



MANAGED
TRAINING
SERVICES

Corporate Office:
Infocity, A-24, Sector 34
Gurugram 122 001, Haryana, India
Tel: +91 (124) 4916500
www.niitmts.com
Email: info@niitmts.com

April 12, 2024

**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 Limited**

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

Subject: Submission of Compliance Certificate under Regulation 40(9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Scrip Code: BSE – 543952; NSE – NIITMTS

Dear Sir/Madam,

Please find attached herewith the Compliance Certificate as prescribed under Regulation 40(9) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the financial year ended March 31, 2024, obtained from Mr. Sanjay Chandak, Company Secretary in Whole-time practice for your reference and record.

Kindly acknowledge the receipt.

Thanking you,

Yours truly,
For **NIIT Learning Systems Limited**

Deepak Bansal
**Company Secretary &
Compliance Officer**

Encl.: a/a

NIIT Learning Systems Limited

(Formerly MindChampion Learning Systems Limited)

Registered Office: Plot No. 85, Sector 32, Institutional Area,
Gurugram 122 001, Haryana, India | Tel: +91 (124) 4293000 | CIN: L72200HR 2001 PLC 099478

CERTIFICATE UNDER REGULATION 40(9) OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 FOR THE PERIOD FROM 8TH AUGUST, 2023 TO 31ST MARCH, 2024.

The Securities and Exchange Board of India (SEBI) vide gazette notification dated 8th June, 2018 and vide its press release dated 3rd December, 2018, amended Regulation 40 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and had mandated transfer of securities only in dematerialized form w.e.f. 01st April, 2019.

Further, SEBI vide gazette notification dated 24th January, 2022 read with SEBI circular no. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated 25th January, 2022 had mandated issuance of certificates or receipts or advices, as applicable in dematerialized form only, while processing the service requests relating to Issue of duplicate securities certificate, Claim from Unclaimed Suspense Account, Renewal / Exchange of securities certificate, Endorsement, Subdivision / Splitting of securities certificate, Consolidation of securities certificates/folios, Transmission and Transposition.

Accordingly, on the basis of examination of the relevant documents relating to **NIIT LEARNING SYSTEMS LIMITED** ('the Company') maintained and provided electronically by KFin Technologies Limited, Registrar and Share Transfer Agents (RTA), pertaining to the period from 8th August, 2023 (Listing & Trading date) to 31st March, 2024 for the purpose of issuing a Certificate as per Regulation 40(9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as informed to us, we hereby certify that, during the period under reference no request for any of the following matters pertaining to equity shares received by the company or its RTA :

- (a) Transfer of securities.
- (b) Sub-division, consolidation, renewal, exchange or endorsement of calls/allotment monies, reissue of certificate.
- (c) Deletion of name of the deceased holder(s) of securities, where the securities are held in the name of two or more holders of securities.
- (d) Transposition of securities, when there is a change in the order of names in which physical securities are held jointly in the name of two or more holders of securities.
- (e) Transmission of securities.

For S. Chandak & Co.
Company Secretaries

Sanjay Chandak

Sanjay Chandak

M.No. 5065 C P No. 3691
UDIN : F005065F000084254

Place : New Delhi
Dated : 10.04.2024