

Form No. MGT-7

Annual Return (other than OPCs and Small Companies)

[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

Refer instruction kit for filing the form

All fields marked in * are mandatory

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

L74899HR1981PLC107123

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2024

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2025

(c) *Type of Annual filing

Original

(d) SRN of MGT-7 filed earlier for the same financial years

iii.

Particulars	As on filing date	As on the financial year end date
Name of the company	NIIT LIMITED	NIIT LIMITED
Registered office address	Plot No. 85 Sector 32, Institutional Area, NA, Gurugram, Gurgaon, Haryana, India, 1220 01	Plot No. 85 Sector 32, Institutional Area, NA, Gurugram, Gurgaon, Haryana, India, 1220 01
Latitude details (as on filing date)	28.44	28.44
Longitude details (as on filing date)	77.03	77.03

(b) *Permanent Account Number (PAN) of the company

AAACN0085D

(c) *e-mail ID of the company

*****a.malhotra@niit.com

(d) *Telephone number with STD code

+911244293000

(e) Website

www.niit.com

iv *Date of Incorporation (DD/MM/YYYY)

02/12/1981

v (a) *Class of Company (as on the financial year end date)
(Private company/Public company/One Person Company)

Public company

(b) *Category of the Company (as on the financial year end date)
(Company limited by shares/Company limited by guarantee/Unlimited company)

Company limited by shares

(c) *Sub-category of the Company (as on the financial year end date)
(Indian Non-Government company/Union Government Company/State Government Company/
Guarantee and association company/Subsidiary of Foreign Company)

Non-government company

vi *Whether company is having share capital (as on the financial year end date)

Yes

vii (a) Whether shares listed on recognized Stock Exchange(s)

Yes

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)
2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)
3		#N/A
4		#N/A

viii Number of Registrar and Transfer Agent

1

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
U74210DL1991PLC042569	ALANKIT ASSIGNMENTS LIMITED	205-208 ANARKALI COMPLEX, JHANDEWALAN	INR000002532

ix *(a) Whether Annual General Meeting (AGM) held

Yes ▼

(b) If yes, date of AGM (DD/MM/YYYY)

26/08/2025

(c) Due date of AGM (DD/MM/YYYY)

30/09/2025

(d) Whether any extension for AGM granted

No ▼

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities

1

S. No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	P	Education	85	Education	100
2		#N/A		#N/A	
3		#N/A		#N/A	
4		#N/A		#N/A	
5		#N/A		#N/A	
6		#N/A		#N/A	
7		#N/A		#N/A	
8		#N/A		#N/A	
9		#N/A		#N/A	
10		#N/A		#N/A	
11		#N/A		#N/A	
12		#N/A		#N/A	
13		#N/A		#N/A	
14		#N/A		#N/A	
15		#N/A		#N/A	

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

i *No. of Companies for which information is to be given

8

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/ Associate/Joint Venture	% of shares held
1	U80903HR2006PLC132078		NIIT INSTITUTE OF FINANCE BANKING AND INSURANCE	Subsidiary	80.72
2	U72200KA2006PTC041205		RPS CONSULTING PRIVATE LIMITED	Subsidiary	100
3			NIIT GC Limited, Mauritius	Subsidiary	100
4			NIIT China (Shanghai)Limited	Subsidiary	100
5			Chongqing NIIT Business Consulting Co. Limited	Subsidiary	65
6			Guizhou NIIT Information Technology	Subsidiary	100
7			NIIT (Guizhou) Education Technology	Subsidiary	100
8			PT NIIT Indonesia (Under Liquidation)	Subsidiary	100

IV SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

i SHARE CAPITAL

(a) Equity share capital

Particulars	Authorized Capital	Issued capital	Subscribed capital	Paid Up capital
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Total number of equity shares	411000000	135593704	135587704	135587704
Total amount of equity shares (in rupees)	0.00	0.00	0.00	0.00

Number of classes

1

Class of shares	Authorized Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity share				
Number of equity shares	411000000	135593704	135587704	135587704
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	0.00	0.00	0.00	0.00

