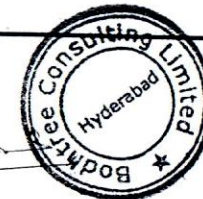
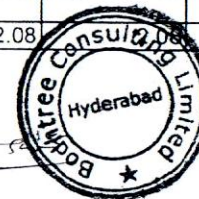


| | | | |
|---|---|---|--|
| Name of the Company: BODHTREE CONSULTING LIMITED | | | |
| Scrip Code, Name of the scrip, class of security: EQUITY SHARES, INE104F01011 | | | |
| Quarter ended: 31st December, 2011 | | | |
| Partly paid-up shares:- | No. of partly paid-up shares | As a % of total no. of partly paid-up shares | As a % of total no. of shares of the company |
| Held by promoter/promoters group | 0 | 0 | 0 |
| Held by public | 0 | 0 | 0 |
| Total | 0 | 0 | 0 |
| Outstanding convertible securities:- | No. of outstanding securities | As a % of total No. of outstanding convertible securities | As a % of total no. of shares of the company, assuming full conversion of the convertible securities |
| Held by promoter/promoter group | 0 | 0 | 0 |
| Held by public | 0 | 0 | 0 |
| Total | 0 | 0 | 0 |
| Warrants:- | No. of warrants | As a % of total no. of warrants | As a % of total no. of shares of the company, assuming full conversion of warrants |
| Held by promoter/promoter group | | | |
| Held by public | 0 | 0 | 0 |
| Total | 0 | 0 | 0 |
| Total paid-up capital of the company assuming full conversion of warrants and convertible securities | Rs. 154,421,670/- (15,442,167 equity shares of Rs. 10/- each) | | |



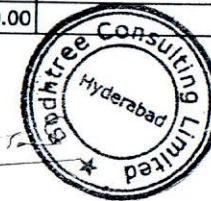
| Category code | Category of Shareholder | No. of share-holders | Total number of shares | | Number of shares held in dematerialized | Total shareholding as a percentage of total number of shares | | Share Pledged or otherwise encumbered | |
|---------------|---|----------------------|------------------------|--|---|--|-------------------------|---------------------------------------|------------------------------|
| (I) | (II) | (III) | (IV) | | (V) | As a % of (A+B) ¹ (VI) | As a % of (A+B+C) (VII) | Number of shares (VIII) | As a % (IX) = (VIII/(IV)*100 |
| (A) | Shareholding of Promoter and Promoter Group ² | | | | | | | | |
| (1) | Indian | | | | | | | | |
| (a) | Individuals/ Hindu Undivided Family | 3 | 2194600 | | 2134500 | 14.21 | 14.21 | 0.00 | 0.00 |
| (b) | Central Government / State Government (s) | | 0 | | 0 | 0.00 | 0.00 | 0.00 | 0.00 |
| (c) | Bodies Corporate | 1 | 167000 | | 0 | 1.08 | 1.08 | 0.00 | 0.00 |
| (d) | Financial Institutions / Banks | | 0 | | 0 | 0.00 | 0.00 | 0.00 | 0.00 |
| (e) | Any Other (specify) | | 0 | | 0 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Sub-Total (A)(1) | 4 | 2361600 | | 2134500 | 15.29 | 15.29 | 0.00 | 0.00 |
| (2) | Foreign | | | | | | | | |
| (a) | Individuals (Non-Resident Individuals/ Foreign Individuals) | 0 | 0 | | 0 | 0.00 | 0.00 | 0.00 | 0.00 |
| (b) | Bodies Corporate | 1 | 9000000 | | 0 | 58.28 | 58.28 | 0.00 | 0.00 |
| (c) | Institutions | 0 | 0 | | 0 | 0.00 | 0.00 | 0.00 | 0.00 |
| (c) | Any Other (specify) | 0 | 0 | | 0 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Sub-Total (A)(2) | 1 | 9000000 | | 0 | 58.28 | 58.28 | 0.00 | 0.00 |
| | Total Shareholding of Promoter and Promoter Group (A) = (A)(1)+(A)(2) | 5 | 11361600 | | 2134500 | 73.57 | 73.57 | 0.00 | 0.00 |
| (B) | Public Shareholding ³ | | | | | | | | |
| (1) | Institutions | | | | | | | | |
| (a) | Mutual Funds / UTI | 0 | 0 | | 0 | 0.00 | 0.00 | 0.00 | 0.00 |
| (b) | Financial Institutions / Banks | 1 | 100000 | | 100000 | 0.65 | 0.65 | 0.00 | 0.00 |
| (c) | Central Government / State Government (s) | 0 | 0 | | 0 | 0.00 | 0.00 | 0.00 | 0.00 |
| (d) | Venture Capital Funds | 0 | 0 | | 0 | 0.00 | 0.00 | 0.00 | 0.00 |
| (e) | Insurance Companies | 0 | 0 | | 0 | 0.00 | 0.00 | 0.00 | 0.00 |
| (f) | Foreign Institutional Investors | 0 | 0 | | 0 | 0.00 | 0.00 | 0.00 | 0.00 |
| (g) | Foreign Venture Capital Investors | 0 | 0 | | 0 | 0.00 | 0.00 | 0.00 | 0.00 |
| (h) | Any Other (specify) | 0 | 0 | | 0 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Sub-Total (B)(1) | 1 | 100000 | | 100000 | 0.65 | 0.65 | 0.00 | 0.00 |
| (2) | Non-institutions | | | | | | | | |
| (a) | Bodies Corporate | 22 | 321550 | | 310050 | 2.08 | | 0.00 | 0.00 |



