



August 6, 2020

**The Secretary**

BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort  
Mumbai 400001  
E-mail: [corp.relations@bseindia.com](mailto:corp.relations@bseindia.com)

**The Secretary**

National Stock Exchange of India Limited  
Exchange Plaza, 3<sup>rd</sup> Floor  
Plot No.3-1 "G" Block, I.F.B. Centre,  
Bandra-Kurla-Complex, Bandra (East)  
Mumbai – 400 051  
Email: [takeover@nse.co.in](mailto:takeover@nse.co.in)

**The Compliance Officer**

NIIT Limited  
8, Balaji Estate, First Floor  
Guru Ravi Das Marg, Kalkaji  
New Delhi 110019  
E-mail: [investors@niit.com](mailto:investors@niit.com)

**BY E-MAIL**

Dear Sirs

**Subject: Disclosure under Regulation 29 (1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations 2011 ("Takeover Regulations")**

This is to inform you that Massachusetts Institute of Technology ("Acquirer") had acquired 8,820,000 equity shares of NIIT Limited ("Company") on 5 August 2020, which coupled with its previous holding in the Company, has crossed the 5% threshold.

Accordingly, please find enclosed a disclosure under Regulation 29(1) of the Takeover Regulations.

Kindly take the above on record.

Thanking you

Yours faithfully

FOR MASSACHUSETTS INSTITUTE OF TECHNOLOGY

A handwritten signature in black ink that reads "Seth R".

Name: Seth Alexander

Designation: President of MITIMCo & Authorized Signatory

Encl: As above

**Disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

**Part A – Details of the Acquisition**

Name of the Target Company ("TC")	NIIT Ltd		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	<b>Acquirer</b> – Massachusetts Institute of Technology		
Whether the acquirer belongs to Promoter / Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	<ul style="list-style-type: none"> <li>• The National Stock Exchange of India Limited</li> <li>• BSE Limited</li> </ul>		
Details of the acquisition 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 acquisition under consideration, holding of acquirer along with PACs of:</b>			
a) Shares carrying voting rights	5,820,000	4.11%	4.11%
b) Shares in the nature of encumbrance (pledge / lien / non-disposal undertaking / others)	NA	NA	NA
c) Voting rights (VR) otherwise than by equity shares	NA	NA	NA
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)	NA	NA	NA
e) Total (a+b+c+d)	5,820,000	4.11%	4.11%
<b>Details of acquisition</b>			
a) Shares carrying voting rights acquired	3,000,000	2.12%	2.12%
b) VRs acquired otherwise than by equity shares	NA	NA	NA
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	NA	NA	NA

d) Shares in the nature of encumbrance (pledge / lien / non-disposal undertaking / others)	NA	NA	NA
e) Total (a+b+c+/-d)	3,000,000	2.12%	2.12%
<b>After the acquisition, holding of acquirer along with PACs of:</b>			
a) Shares carrying voting rights	8,820,000	6.23%	6.23%
b) VRs otherwise than by equity shares	NA	NA	NA
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) after acquisition	NA	NA	NA
d) Shares in the nature of encumbrance (pledge / lien / non-disposal undertaking / others)	NA	NA	NA
e) Total (a+b+c+d)	8,820,000	6.23%	6.23%
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se Transfer/encumbrance, etc.)	Open Market		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Not Applicable		
Date of acquisition of / date of receipt of intimation of allotment of shares / VR / warrants / convertible securities / any other instrument that entitles the acquirer to receive shares in the TC.	5 August 2020		
Equity share capital / total voting capital of the TC before the said acquisition	INR 28,31,94,554/- (14,15,97,277 shares INR 2 each)		
Equity share capital / total voting capital of the TC after the said acquisition	INR 28,31,94,554/- (14,15,97,277 shares INR 2 each)		
Total diluted share / voting capital of the TC after the said acquisition	INR 28,31,94,554/- (14,15,97,277 shares INR 2 each)		

For **MASSACHUSETTS INSTITUTE OF TECHNOLOGY**

DocuSigned by:  
  
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Name: Seth Alexander

Designation: **President of MITIMCo & Authorized Signatory**

Place : Cambridge, MA USA

Date : August 6, 2020

**Note:**

(\*) Total share capital / voting capital to be taken as per the latest filing done by the Target Company to the Stock Exchange under Regulation 31 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(\*\*) 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.

(\*\*\*) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.