

**NIIT Limited**

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CIN: L74899DL1981PLC015865

www.niit.com

August 5, 2022

The Manager
National Stock Exchange of India Limited
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 Summary of the proceedings of the 39th Annual General Meeting of NIIT Limited (“the Company”) held on August 5, 2022, 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 39th Annual General Meeting of the Members of the Company (“the AGM”/“the Meeting”) was held on Friday, August 5, 2022 at 11.30 A.M (IST) through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”).

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

Following Directors and officials were present in the meeting through VC/OAVM:

Name	Designation
Mr. Rajendra Singh Pawar	: Chairman
Mr. Vijay Kumar Thadani	: Vice-Chairman & Managing Director
Mr. Parappil Rajendran	: Joint Managing Director
Mr. Sapnesh Kumar Lalla	: Executive Director & Chief Executive Officer
Ms. Geeta Mathur	: Independent Director; Chairperson of Audit Committee, and Risk Management Committee
Mr. Anand Sudarshan	: Independent Director; Chairperson of Nomination & Remuneration Committee, and Stakeholders Relationship Committee
Mr. Ravinder Singh	: Independent Director; Chairperson of Corporate Social Responsibility Committee
Mr. Ravindra Babu Garikipati	: Independent Director
Ms. Leher Vijay Thadani	: Non-Executive Director

Mr. Udai Singh Pawar	:	Non-Executive Director
Mr. Sanjay Mal	:	Chief Financial Officer
Mr. Deepak Bansal	:	Company Secretary
Mr. Ashok Kumar Arora	:	Group Chief Financial Advisor
Mr. Sanjay Bachchani		Partner- S.R. Batliboi & Associates LLP, Statutory Auditors

In addition to above, the Secretarial Auditor and Cost Auditor were present in the Meeting through VC/OAVM.

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

The Chairman welcomed all attending the 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 Monday, August 1, 2022 and closed at 5:00 p.m. on Thursday, August 4, 2022. Further, the Members present at the meeting and who could not cast their votes through remote e-voting, were provided the opportunity to cast their votes at the meeting through the e-voting system provided by NSDL.

With the consent of the members, the notice convening the 39th AGM of the Company, the Audited Annual Financial Statements for the financial year ended March 31, 2022, Board's Report and the Auditors' 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 Auditor's Report.

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

The following business, 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 queries raised by the Members were responded.

S. No.	Particulars of Business	Nature of Resolution
Ordinary Business		
1.	Adoption of: a) the Audited Standalone Financial Statement of the Company for the financial year ended March 31, 2022 and 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, 2022 and the Report of the Auditors thereon.	Ordinary
2.	Appointment of Mr. Rajendra Singh Pawar (DIN: 00042516) as a Director, who retires by rotation and being eligible, offers himself for re-appointment	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
4.	Reappointment of Statutory Auditors of the Company and fixation of their remuneration	Ordinary
Special Business		
5.	Ratification of remuneration of Cost Auditor for the financial year 2021-22	Ordinary
6.	Approval of remuneration to Mr. Rajendra Singh Pawar (DIN: 00042516), Non-executive Director & Chairman of the Company for the period June 1, 2022 to May 31, 2023	Special
7.	Approval of remuneration to Mr. Vijay Kumar Thadani (DIN: 00042527), Vice-Chairman & Managing Director of the Company during the remaining period of his tenure i.e. from April 1, 2022 till March 31, 2024	Special


Thereafter, the Chairman thanked the members for their continuous support and for attending and participating at the Meeting and requested the members to complete e-voting for next 15 minutes. 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 at 12:46 P.M. (including time of e-voting).

The voting results shall be intimated to the stock exchanges separately.

Thanking you,

Yours truly,
For **NIIT Limited**


Deepak Bansal
Company Secretary