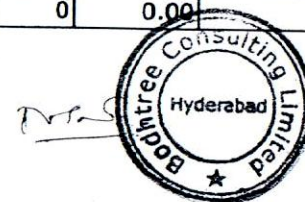
| | | | | | | | | |
|-----|--|------------|-----------------|----------------|---------------|---------------|-------------|-------------|
| (b) | Individuals - (i) Individual shareholders holding nominal share capital up to Rs.1 lakh. | 463 | 756964 | 534414 | 4.90 | 4.90 | 0.00 | 0.00 |
| | (ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh | 9 | 2248217 | 871967 | 14.56 | 14.56 | 0.00 | 0.00 |
| (c) | Any Other (specify) | | | | | | | |
| | BCL EMPLOYEE BENEFIT TRUST | 2 | 651333 | 642333 | 4.22 | 4.22 | 0.00 | 0.00 |
| | HUF's | 3 | 2503 | 2503 | 0.02 | 0.02 | 0.00 | 0.00 |
| | Sub-Total (B)(2) | 499 | 3980567 | 2361267 | 25.78 | 25.78 | 0.00 | 0.00 |
| | Total Public Shareholding (B)=(B)(1)+(B)(2) | 500 | 4080567 | 2461267 | 26.42 | 26.42 | 0.00 | 0.00 |
| | TOTAL (A)+(B) | 504 | 15442167 | 4595767 | 100 | 100.00 | 0.00 | 0.00 |
| (C) | Shares held by Custodians and against which Depository Receipts have been issued | | | | | | | |
| (1) | Promoter and Promoter Group | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| (2) | Public | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | GRAND TOTAL (A)+(B)+(C) | 504 | 15442167 | 4595767 | 100.00 | 100.00 | 0.00 | 0.00 |



