



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: L74899DL1981PLC015865

www.niit.com

March 15, 2017

**The Manager
BSE Limited**

Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400 001

**The Manager
National Stock Exchange of India Ltd**

Listing Department
Exchange Plaza
5th Floor, Plot no C/1, G Block
Bandra Kurla Complex
Bandra (E), Mumbai – 400 051

Subject: Intimation under Regulation 30 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015

Scrip Code: BSE – 500304; NSE – NIITLTD

Dear Sir,

We would like to inform you that NIIT Limited has received letters from PIPL Management Consultancy and Investment Private Limited ("PIPL") and Global Consultancy and Investment Private Limited ("GCPL") both dated March 15, 2017 (the above mentioned companies hold 15.30% & 15.64% equity shares of NIIT Limited respectively and form part of the promoter/promoter group of NIIT Limited), requesting NIIT Limited to consider the proposal for amalgamation of PIPL and GCPL with NIIT Limited by way of scheme of amalgamation.

The proposal further states that amalgamation of PIPL and GCPL with NIIT Limited is being undertaken as part of promoters' succession planning and the proposed amalgamation would enable the promoters to, inter alia, hold their shares in NIIT Limited directly through their respective family trusts, thereby eliminating multiple layers. The proposed amalgamation would thus lead to simplification of shareholding structure and also demonstrate promoters' direct engagement with NIIT Limited. The proposal also states that this amalgamation will not result in any change in total promoters' shareholding in NIIT Limited and all costs and charges arising out of this amalgamation shall be borne by the promoters.

The aforesaid proposal shall be considered by the Board of the Directors based on recommendation of the Audit Committee of NIIT Limited at its meeting scheduled to be held on Friday, March 24, 2017 and outcome of the same shall be shared with the Stock Exchanges accordingly.



As per the Company's Code of Conduct to Regulate, Monitor and Report Trading by Insiders, the trading window for dealing in the securities of the Company will remain closed for the Directors, KMPs and Designated Persons of the Company covered under the said Code with immediate effect until further intimation by the Company.

You are requested to take note of the same and inform your members accordingly.

Thanking you,

Yours truly,

For NIIT Limited

Deepak Bansal
Company Secretary &
Compliance Officer