

1. Name of Listed Entity: Xchanging Solutions Limited
2. Scrip Code/Name of Scrip/Class of Security: XCHANGING
3. Share Holding Pattern Filed under: 31b
4. Share Holding Pattern as on : 30-Jun-2017
5. **Declaration:** The Listed entity is required to submit the following declaration to the extent of submission of information:-

| S. No. | Particulars  | Yes/No |  |
|--------|--|--------|--|
| 1      | Whether the Listed Entity has issued any partly paid up shares?                        | No     |  |
| 2      | Whether the Listed Entity has issued any Convertible Securities or Warrants?           | No     |  |
| 3      | Whether the Listed Entity has any shares against which depository receipts are issued? | No     |  |
| 4      | Whether the Listed Entity has any shares in locked-in?                                 | No     |  |
| 5      | Whether any shares held by promoters are pledge or otherwise encumbered?               | No     |  |
| 6      | Whether the Listed Entity has issued any differential Voting Rights?                   | No     |  |

Table I - Summary Statement holding of specified securities

| Category (I) | Category of shareholder (II)   | Nos. of shareholders (III) | No. of fully paid up equity shares (IV) | No. of Partly paid-up equity shares (V) | No. of shares underlying Depository Receipts (VI) | Total nos. shares held (VII) = (IV)+(V)+(VI) | Shareholding as a % of total no. of shares (calculated as per SCRR, 1957) (VIII) | Number of Voting Rights held in each class of securities (IX) |         |                                 | No. of Shares Underlying Outstanding convertible securities (including Warrants) (X) | Shareholding, as a % assuming full conversion of convertible securities ( as a percentage of diluted share capital) (XI) = (VII)+(X) As a % of (A+B+C2) | Number of Locked in shares (XII) |   | Number of Shares pledged or otherwise encumbered (XIII) |   | Number of equity shares held in dematerialized form (XIV) |
|--------------|--------------------------------|----------------------------|---|---|---|--|--|---|---------|---------------------------------|--|---|----------------------------------|---|---|---|---|
|              |                                |                            | No of Voting Rights                     |   |   | Total as a % of (A+B+C)                      | Warrants (X)   | (XI) = (VII)+(X) As a % of (A+B+C2)                           | No. (a) | As a % of total Shares held (b) | No. (a)  | As a % of total Shares held (b)   |                                  |   |   |   |   |
|              |                                |                            | Class eg: X                             | Class eg: y                             | Total   |  |  |   |         |                                 |  |   |                                  |   |   |   |   |
|              |                                |                            |   |   |   |  |  |   |         |                                 |  |   |                                  |   |   |   |   |
|              |                                |                            |   |   |   |  |  |   |         |                                 |  |   |                                  |   |   |   |   |
| A            | Promoter & Promoter Group      | 3                          | 8775394                                 | 0                                       | 0   | 8775394                                      | 78.77  | 8775394   | 0       | 8775394                         | 78.77  | 0   | 0                                |   |   |   | 8775394   |
| B            | Public                         | 158657                     | 2364976                                 | 0                                       | 0   | 2364976                                      | 21.23  | 2364976   | 0       | 2364976                         | 21.23  | 0   | 0                                |   |   |   | 23544313  |
| C            | Non Promoter-Non Public        | 0                          | 0                                       | 0                                       | 0   | 0  | 0  | 0   | 0       | 0                               | 0  | 0   | 0                                | 0 | 0   | 0 | 0   |
| C1           | Shares underlying DRs          | 0                          | 0                                       | 0                                       | 0   | 0  | 0  | 0   | 0       | 0                               | 0  | 0   | 0                                | 0 | 0   | 0 | 0   |
| C2           | Shares held by Employee Trusts | 0                          | 0                                       | 0                                       | 0   | 0  | 0  | 0   | 0       | 0                               | 0  | 0   | 0                                | 0 | 0   | 0 | 0   |
|              | Total                          | 15868                      | 111403716                               | 0                                       | 0   | 111403716                                    | 100  | 111403716   | 0       | 111403716                       | 100  | 0   | 0                                |   |   |   | 111298262   |

