

**Format for Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Name of the Target Company (TC)	NIIT LIMITED ("the Company")		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Arvind Thakur PAC are listed in Annexure I of the Form		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited		
Details of the <del>acquisition</del> / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
<b>Before the <del>acquisition</del>/ disposal under consideration, holding of :</b>			
a) Shares carrying voting rights	52,828,676	31.388%	31.388%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)			
c) Voting rights (VR) otherwise than by shares			
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)			
e) Total (a+b+c+d)	52,828,676	31.388%	31.388%
<b>Details of <del>acquisition</del>/sale</b>			
a) Shares carrying voting rights acquired/sold	NIIT Limited had offered Buyback of up to 26,800,000 fully paid-up Equity Shares of face value INR 2/- each on a proportionate basis from the eligible shareholders by way of tendering of shares through the Stock Exchange mechanism, for cash, at a price of INR 125/- per Equity Share in accordance with the provisions of the Companies Act, 2013 and SEBI (Buyback of Securities) Regulations, 2018.		
b) VRs acquired/sold otherwise than by shares			
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold			
d) Shares encumbered/ invoked/ released by the acquirer			
e) Total (a+b+c+/-d)			

	Arvind Thakur, part of Promoter/ Promoter Group, amongst others, has tendered 52,734 equity shares in the Buyback out of his entitlement as on the Record date i.e. October 18, 2019. Details are mentioned in Annexure I.		
<b>After the acquisition/ sale, holding of :</b>			
a) Shares carrying voting rights	48,604,637	34.348%	34.348%
b) Shares encumbered with the acquirer			
c) VRs otherwise than by shares			
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	48,604,637	34.348%	34.348%
e) Total (a+b+c+d)			
Mode of acquisition/ sale (e.g. open market / off-market/ public issue / rights issue / preferential allotment / inter-se transfer etc.)	Tendering of shares in the Buyback by the Company through the Stock Exchange mechanism		
Date of acquisition/ sale of shares/ VR or date of receipt of intimation of allotment of shares, whichever is applicable	16 December 2019		
Equity share capital / total voting capital of the TC before the said acquisition/ sale	Rs. 336,616,802/- divided into 168,308,401 shares of Rs. 2 each (excluding 6,000 forfeited shares)		
Equity share capital/ total voting capital of the TC after the said acquisition/ sale	Rs. 283,016,802/- divided into 141,508,401 shares of Rs. 2 each (excluding 6,000 forfeited shares)		
Total diluted share/voting capital of the TC after the said acquisition/ sale	Rs. 283,016,802/- divided into 141,508,401 shares of Rs. 2 each (excluding 6,000 forfeited shares)		

**Note:**

(\*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(\*\*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

**Signature of the acquirer/ seller/ authorized signatory**



Name & Signature: Arvind Thakur

Date: 18 December 2019

Place: Faridabad

**Annexure I to Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Details of shareholdings of Persons acting in Concert

S. No.	Name of the Shareholder	No. of shares held	% of share-holding	No. of shares acquired/ (disposed)	% of share-holding acquired/ (disposed) <sup>@</sup>	No. of shares held	% of share-holding
1	Thadani Family Trust (Through its Trustee Mr. Vijay Kumar Thadani)	25,915,838	15.398	(2,085,773)	1.474	23,830,065	16.840*
2	Pawar Family Trust (Through its Trustee Mr. Rajendra Singh Pawar)	25,366,521	15.071	(2,085,532)	1.474	23,280,989	16.452*
3	Arvind Thakur	659,242	0.392	(52,734)	0.037	606,508	0.429*
4	Neeti Pawar jointly with Rajendra Singh Pawar	427,326	0.254	-		427,326	0.302**
5	Rajendra Singh Pawar jointly with Neeti Pawar	155,000	0.092	-		155,000	0.110**
6	Urvashi Pawar	56,250	0.033	-		56,250	0.040**
7	Unnati Pawar	56,242	0.033	-		56,242	0.040**
8	Udai Pawar	7,500	0.004	-		7,500	0.005**
9	RS Pawar - HUF	2,527	0.002	-		2,527	0.002**
10	Vijay Kumar Thadani jointly with Renuka Vijay Thadani	155,000	0.092	-		155,000	0.110**
11	Renuka Vijay Thadani jointly with Vijay Kumar Thadani	1,000	0.001	-		1,000	0.001**
12	VK Thadani - HUF	2,527	0.002	-		2,527	0.002**
13	*Ms. Veena Uberoi jointly with Mr. Vijay Kumar Thadani	14,624	0.009	-		14,624	0.010**
14	*Ms. Veena Uberoi	840	0.000	-		840	0.001**
15	Ms. Santosh Dogra	1,687	0.001	-		1,687	0.001**
16	Ms. Renu Kanwar jointly with Ms. Vandana Katoch	2,339	0.001	-		2,339	0.002**
17	Ms. Janki Jamwal jointly with Ms. Neeti Pawar	652	0.000	-		652	0.000**
18	Ms. Janki Jamwal jointly with Mr. Pramod Singh Jamwal	562	0.000	-		562	0.000**
19	Ms. Janki Jamwal jointly with Ms. Keerti Katoch	562	0.000	-		562	0.000**
20	Mr. Kailash K Singh jointly with Mr. Yogesh Singh	750	0.000	-		750	0.001**
21	Mr. Vinod Chablani jointly with Ms. Ruby Chablani	1,687	0.001	-		1,687	0.001**

22	Pace Industries Private Limited	-	-	-	-	-	-
23	Global Solutions Private Limited	-	-	-	-	-	-
<b>Total</b>		<b>52,828,676</b>	<b>31.388</b>			<b>48,604,637</b>	<b>34.348</b>

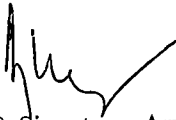
*@Percentage is on the basis of pre-buyback equity share capital of the Company*

*\*Percentage represent change in shareholding due to actual participation by eligible shareholders of the Company in the Buyback and acceptance by the Company of 2,68,00,000 equity shares and consequent extinguishment of equity shares so bought back and on the basis of post buyback equity share capital of the Company.*

*\*\* Percentage represent change in shareholding owing to extinguishment of 2,68,00,000 equity shares bought back and on the basis of post buyback equity share capital of the Company.*

*\*Ms. Veena Uberoi passed away and these Shares are under the process of transmission in the name of her daughter, Ms. Rasina Uberoi.*

**Signature of the acquirer/ seller/ authorized signatory**



Name & Signature: Arvind Thakur

Date: 18 December 2019

Place: Faridabad