(b) Preference share capital

Number of classes

0

(c) Unclassified share capital

Particulars	Authorized Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	238097	134827125	135065222.00	270130444	270130444	
Increase during the year	0.00	540309.00	540309.00	1485504.00	1485504.00	0.00
i Public Issues	0	0	0.00	0	0	0
ii Rights issue	0	0	0.00	0	0	0
iii Bonus issue	0	0	0.00	0	0	0
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	0
v ESOPs	0	522482	522482.00	1044964	1044964	0
vi Sweat equity shares allotted	0	0	0.00	0	0	0
vii Conversion of Preference share	0	0	0.00	0	0	0
viii Conversion of Debentures	0	0	0.00	0	0	0
ix GDRs/ADRs	0	0	0.00	0	0	0
x Others, specify	0	17827	17827.00	440540	440540	0
Dematerialization of shares						
Decrease during the year	17827.00	0.00	17827.00	440540.00	440540.00	0.00
i Buy-back of shares	0	0	0.00	0	0	0
ii Shares forfeited	0	0	0.00	0	0	0
iii Reduction of share capital	0	0	0.00	0	0	0
iv Others, specify	17827	0	17827.00	440540	440540	0
Dematerialization of shares						
At the end of the year	220270.00	135367434.00	135587704.00	271175408.00	271175408.00	0.00
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0.00
i Issues of shares	0	0	0.00	0	0	0
ii Re-issue of forfeited shares	0	0	0.00	0	0	0
iii Others, specify	0	0	0.00	0	0	0
NA						
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0.00
i Redemption of shares	0	0	0.00	0	0	0
ii Shares forfeited	0	0	0.00	0	0	0
iii Reduction of share capital	0	0	0.00	0	0	0
iv Others, specify	0	0	0.00	0	0	0
NA						
At the end of the year	0.00	0.00	0.00	0.00	0.00	0.00

ISIN of the equity shares of the company

INE161A01038

ii Details of stock split/consolidation during the year (for each class of shares)

0

No

(a) Non-convertible debentures

0

0

0

0

V Turnover and net worth of the company (as defined in the Companies Act, 2013)

1259531492.41

5249284933.47

A Promoters

S.No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	1436603	1.06	0	0.00
	(ii) Non-resident Indian (NRI)	17161	0.01	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

[Details of , Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
Promoters	18	18
Members (Other than Promoters)	113137	111641
Debenture Holders	0	0

VIII DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A Promoter	2	1	2	1	0.22	0.04
B Non-Promoter	1	6	1	6	0.66	0.39
i Non-Independent	1	1	1	1	0.66	0.39
ii Independent	0	5	0	5	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0
ii Investing institutions	0	0	0	0	0	0
iii Government	0	0	0	0	0	0
iv Small share holders	0	0	0	0	0	0
v Others	0	0	0	0	0	0
Total	3	7	3	7	0.88	0.43

*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

13

B (i) Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
VIJAY KUMAR THADANI	00042527	Managing Director	155000	
PARAPPIL RAJENDRAN	00042531	Whole-time director	889139	
SAPNESH KUMAR LALLA	06808242	Director	530052	
UDAI SINGH PAWAR	03477177	Director	60000	
AVANI VISHAL DAVDA	07504739	Director	0	
RAVINDRA BABU GARIKIPATI	00984163	Director	0	
SRIKANTH VELAMAKANNI	01722758	Director	0	
SANJIV KUMAR CHAUDHARY	06525007	Director	0	
SONU HALAN BHASIN	02872234	Director	0	
SANJEEV BANSAL	AGKP80810H	CFO	13216	
ARPITA BISARIA MALHOTRA	ANJP86219Q	Company Secretary	0	
RAJENDRA SINGH PAWAR	00042516	Whole-time director	155000	
PANKAJ PRABHAKAR JATHAR	ADCPJ1393E	CEO	0	

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year

1

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
PANKAJ PRABHAKAR JATHAR	ADCPJ1393E	CEO	01/07/2024	Appointment

