

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: L74899DL1981PLC015665

www.niit.com

August 10, 2019

BSE Limited

Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400001

National Stock Exchange Limited

Listing Department
Exchange Plaza
5th Floor, Plot No. C/1, G Block,
Bandra Kurla Complex
Bandra (E), Mumbai-400051

Scrip Code: BSE-500304 NSE- NIITLTD

Dear Sir,

Subject: Disclosure under Regulation 30 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015

In terms of Regulation 30 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 ("Listing Regulations") read with Part A of Schedule III of Listing Regulations, we wish to inform you that NIIT Limited ("Company") has entered into a Share Purchase Agreement dated August 10, 2019, with Genpact Consulting (Singapore) Pte Ltd ("Genpact") and NIIT Institute of Process Excellence Limited ("NIPE"), in terms of which Company has agreed to acquire 55,00,000 equity shares of NIPE, the joint venture company having face value of Rs. 10/- (Rupees Ten Only) each constituting 25% of the aggregate issued and paid-up share capital of NIPE from Genpact, its joint venture partner for an aggregate cash consideration of Rs. 55 million. The Board has approved the aforesaid acquisition of shares in the meeting held on August 10, 2019.

The Company is already holding 75% of the aggregate issued and paid up share capital of the NIPE and post aforesaid acquisition, NIPE will become a wholly owned subsidiary of the Company.

Necessary disclosure in requisite format in terms of Regulation 30 of Listing Regulations is enclosed herewith and marked as "Annexure A".

This is for your information and record purpose only.

For NIIT Limited


Deepak Bansal

Company Secretary & Compliance Officer



Disclosure of Acquisition (including agreement to acquire) in terms of Regulation 30 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 ("Listing Regulations") read with Schedule III of the Listing Regulations.

a)	Name of the Target Entity, details in brief such as size, turnover etc.	Name of Target Company: NIIT Institute of Process Excellence Limited, a company incorporated under the provisions of Companies Act, 1956 with CIN U72300DL2008PLC176254 and having its registered office at 8, Balaji Estate, First Floor, Guru Ravi Das Marg, Kalkaji, new Delhi-110019 ("NIPE") As per the audited financial statement of NIPE for the financial year ended March 31, 2019, the gross turnover of the NIPE was Rs. 86,072,626/- and net profit was Rs. 14,186,518/-.
b)	Whether the acquisition would fall within related party transaction(s) and whether the promoter / promoter group / group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length".	No
c)	Industry to which entity being acquired belongs.	Education Training Industry
d)	Objects and effect of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if the business is outside the main line of business of the listed entity)	Before acquisition, Company was holding 75% of the aggregate issued and paid up share capital of NIPE. Now, as a strategic business decision, Company has entered into a share purchase agreement with Genpact Consulting (Singapore) Pte Ltd ("Genpact") and NIPE to acquire remaining 25% of the aggregate issued and paid up share capital of NIPE. Accordingly post completion of the acquisition, NIPE will become a wholly owned subsidiary of the Company.



e)	Brief details of any governmental or regulatory approvals required for the acquisition.	No Government or Regulatory approval is required for the acquisition.								
f)	Indicative time period for completion of the acquisition.	Approximately 60 days, subject to completion of procedural formalities.								
g)	Nature of consideration - whether cash consideration or share swap and details of the same.	Cash Consideration								
h)	Cost of acquisition or the price at which shares are acquired.	Rs. 55 million								
i)	Percentage of shareholding / control acquired and / or number of shares acquired.	<p>55,00,000 equity shares of having face value of Rs. 10/- each constituting 25% of the aggregate issued and paid-up share capital of NIPE.</p> <p>Post-acquisition, Company will hold 100% of the aggregate issued and paid up share capital of NIPE and accordingly, NIPE will become a wholly owned subsidiary of the Company.</p>								
j)	Brief background about the entity acquired in terms of product / line of business acquired, date of incorporation, history of last three years turnover, country in which the acquired entity has presence and any other significant information (in brief).	<p>NIPE is a company incorporated under the provisions of Companies Act, 1956 on April 2, 2008 and is engaged in the business of training suitable resources for the BPO industry and carrying out allied services in India and expanding operations to other countries.</p> <p>The Turnover of NIPE for last three years is mentioned as below:</p> <table border="1"> <thead> <tr> <th>Financial year ended</th> <th>Turnover (in Rs.)</th> </tr> </thead> <tbody> <tr> <td>For FY ended March 31, 2017</td> <td>195,865,270</td> </tr> <tr> <td>For FY ended March 31, 2018</td> <td>136,192,503</td> </tr> <tr> <td>For FY ended March 31, 2019</td> <td>86,072,626</td> </tr> </tbody> </table>	Financial year ended	Turnover (in Rs.)	For FY ended March 31, 2017	195,865,270	For FY ended March 31, 2018	136,192,503	For FY ended March 31, 2019	86,072,626
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