

**NIIT Limited**

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[www.niit.com](http://www.niit.com)

**September 23, 2020**

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

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

**Sub: Submission of Summary of the proceedings of the 37<sup>th</sup> Annual General Meeting of the Company held on September 22, 2020, pursuant to Schedule III read with Regulation 30 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015**

Dear Sir,

This is to inform you that the 37<sup>th</sup> Annual General Meeting of the Members of the Company (“the AGM”/“the Meeting”) was held on Tuesday, September 22, 2020 at 04.00 P.M IST through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”).

Mr. Rajendra S Pawar, Chairman presided over the Meeting and called the Meeting to order as requisite quorum was present.

All directors, Chief Executive Officer, Chief Financial Officer, Company Secretary, Representatives of Statutory Auditors and Secretarial Auditors, and Scrutinizer were present in the meeting through VC/OAVM.

The Chairman welcomed all attending the Annual General Meeting and called the meeting to order as requisite quorum was present.

Mr. Deepak Bansal, the Company Secretary provided general instruction for annual general meeting through video conferencing/other audio visual means and also informed that the statutory registers and other requisite documents were available for inspection of members electronically.

He also informed the Members that the Company had provided the remote e-voting facility on the e-voting portal of National Securities Depository Limited (NSDL) to the Members of the Company in respect of the businesses mentioned in the Notice of the AGM. The remote e-voting commenced at 9:00 a.m. on Friday, September 18, 2020 and closed at 5:00 p.m. on Monday, September 21, 2020. Members who have not cast their votes yet and participating in this meeting will have opportunity to cast their votes through the e-voting system provided by NSDL. E-voting window will be activated when announced in



the meeting. Mr. Nityanand Singh, Company Secretary of M/s Nityanand Singh & Co., was appointed as scrutinizer for scrutinizing the remote e-voting and e-voting at the Meeting.

With the consent of the members, the notice convening the AGM of the Company, the Audited Annual Financial Statements for the financial year ended March 31, 2020, Boards' Report and the Auditor's Report were taken as read. It was also informed that there is no qualification, reservation or adverse remark in the Statutory Auditors' Report and the Secretarial Auditors' Report.

The Chairman delivered his speech on the operations, achievements & future outlook of the Company.

The following business to be transacted, as mentioned at item no 1 to item no 7 in the Notice of AGM, were explained and 'Questions & Answers' session was opened for the members. The management responded to the queries posted by the members.

S. No.	Particulars of Business	Nature of Resolution
<b>Ordinary Business</b>		
1.	Adoption of: a) the Audited Standalone Financial Statement of the Company for the financial year ended March 31, 2020 together with the Reports of the Board of Directors and Auditors thereon; and b) the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2020 together with the Report of the Auditors thereon.	Ordinary
2.	Confirmation of payment of Interim Dividend and Declaration of Final Dividend on Equity Shares of the Company for the financial year ended March 31, 2020	Ordinary
3.	Appointment of Mr. Vijay Kumar Thadani (DIN: 00042527) as a Director, who retires by rotation and being eligible, offers himself for re-appointment	Ordinary
<b>Special Business</b>		
4.	Ratification of remuneration of Cost Auditor for the financial year 2019-20	Ordinary
5.	Approval for payment of remuneration to Mr. Rajendra Singh Pawar, Non-Executive Director & Chairman of the Company	Special
6.	Approval for amendment in NIIT Employees Stock Options Plan 2005 ("ESOP 2005")	Special
7.	Approval for grant of options to eligible employees of holding /subsidiaries of the Company under amended NIIT Employees Stock Options Plan 2005 ("ESOP 2005")	Special

Thereafter, the Chairman announced for the e-voting on the aforesaid items as set out in the Notice of the AGM. He further authorized Mr. Deepak Bansal, Company Secretary to declare the voting results and place the results on the website of the Company in accordance with the provisions of the Act and Listing Regulations.

The meeting was concluded with a vote of thanks.

The Company will separately intimate the voting results to the stock exchanges.

Thanking you,

Yours truly,  
For **NIIT Limited**

**Deepak Bansal**  
Company Secretary