	0.00	0	0.00	0.00
d	Qualified Foreign Investor	0	0	0	0.00	0.00	0	0.00	0.00
e	Any Others(Specify)	0	0	0	0.00	0.00	0	0.00	0.00
	Sub Total(A)(2)	0	0	0	0.00	0.00	0	0.00	0.00
	Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	5	45438477	45438477	37.50	37.50	0	0.00	0.00
(B)	Public shareholding								
I	Institutions								
(a)	Mutual Funds/ UTI	0	0	0	0.00	0.00	0	0.00	0.00
(b)	Financial Institutions / Banks	12	13243308	13243308	10.93	10.93	0	0.00	0.00
(c)	Central Government/ State Government(s)	0	0	0	0.00	0.00	0	0.00	0.00
(d)	Venture Capital Funds	0	0	0	0.00	0.00	0	0.00	0.00
(e)	Insurance Companies	0	0	0	0.00	0.00	0	0.00	0.00
(f)	Foreign Institutional Investors	1	360	360	0.00	0.00	0	0.00	0.00
(g)	Foreign Venture Capital Investors	0	0	0	0.00	0.00	0	0.00	0.00
(h)	Qualified Foreign Investor	0	0	0	0.00	0.00	0	0.00	0.00
(i)	Any Other (specify)	0	0	0	0.00	0.00	0	0.00	0.00
	Sub-Total (B)(1)	13	13243668	13243668	10.93	10.93	0	0.00	0.00



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<b>B 2</b>	<b>Non-institutions</b>											
(a)	Bodies Corporate	622	49369727	49369727	40.75	40.75						
(b)	Individuals											
I	Individuals -i. Individual shareholders holding nominal share capital up to Rs 1 lakh	35377	6311647	6310416	5.21	5.21						
II	ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.	111	6197741	3385741	5.12	5.12						
(c)	Qualified Foreign Investor	0	0	0	0.00	0.00						
(d)	Any Other (specify)											
(d-i)	Clearing Members	51	46024	46024	0.04	0.04						
(d-ii)	Non Resident Indians	350	548887	548887	0.45	0.45						
(d-iii)	Trusts	2	2500	2500	0.00	0.00						
	<b>Sub-Total (B)(2)</b>	<b>36513</b>	<b>62470526</b>	<b>59663295</b>	<b>51.57</b>	<b>51.57</b>						
(B)	<b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>	<b>36526</b>	<b>75720194</b>	<b>72906963</b>	<b>62.50</b>	<b>62.50</b>						
	<b>TOTAL (A)+(B)</b>	<b>36531</b>	<b>121158671</b>	<b>118345440</b>	<b>100.00</b>	<b>100.00</b>						<b>0.00</b>
(C)	<b>Shares held by Custodians and against which Depository Receipts have been issued</b>											
1	Promoter and Promoter Group	0	0	0	0.00	0.00						<b>0.00</b>
2	Public	0	0	0	0.00	0.00						<b>0.00</b>
	<b>Sub-Total (C)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>						<b>0.00</b>
	<b>GRAND TOTAL (A)+(B)+(C)</b>	<b>36531</b>	<b>121158671</b>	<b>118345440</b>	<b>100.00</b>	<b>100.00</b>						<b>0.00</b>

Note: The Company has allotted 89,00,000 equity shares of Rs.10/- each to 1.Infrastructure Leasing and Financial Services Limited., 2. IL&FS Financial Services Limited., belonging to the promoter category, on preferential basis on September 08, 2015. These shares shall be credited in the respective demat accounts directly upon receipt of necessary approvals from Stock Exchanges. Pending the approvals, these were shown in demat column. These shares are also subject to lock-in requirements as per SEBI (ICDR) Regulations, 2009.