Table II - Statement showing shareholding pattern of the Promoter and Promoter Group

| Category & Name of the Shareholders (I) | PAN (II)  | No. of share held (III) | No. of fully paid up equity shares held (IV) | Partly paid-up equity shares held (V) | Nos. of shares underlying Depository Receipts (VI) | Total nos. shares held (VII = IV+V+VI) | Shareholding % as per SCRR, 1957 (VIII) | Number of Voting Rights held in each class of securities (IX) |         |         | No. of Shares Underlying Outstanding convertible securities (including Warrants) (X) | Shareholding, as a % assuming full conversion of convertible securities (XI) = (VII)+(X) as a % of A+B+C2 | Number of Locked in shares (XII) |         | Number of Shares pledged or otherwise encumbered (XIII) |         | Number of equity shares held in dematerialized form (XIV) |                                 |
|---|---|-------------------------|--|---------------------------------------|--|--|---|---|---------|---------|--|---|----------------------------------|---------|---|---------|---|---------------------------------|
|   |   |                         |  |                                       |  |  |   | As a % of (A+B+C2) (VIII)                                     | Class X | Class Y |  |   | Total                            | No. (a) | As a % of total Shares held (b)                         | No. (a) |   | As a % of total shares held (b) |
| 1                                       | Indian  |                         | 0  | 0                                     | 0  | 0                                      | 0                                       | 0   | 0       | 0       | 0  | 0   | 0                                | 0       | 0   |         |   | 0                               |
| a                                       | Individuals/Hindu undivided Family                  |                         | 0  | 0                                     | 0  | 0                                      | 0                                       | 0   | 0       | 0       | 0  | 0   | 0                                | 0       | 0   |         |   | 0                               |
| b                                       | Central Government/ State Government(s)             |                         | 0  | 0                                     | 0  | 0                                      | 0                                       | 0   | 0       | 0       | 0  | 0   | 0                                | 0       | 0   |         |   | 0                               |
| c                                       | Financial Institutions/ Banks                       |                         | 0  | 0                                     | 0  | 0                                      | 0                                       | 0   | 0       | 0       | 0  | 0   | 0                                | 0       | 0   |         |   | 0                               |
| d                                       | Any Other (specify)                                 |                         | 2  | 2975162                               | 0  | 0                                      | 2975162                                 | 26.71   | 2975162 | 0       | 2975162  | 0   | 26.71                            | 0       | 0   |         |   | 2975162                         |
|   | Other   |                         | 2  | 2975162                               | 0  | 0                                      | 2975162                                 | 26.71   | 2975162 | 0       | 2975162  | 0   | 26.71                            | 0       | 0   |         |   | 2975162                         |
|   | Xchanging Technology Services India Private Limited | AAB CR56 09L            |  | 2555000                               | 0  | 0                                      | 2555000                                 | 22.93   | 2555000 | 0       | 2555000  | 0   | 22.93                            | 0       | 0   |         |   | 2555000                         |

|   |  |              |   |          |   |   |          |       |          |   |          |       |   |       |   |   |  |          |
|---|--|--------------|---|----------|---|---|----------|-------|----------|---|----------|-------|---|-------|---|---|--|----------|
|   | CSC Technologies India Private Limited                               | AAG CC33 73B |   | 4201162  | 0 | 0 | 4201162  | 3.77  | 4201162  | 0 | 4201162  | 3.77  | 0 | 3.77  | 0 | 0 |  | 4201162  |
|   | Sub-Total (A)(1)   |              | 2 | 29751162 | 0 | 0 | 29751162 | 26.71 | 29751162 | 0 | 29751162 | 26.71 | 0 | 26.71 | 0 | 0 |  | 29751162 |
| 2 | Foreign  |              | 0 | 0        | 0 | 0 | 0        | 0     | 0        | 0 | 0        | 0     | 0 | 0     | 0 | 0 |  | 0        |
| a | Individuals (Non-Resident Individuals/ Foreign Individuals)          |              | 0 | 0        | 0 | 0 | 0        | 0     | 0        | 0 | 0        | 0     | 0 | 0     | 0 | 0 |  | 0        |
| b | Government   |              | 0 | 0        | 0 | 0 | 0        | 0     | 0        | 0 | 0        | 0     | 0 | 0     | 0 | 0 |  | 0        |
| c | Institutions   |              | 0 | 0        | 0 | 0 | 0        | 0     | 0        | 0 | 0        | 0     | 0 | 0     | 0 | 0 |  | 0        |
| d | Foreign Portfolio Investor   |              | 0 | 0        | 0 | 0 | 0        | 0     | 0        | 0 | 0        | 0     | 0 | 0     | 0 | 0 |  | 0        |
| e | Any Other (specify)  |              | 1 | 58002787 | 0 | 0 | 58002787 | 52.07 | 58002787 | 0 | 58002787 | 52.07 | 0 | 52.07 | 0 | 0 |  | 58002787 |
|   | Other  |              | 1 | 58002787 | 0 | 0 | 58002787 | 52.07 | 58002787 | 0 | 58002787 | 52.07 | 0 | 52.07 | 0 | 0 |  | 58002787 |
|   | Xchanging (Mauritius) Limited  | AAA CX06 60L |   | 58002787 | 0 | 0 | 58002787 | 52.07 | 58002787 | 0 | 58002787 | 52.07 | 0 | 52.07 | 0 | 0 |  | 58002787 |
|   | Sub-Total (A)(2)   |              | 1 | 58002787 | 0 | 0 | 58002787 | 52.07 | 58002787 | 0 | 58002787 | 52.07 | 0 | 52.07 | 0 | 0 |  | 58002787 |
|   | Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2) |              | 3 | 87753949 | 0 | 0 | 87753949 | 78.78 | 87753949 | 0 | 87753949 | 78.78 | 0 | 78.78 | 0 | 0 |  | 87753949 |

