December 24, 2020

The Manager
National Stock Exchange of India Limited
Listing Department
Exchange Plaza
5th Floor, Plot no C/1, G Block
Bandra Kurla Complex
Bandra (East), Mumbai - 400051

The Manager
BSE Limited
Corporate Relationship Department
1st Floor, New Trading Wing,
Rotunda Building
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400001

Subject: **Outcome of Board Meeting – Proposal for buyback of equity shares of NIIT Limited ("the Company")**

Scrip code: **NSE - NIITLTD | BSE - 500304**

Dear Sirs,

Further to our intimation dated December 21, 2020 and in terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors of the Company at its meeting held on December 24, 2020 (which commenced at 05.50 p.m. and concluded at 07.10 p.m.) has inter-alia approved a proposal for buyback of up to 9,875,000 fully paid-up equity shares of the Company of face value Rs. 2 each, being approximately 6.978% of the total issued and paid up equity share capital of the Company as per the audited consolidated and standalone financial statements **("Audited Financial Statements")** as at and for the period ended March 31, 2020 for an aggregate amount not exceeding Rs. 2,370,000,000 (Rupees Two Thousand Three hundred and Seventy million only), which is not exceeding 25% of the aggregate of the total issued and paid up equity share capital and free reserves as per the Audited Financial Statements of the Company as at and for the period ended March 31, 2020 ("hereinafter referred to as the "**Buyback Size**") at a price of Rs. 240/- (Rupees Two hundred and forty only) per Equity Share (hereinafter referred to as the **"Buyback Price") ("Buyback").** The Buyback is proposed to be made from the shareholders of the Company as on a record date on a proportionate basis under the tender offer route using the Stock Exchange mechanism in accordance with the provisions of SEBI (Buyback of Securities) Regulations, 2018 (hereinafter referred to as the **"Buyback Regulations")** and the Companies Act, 2013 and rules made thereunder. The Buyback Size does not include expenses incurred or to be incurred for the buyback such as filing fees, stock exchange fees, advisory fees, public announcement publication expenses, printing and dispatch expenses, brokerage, applicable taxes *inter alia* including buy back taxes, securities transaction tax, good & services tax, stamp duty and other incidental and related expenses **("Transaction Cost").** The Buyback is subject to the approval of the shareholders by passing a special resolution through postal ballot.

The public announcement setting out the process, timelines and other requisite details will be released in due course in accordance with the Buyback Regulations. The pre-buyback shareholding pattern of the Company as on December 18, 2020 is enclosed herewith as **Annexure A.**

The above information is also available on the website of the Company i.e. www.niit.com.

This is for your information and records.

Thanking you

Yours Truly,

For NIIT Limited

Deepak Bansal
Company Secretary &
Compliance Officer

Encls: a/a

Annexure A

Pre-buyback shareholding pattern of the Company as on December 18, 2020

Sr. No	Particulars	No. of shareholders*	Number of Equity Shares held	% of total equity share capital
1	Promoter and Promoter Group	20	48604637	34.27
2	Mutual Funds	5	11382252	8.03
3	Banks	7	11344	0.01
4	Corporate Bodies	682	9621860	6.78
5	Insurance Companies	4	682886	0.48
6	Foreign Portfolio Investors	81	33774559	23.82
7	Central Govt./State Govt.	1	15000	0.01
8	Alternate Investment Fund	1	4048994	2.85
9	Individual Shareholders	62610	30921679	21.81
10	HUF	1290	1344091	0.95
11	NRI	1036	1398717	0.99
12	Trusts	4	2112	0.00
Total		**65741**	**141808131**	**100.00**

*PAN based reporting