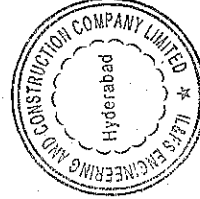


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(D)(b) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Promoter and Promoter Group"

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 (A)+(B)+(C) of sub-clause D(a)	Number of warrants held	As a % total number of the same class	Number of convertible securities held	As a % total number of convertible securities of the same class	
		(iii)	(iv)	(v)	(vi) = (v)/(iii)*100	(viii)	(ix)	(x)	(xi)	(xii)
1	INFRASTRUCTURE LEASING AND FINANCIAL SERVICES LTD	13245250	10.93	0	0.00	0.00	0	0	0	0.00%
2	INFRASTRUCTURE LEASING AND FINANCIAL SERVICES LTD	9259790	7.64	0	0.00	0.00	0	0	0	0.00%
3	IL & FS FINANCIAL SERVICES LTD	20052438	16.55	0	0.00	0.00	0	0	0	0.00%
4	IL AND FS FINANCIAL SERVICES LTD	2879999	2.38	0	0.00	0.00	0	0	0	0.00%
5	IL AND FS FINANCIAL SERVICES LTD	1000	0.00	0	0.00	0.00	0	0	0	0.00%
	<b>TOTAL</b>	<b>45438477</b>	<b>37.50</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>

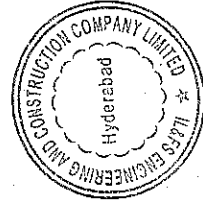
(\*) The term "encumbrance" has the same meaning as assigned to it in regulation 28(3) of the SAST Regulations, 2011



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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**

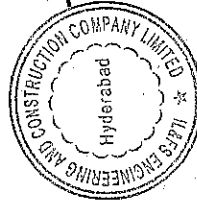
Sr. No.	Name of the shareholder	Number of shares held	Shares as a percentage of total number of shares i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (D)(a) above}	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion 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	36538477	30.16	0	0.00	0	0.00	0.00%
2	ICICI BANK LTD	5971979	4.93	0	0.00	0	0.00	0.00%
3	SNR INVESTMENTS PVT LTD	5250000	4.33	0	0.00	0	0.00	0.00%
4	VEEYES INVESTMENTS PRIVATE LIMITED	5250000	4.33	0	0.00	0	0.00	0.00%
5	STATE BANK OF INDIA	1901029	1.57	0	0.00	0	0.00	0.00%
6	IDBI BANK LIMITED	1589590	1.31	0	0.00	0	0.00	0.00%
7	B TEJA RAJU	1490000	1.23	0	0.00	0	0.00	0.00%
8	STATE BANK OF HYDERABAD	1406399	1.16	0	0.00	0	0.00	0.00%
	<b>TOTAL</b>	<b>59397474</b>	<b>49.02</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>0.00%</b>



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**(D)(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**

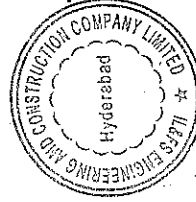
Sr. No.	Name(s) of the shareholder(s) and the Persons Acting in Concert (PAC) with them	Number of shares	Shares as a percentage of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (J)(a) above)	Details of warrants		Details of convertible securities		Total shares (including 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	36538477	30.16	0	0.00	0	0.00	0.00%
	<b>TOTAL</b>	<b>36538477</b>	<b>30.16</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>0.00%</b>



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

Sr. No.	Name of the shareholder	Number of locked-in shares (Refer Note below)	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}
1	Infrastructure Leasing and Financial Services Limited	13245250	10.93
2	Infrastructure Leasing and Financial Services Limited	9259790	7.64
3	IL & FS Financial Services Limited	20052438	16.55
4	IL and FS Financial Services Limited	2879999	2.38
5	IL and FS Financial Services Limited	1000	0
6	SBG Projects Investments Limited	36538477	30.16
	<b>Total</b>	<b>81976954</b>	<b>67.66</b>

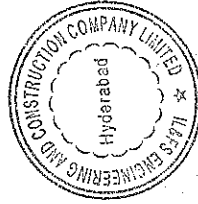


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**(II)(a) Statement showing details of Depository Receipts (DRs)**

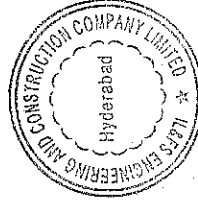
Sr. No.	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of outstanding DRs	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}
NIL				



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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}
NIL				



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