Table III - Statement showing shareholding pattern of the Public shareholder

|   | Category & Name of the Shareholders (I) | PAN (II) | Nos. of shareholder (III) | No. of fully paid up equity shares held (IV) | Partly paid-up equity shares held (V) | Nos. of shares underlying Depository Receipts (VI) | Total nos. shares held VII = IV+V+VI | Shareholding % calculated as per SCRR, 1957 As a % of (A+B+C2) VIII | Number of Voting Rights held in each class of securities (IX) |         |        | No. of Shares Underlying Outstanding convertible securities (including Warrants) (X) | Total shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI) | Number of Locked in shares (XII)    |         | Number of Shares pledged or otherwise encumbered (XIII) |                          | Number of equity shares held in dematerialized form (XIV) |  |
|---|---|----------|---------------------------|--|---------------------------------------|--|--------------------------------------|---|---|---------|--------|--|---|-------------------------------------|---------|---|--------------------------|---|--|
|   |   |          |                           |  |                                       |  |                                      |   | No of Voting Rights   |         |        |  |   | Total as a % of Total Voting rights | No. (a) | As a % of total Shares held (b)                         | No. (Not applicable) (a) |   | As a % of total shares held (Not applicable) (b) |
|   |   |          |                           |  |                                       |  |                                      |   | Class X   | Class Y | Total  |  |   |                                     |         |   |                          |   |  |
| l | Institutions                            |          | 0                         | 0  | 0                                     | 0  | 0                                    | 0   | 0   | 0       | 0      | 0  | 0   | 0                                   | 0       | 0   | 0                        | 0   | 0  |
| a | Mutual Funds/                           |          | 1                         | 300  | 0                                     | 0  | 300                                  | 0   | 300   | 0       | 300    | 0  | 0   | 0                                   | 0       | 0   |                          |   | 300  |
| b | Venture Capital Funds                   |          | 0                         | 0  | 0                                     | 0  | 0                                    | 0   | 0   | 0       | 0      | 0  | 0   | 0                                   | 0       | 0   |                          |   | 0  |
| c | Alternate Investment Funds              |          | 0                         | 0  | 0                                     | 0  | 0                                    | 0   | 0   | 0       | 0      | 0  | 0   | 0                                   | 0       | 0   |                          |   | 0  |
| d | Foreign Venture Capital Investors       |          | 0                         | 0  | 0                                     | 0  | 0                                    | 0   | 0   | 0       | 0      | 0  | 0   | 0                                   | 0       | 0   |                          |   | 0  |
| e | Foreign Portfolio Investors             |          | 0                         | 0  | 0                                     | 0  | 0                                    | 0   | 0   | 0       | 0      | 0  | 0   | 0                                   | 0       | 0   |                          |   | 0  |
| f | Financial Institutions/ Banks           |          | 5                         | 432900                                       | 0                                     | 0  | 432900                               | .39   | 432900  | 0       | 432900 | .39  | 0   | .39                                 | 0       | 0   |                          |   | 432900   |
| g | Insurance Companies                     |          | 0                         | 0  | 0                                     | 0  | 0                                    | 0   | 0   | 0       | 0      | 0  | 0   | 0                                   | 0       | 0   |                          |   | 0  |
| h | Provident Funds/ Pension Funds          |          | 0                         | 0  | 0                                     | 0  | 0                                    | 0   | 0   | 0       | 0      | 0  | 0   | 0                                   | 0       | 0   |                          |   | 0  |
| i | Any Other                               |          | 0                         | 0  | 0                                     | 0  | 0                                    | 0   | 0   | 0       | 0      | 0  | 0   | 0                                   | 0       | 0   |                          |   | 0  |

