

ANNEXURE-2

DISCLOSURES UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

1. Name of the Target Company (TC)	NIIT Technologies Ltd		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Acquirer: Edgbaston Asian Equity Trust ¹ Persons acting in concert: <ul style="list-style-type: none"> • Edgbaston Asian Equity (Jersey) Trust¹ • Edgbaston Investment Partners Limited² 		
3. Whether the acquirer belongs to Promoter/Promoter group	No		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE NSE		
5. 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/disposal under consideration, holding of:			
a) Shares carrying voting rights	a) 3,086,787	a) 5.05%	a) 5.05%
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	b) Nil	b) Nil	b) Nil
c) Voting rights (VR) otherwise than by equity shares	c) Nil	c) Nil	c) Nil
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)	d) Nil	d) Nil	d) Nil

¹ Edgbaston Asian Equity Trust and Edgbaston Asian Equity (Jersey) Trust are sub-accounts of Edgbaston Investment Partners Limited.

² Edgbaston Investment Partners Limited is an FPI and is empowered to exercise voting rights attached to the shares of the target company held by Edgbaston Asian Equity Trust and Edgbaston Asian Equity (Jersey) Trust.

Total (a+b+c+d)	3,086,787	5.05%	5.05%
Details of Acquisition/sale			
a) Shares carrying voting rights acquired/sold	a) 55,380	a) 0.091%	a) 0.091%
b) VRs acquired/sold otherwise than by equity shares	b) Nil	b) Nil	b) Nil
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	c) Nil	c) Nil	c) Nil
d) Shares encumbered/invoked/released by the acquirer	d) Nil	d) Nil	d) Nil
Total (a+b+c+d)	55,380	0.091%	0.091%
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	a) 3,017,141	a) 4.94%	a) 4.94%
b) Shares encumbered with the acquirer	b) Nil	b) Nil	b) Nil
c) VRs otherwise than by equity shares	c) Nil	c) Nil	c) Nil
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	d) Nil	d) Nil	d) Nil
Total (a+b+c+d)	3,017,141	4.94%³	4.94%
6. Mode of acquisition/sale (e.g. open market / off-market/ public issue / rights issue /preferential allotment / inter-se transfer, etc.)	Open market		
7. Date of acquisition of/sale of shares /VR or date or receipt of intimation of allotment of	28 th September 2015		

³ In addition to the Acquirer, a PAC (Edgbaston Asian Equity (Jersey) Trust) has also disposed of certain shares in the TC at the same time resulting in an aggregate of 4.94%.

shares, whichever is applicable	
8. Equity share capital / total voting capital of the TC before the said acquisition/sale	61,108,399*
9. Equity share capital/ total voting capital of the TC after the said acquisition/sale	61,108,399
10. Total diluted share/voting capital of the TC after the said acquisition	61,108,399

Note:

(*) 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: Edgbaston Investment Partners Limited

Place: London, United Kingdom

Date: 30th September 2015

Name: Matthew Myles

