

NIIT

NIIT Limited

85, Sector 32 Institutional
Gurgaon 122 001, India
Tel: +91 (124) 4293000
Fax: + 91 (124) 4293333
Email: info@niit.com

Registered Office:
8, Balaji Estate, First Floor
Guru Ravi Das Marg, Kalkaji
New Delhi 110 019, India
CIN: L74899DL1981PLC015865

www.niit.com

The Manager
National Stock Exchange of India Ltd
Listing Department
Exchange Plaza
5th Floor, Plot no C/1, G Block
Bandra Kurla Complex
Bandra (E), Mumbai – 400 051

The Manager
BSE Limited
Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400 001

Sub : Submission of Reports under Regulation 10 (6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 pursuant to Scheme of Arrangement which was approved by Hon'ble High Court of Delhi at New Delhi Order dated May 8, 2015

Dear Sir,

This is with regard to acquisition of shares by NIIT Limited from Scantech Evaluation Services Limited, pursuant to Scheme of Arrangement between NIIT Limited and Evolv Services Limited and Scantech Evaluation Services Limited and NIIT Online Learning Limited and Hole-in-the-Wall Education Limited and their Respective Shareholders & Creditors, as approved by Hon'ble High Court of Delhi at New Delhi Order dated May 8, 2015. Scantech Evaluation Services Limited, a wholly owned subsidiary of NIIT Limited was holding 1,44,93,480 equity shares constituting [23.74]% in NIIT Technologies Limited. Scantech Evaluation Services Limited got merged into NIIT Limited pursuant to the aforesaid Scheme as approved by Hon'ble High Court and all assets/ liabilities including shareholding held by Scantech Evaluation Services Limited in NIIT Technologies Limited, got vested in NIIT Limited. **The Scheme became effective on May 23, 2015 by filing of copy of Order with the Registrar of Companies and the same was also informed to you vide our letter dated May 25, 2015.**

The said Scheme was approved by BSE Limited and National Stock Exchange of India Limited on December 2, 2014. The Company had submitted necessary documents in relation to the Scheme with the Stock Exchanges and ROC within due date. However, due to inadvertent omission, Report under Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, could not be submitted in time. Therefore, now we are submitting the attached Report.

Enclosed herewith please find Report under Regulation 10(6) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Kindly take the same on your record.

For NIIT Limited

Authorized Signatory
Place : Gurugram
Date : June 4, 2019



Encl.:a.a.

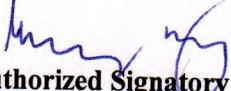
Format for Disclosures under Regulation 10(6) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

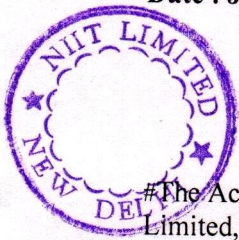
1.	Name of the Target Company (TC)	NIIT Technologies Limited	
2.	Name of the acquirer(s)	NIIT Limited	
3.	Name of the stock exchange where shares of the TC are listed	BSE Limited National Stock Exchange of India Limited	
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	<p>Transfer pursuant to Scheme of Arrangement between NIIT Limited and Evolv Services Limited and Scantech Evaluation Services Limited and NIIT Online Learning Limited and Hole-in-the-Wall Education Limited and their Respective Shareholders & Creditors, as approved by Hon'ble High Court of Delhi at New Delhi Order dated May 8, 2015. The Scheme became effective on May 23, 2015 by filing of Order with the Registrar of Companies and the same was also informed to you vide our letter dated May 25, 2015.</p> <p>Scantech Evaluation Services Limited, a wholly owned subsidiary of NIIT Limited was holding 1,44,93,480 equity shares in NIIT Technologies Limited. Scantech Evaluation Services Limited got merged into NIIT Limited pursuant to the aforesaid Scheme as approved by Hon'ble High Court and all assets/ liabilities including shareholding held by Scantech Evaluation Services Limited in NIIT Technologies Limited, got vested in NIIT Limited</p>	
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10 (1) (d) (iii)	
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, - whether disclosure was made and whether it was made within the timeline specified under the regulations. - date of filing with the stock exchange.	<p>Not applicable</p> <p>Not applicable</p> <p>Not applicable</p>	
7.	Details of acquisition	Disclosures required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made
a.	Name of the transferor / seller	Not applicable	Not applicable
b.	Date of acquisition	Not applicable	Not applicable
c.	Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	Not applicable	Not applicable
d.	Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	Not applicable	Not applicable



e.	Price at which shares are proposed to be acquired / actually acquired	Not applicable		Not applicable	
8.	Shareholding details	Pre-Transaction		Post-Transaction	
		No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
	Each Acquirer / Transferee# (NIIT Limited)	-	-	1,44,93,480	23.74
	Each Seller / Transferor (Scantech Evaluation Services Limited)	1,44,93,480	23.74	-	-

For NIIT Limited


Authorized Signatory
Place : Gurugram
Date : June 4, 2019



#The Acquirer indirectly held 23.74% through, its wholly owned subsidiary, Scantech Evaluation Services Limited, which after the scheme becoming effective got vested with NIIT Limited.