|    |   |       |         |   |   |         |      |         |   |         |      |   |      |   |   |   |   |   |         |
|----|---|-------|---------|---|---|---------|------|---------|---|---------|------|---|------|---|---|---|---|---|---------|
|    | (specify)   |       |         |   |   |         |      |         |   |         |      |   |      |   |   |   |   |   |         |
|    | Sub-Total (B)(1)  | 6     | 433200  | 0 | 0 | 433200  | .39  | 433200  | 0 | 433200  | .39  | 0 | .39  | 0 | 0 |   |   |   | 433200  |
| 2  | Central Government/ State Government(s)/ President of India                     | 0     | 0       | 0 | 0 | 0       | 0    | 0       | 0 | 0       | 0    | 0 | 0    | 0 | 0 |   |   |   | 0       |
|    | Sub-Total (B)(2)  | 0     | 0       | 0 | 0 | 0       | 0    | 0       | 0 | 0       | 0    | 0 | 0    | 0 | 0 |   |   |   | 0       |
| 3  | Non-institutions  | 0     | 0       | 0 | 0 | 0       | 0    | 0       | 0 | 0       | 0    | 0 | 0    | 0 | 0 | 0 | 0 | 0 | 0       |
| a  | Individuals -   | 14888 | 5783265 | 0 | 0 | 5783265 | 5.19 | 5783265 | 0 | 5783265 | 5.19 | 0 | 5.19 | 0 | 0 | 0 | 0 |   | 5697289 |
| i  | Individual shareholders holding nominal share capital up to Rs. 2 lakhs.        | 14856 | 4121881 | 0 | 0 | 4121881 | 3.7  | 4121881 | 0 | 4121881 | 3.7  | 0 | 3.7  | 0 | 0 |   |   |   | 4035905 |
| ii | Individual shareholders holding nominal share capital in excess of Rs. 2 lakhs. | 32    | 1661384 | 0 | 0 | 1661384 | 1.49 | 1661384 | 0 | 1661384 | 1.49 | 0 | 1.49 | 0 | 0 |   |   |   | 1661384 |
| b  | NBFCs registered with RBI   | 0     | 0       | 0 | 0 | 0       | 0    | 0       | 0 | 0       | 0    | 0 | 0    | 0 | 0 |   |   |   | 0       |
| c  | Employee Trusts   | 0     | 0       | 0 | 0 | 0       | 0    | 0       | 0 | 0       | 0    | 0 | 0    | 0 | 0 |   |   |   | 0       |
| d  | Overseas Depositories (holding DRs)   | 0     | 0       | 0 | 0 | 0       | 0    | 0       | 0 | 0       | 0    | 0 | 0    | 0 | 0 |   |   |   | 0       |

|   |   |              |       |        |   |   |        |       |        |        |       |   |       |   |   |  |  |  |          |
|---|---|--------------|-------|--------|---|---|--------|-------|--------|--------|-------|---|-------|---|---|--|--|--|----------|
|   | (balancing figure)                                  |              |       |        |   |   |        |       |        |        |       |   |       |   |   |  |  |  |          |
| e | Any Other (specify)                                 |              | 971   | 174330 | 0 | 0 | 174330 | 15.65 | 174330 | 174330 | 15.65 | 0 | 15.65 | 0 | 0 |  |  |  | 17413824 |
|   | Other   |              | 2     | 146990 | 0 | 0 | 146990 | 13.19 | 146990 | 146990 | 13.19 | 0 | 13.19 | 0 | 0 |  |  |  | 14699295 |
|   | Katra Finance Limited                               | AAD CK21 95G | 0     | 300820 | 0 | 0 | 300820 | 2.7   | 300820 | 300820 | 2.7   | 0 | 2.7   | 0 | 0 |  |  |  | 3008287  |
|   | Edelweiss Custodial Services Limited                | AAC CE06 77N | 0     | 114910 | 0 | 0 | 114910 | 10.31 | 114910 | 114910 | 10.31 | 0 | 10.31 | 0 | 0 |  |  |  | 11491233 |
|   | Sub-Total (B)(3)                                    |              | 15859 | 232160 | 0 | 0 | 232160 | 20.84 | 232160 | 232160 | 20.84 | 0 | 20.84 | 0 | 0 |  |  |  | 23111113 |
|   | Total Public Shareholding (B)= (B)(1)+(B)(2)+(B)(3) |              | 15865 | 236490 | 0 | 0 | 236490 | 21.23 | 236490 | 236490 | 21.23 | 0 | 21.23 | 0 | 0 |  |  |  | 23544313 |





Table II- Unclaim Details

| <b>Details of Shares which remain unclaimed may be given here along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights which are frozen etc.</b> |                         |
|---|-------------------------|
| <b>No. of shareholders</b>  | <b>No of share held</b> |

Table III- Unclaim Details

| <b>Details of Shares which remain unclaimed may be given here along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights which are frozen etc.</b> |                         |
|---|-------------------------|
| <b>No. of shareholders</b>  | <b>No of share held</b> |

Table III- Person in Concert

| <b>Details of the shareholders acting as persons in Concert including their Shareholding</b> |                    |                     |                  |
|--|--------------------|---------------------|------------------|
| <b>Name of shareholder</b>   | <b>Name of PAC</b> | <b>No. of share</b> | <b>Holding %</b> |