

March 15, 2017

**The Manager  
BSE Limited**

Corporate Relationship Department,  
1<sup>st</sup> 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  
5<sup>th</sup> 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 – 532541; NSE – NIITTECH**

Dear Sir,

We would like to inform you that NIIT Technologies Limited has received letters from PIPL Business Advisors and Investment Private Limited ("PIPL Advisors") and GSPL Advisory and Investment Private Limited ("GCPL Advisory") both dated March 15, 2017 (the above mentioned companies hold 3.55% equity shares, each of NIIT Technologies Limited and forms part of the promoter/promoter group of NIIT Technologies Limited requesting NIIT Technologies Limited to consider the proposal for amalgamation of PIPL Advisors and GSPL Advisory with NIIT Technologies Limited by way of scheme of amalgamation.

The proposal further states that amalgamation of PIPL Advisors and GCPL Advisory with NIIT Technologies Limited is being undertaken as part of promoters' succession planning and the proposed amalgamation would enable the promoter to, inter alia, hold their shares in NIIT Technologies 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 Technologies Limited. The proposal also states that this amalgamation will not result into any change in total promoters' shareholding in NIIT Technologies 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 Technologies 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, KMP and Designated Persons of the Company covered under the said Code with immediate effect to March 26, 2017.

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

Thanking you,

Yours truly,

For NIIT Technologies Limited



**Lalit Kumar Sharma**  
**Company Secretary & Legal Counsel**