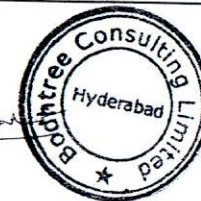
| (I)(c)(i) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Public" and holding more than 1% of the total number of shares | | | | | | | | |
|---|--------------------------------|-----------------------|--|-------------------------|---|---------------------------------------|--|---|
| Sr.No. | Name of the shareholder | Number of shares held | Shares as a percentage of total number of shares {i.e., Grant 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 warrants of the same class | Number of convertible securities held | % w.r.t total number of convertible securities of the same class | |
| 1 | RAJIV VERMA | 723600 | 4.69 | 0 | 0.00 | 0 | 0.00 | 0.00 |
| 2 | BCL EMPLOYEES BENEFIT TRUST | 651333 | 4.22 | 0 | 0.00 | 0 | 0.00 | 0.00 |
| 3 | KISHORE TULLA | 393650 | 2.55 | 0 | 0.00 | 0 | 0.00 | 0.00 |
| 4 | ASAD LATIF | 200000 | 1.30 | 0 | 0.00 | 0 | 0.00 | 0.00 |
| 5 | VIKRAM SIMHA TORPUNURI | 194717 | 1.26 | 0 | 0.00 | 0 | 0.00 | 0.00 |
| 6 | JAI KUMAR | 180000 | 1.17 | 0 | 0.00 | 0 | 0.00 | 0.00 |
| 7 | NALLURI CHANDRASHEKARAN MURTHY | 166000 | 1.07 | 0 | 0.00 | 0 | 0.00 | 0.00 |
| | | | | | | | | |
| | | | | | | | | |
| | TOTAL : | 2509300 | 16.25 | 0 | 0.00 | 0 | 0.00 | 0.00 |



| (I)(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 |
| | | No. of Shares held | As a % of grand total (A)+(B)+(C) | Pledge Shares | AS a percent age | AS a % of grand total (A) + (B) + (C) of sub-clause (I)(a) | Number of warrants held | AS a % total number of warrants of the same | Number of convertible securities held | AS a % total number of convertible securities | |
| (I) | (II) | (III) | (IV) | (V) | (VI)=(V) | (VII) | (VIII) | (IX) | (X) | (XI) | (XII) |
| 1 | SANJIV GUPTA | 866,100 | 5.61% | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.00 |
| 2 | MONICA G | 60,100 | 0.39% | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.00 |
| 3 | RAJIV GUPTA | 1,268,400 | 8.21% | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.00 |
| 4 | MAS TRADING AND INVESTMENT LTD | 167,000 | 1.08% | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.00 |
| 5 | BODHTREE SOLUTIONS INC | 9,000,000 | 58.28% | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.00 |
| | TOTAL : | 11361600 | 73.57% | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.00 |



| (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 | Number of shares held | Shares as a percentage of total number of shares {i.e., Grant total (A)+(B)+(C) indicated in Statement at para (I)(a) above} | Details of warrants | | Details of convertible securities | | (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 | |
| | | 0 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.00 |
| | | | | | | | | |
| | | | | | | | | |
| | TOTAL : | 0 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.00 |



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

| SI No. | Name of the shareholder | CAT CODE | No. of locked-in shares | Locked-in shares as a percentage of total no. of shares i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above) |
|--------|-------------------------|----------|-------------------------|--|
| 1 | Bodhtree Solutions Inc. | PRO | 22,50,000 | 14.57 |
| 2 | Sandhya Rachapalle | PUB | 25,000 | 0.16 |
| | Total | | 2275000 | 14.73 |

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

| SI No. | Type of outstanding DR (ADRs, GDRs, SDRs, etc.) | No. of outstanding DRs | No. of shares underlying outstanding DRs | Shares underlying outstanding DRs as a percentage of total no. of shares i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above) |
|--------|---|------------------------|--|---|
| 1 | | - N A - | | |
| | TOTAL | | | |

(II)(b) Statement showing Holding of Depository Receipts (DRs), where underlying shares are in excess of 1% of the total number of shares

| SI No. | Name of the DR Holders | Type of outstanding DR (ADRs, GDRs, SDRs, etc.) | No. of shares underlying outstanding DRs | Shares underlying outstanding DRs as a percentage of total no. of shares i.e., Grand Total (A)+(B)+(C) indicated in |
|--------|------------------------|---|--|---|
| 1 | | - N A - | | |
| | TOTAL | | | |

