

Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	NIIT Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Pace Industries Private Limited (Acquirer) PAC are listed in attached Annexure		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited		
Details of the acquisition / disposal / holding of shares/ Voting rights/ holding of the Acquirer and PAC	Number	% w.r.t.total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition under consideration, holding of :			
a) Shares carrying voting rights	5,64,73,335	34.12%	34.12%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	-	-	-
e) Total (a+b+c+d)	5,64,73,335	34.12%	34.12%
Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold	As per Annexure	As per Annexure	As per Annexure
b) VRs acquired /sold otherwise than by shares	-	-	-
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/sold	-	-	-
d) Shares encumbered / invoked/released by the acquirer	-	-	-
e) Total (a+b+c+/-d)	-	-	-

After the acquisition/sale, holding of:

a) Shares carrying voting rights	5,64,73,335	34.12%	34.12%
b) Shares encumbered with the acquirer	-	-	-
c) VRs otherwise than by shares	-	-	-
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) after acquisition	-	-	-
e) Total (a+b+c+d)	5,64,73,335	34.12%	34.12%

Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Inter-se Transfer among the Promoter and PAC
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	17 March 2016
Equity share capital / total voting capital of the TC before the said acquisition / sale	33,09,96,466
Equity share capital/ total voting capital of the TC after the said acquisition / sale	33,09,96,466
Total diluted share/voting capital of the TC after the said acquisition	33,09,96,466

(* Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) 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.

For Pace Industries Private Limited


Authorized Signatory

Place : New Delhi

Date : March 17, 2016

Annexure to Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Details of shareholdings of Promoters, Promoter Group and Persons acting in Concert

S. No.	Name of the Shareholder	Shareholding before acquisition/ disposal		Acquisition/ Disposal		Shareholding after acquisition/ disposal	
		No. of shares held	% of shareholding	No. of shares held	% of shareholding	No. of shares held	% of shareholding
1	V.K. Thadani HUF	2,527	0.00	-	-	2,527	0.00
2	Renuka Vijay Thadani & Vijay Kumar Thadani	33,89,492	2.03	-	-	33,89,492	2.05
3	Vijay Kumar Thadani & Renuka Vijay Thadani	1,55,000	0.09	-	-	1,55,000	0.09
4	Global Solutions Private Limited	2,25,27,346	13.61	-	-	2,25,27,346	13.61
5	R.S. Pawar HUF	2,527	0.00	-	-	2,527	0.00
6	Neeti Pawar & Rajendra Singh Pawar	22,89,934	1.38	-18,62,608	-1.125	4,27,326	0.26
7	Rajendra Singh Pawar & Neeti Pawar	1,55,000	0.09	-	-	1,55,000	0.09
8	Udai Pawar	7,500	0.01	-	-	7,500	0.01
9	Urvashi Pawar	56,250	0.03	-	-	56,250	0.03
10	Unnati Pawar	56,242	0.03	-	-	56,242	0.03
11	Pace Industries Private Limited	2,35,03,913	14.20	+18,62,608	+1.125	2,53,66,521	15.33
12	Arvind Thakur	6,59,242	0.40	-	-	6,59,242	0.40
13	AKM Systems Private Limited	36,68,362	2.22	-	-	36,68,362	2.22
	Total	5,64,73,335	34.12			5,64,73,335	34.12

Inter-se Transfer

For Pace Industries Private Limited


Authorized Signatory

Place : New Delhi

Date : March 17, 2016