IX MEETINGS OF MEMBERS/CLASS OF MEMBERS/ BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

*Number of meetings held

1

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	24/09/2024		163	

B BOARD MEETINGS

*Number of meetings held

6

S.No.	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	24/05/2024	10	10	100.00
2	01/07/2024	10	9	90.00
3	02/08/2024	10	10	100.00
4	25/10/2024	10	10	100.00
5	24/01/2025	10	10	100.00
6	26/03/2025	10	9	90.00

C COMMITTEE MEETINGS

Number of meetings held

15

S.No.	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	24/05/2024	4	4	100.00
2	Audit Committee	02/08/2024	4	4	100.00
3	Audit Committee	25/10/2024	4	4	100.00
4	Audit Committee	24/01/2025	4	4	100.00
5	Audit Committee	26/03/2025	4	4	100.00
6	Nomination and Remuneration Committee	23/05/2024	4	4	100.00
7	Nomination and Remuneration Committee	01/07/2024	4	3	75.00
8	Nomination and Remuneration Committee	24/10/2024	4	4	100.00
9	Stakeholder Relationship Committee	23/05/2024	4	4	100.00
10	Stakeholder Relationship Committee	31/07/2024	4	4	100.00
11	Stakeholder Relationship Committee	24/10/2024	4	4	100.00
12	Stakeholder Relationship Committee	23/01/2025	4	4	100.00
13	Corporate Social Responsibility	23/05/2024	5	5	100.00
14	Risk Management Committee	09/09/2024	6	6	100.00
15	Risk Management Committee	18/03/2025	6	6	100.00

D ATTENDANCE OF DIRECTORS

S.No.	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on 26/08/2025
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	VIJAY KUMAR THADANI	6	6	100.00	12	12	100.00	
2	PARAPPIL RAJENDRAN	6	6	100.00	3	3	100.00	
3	SAPNESH KUMAR LALLA	6	6	100.00	2	2	100.00	
4	UDAI SINGH PAWAR	6	6	100.00	5	5	100.00	

5	AVANI VISHAL DAVDA	6	6	100.00	12	12	100.00	
6	RAVINDRA BABU GARIKIPATI	6	5	83.33	0	0	0.00	
7	SRIKANTH VELAMAKANNI	6	6	100.00	3	3	100.00	
8	SANJIV KUMAR CHAUDHARY	6	6	100.00	8	8	100.00	
9	SONU HALAN BHASIN	6	5	83.33	12	11	91.67	
10	RAJENDRA SINGH PAWAR	6	6	100.00	4	4	100.00	

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Yes ▼

A *Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

3

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	RAJENDRA SINGH PAWA	Whole-time director	5210704	0	0	33869	5244573.00
2	VIJAY KUMAR THADANI	Managing director	9833332	0	0	3537269	13370601.00
3	PARAPPIL RAJENDRAN	Whole-time director	12863882	0	0	11018182	23882064.00
4							0.00
5							0.00
6							0.00
7							0.00
8							0.00
9							0.00
10							0.00
11							0.00
12							0.00
13							0.00
14							0.00
15							0.00
	Total		27907918.00	0.00	0.00	14589320.00	42497238.00

B *Number of CEO, CFO and Company secretary whose remuneration details to be entered

3

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	SANJEEV BANSAL	CFO	12335865	0	4415840	1255640	18007345.00
2	PANKAJ PRABHAKAR JAT	CEO	14335872	0	0	12289721	26625593.00
3	ARPITA BISARIA MALHOTRA	Company Secretary	2530362	0	0	280244	2810606.00
4							0.00
5							0.00
6							0.00
7							0.00
8							0.00
9							0.00
10							0.00
11							0.00
12							0.00
13							0.00
14							0.00
15							0.00
	Total		29202099.00	0.00	4415840.00	13825605.00	47443544.00

C *Number of other directors whose remuneration details to be entered

7

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	AVANI VISHAL DAVDA	Director		2400000		1220000	3620000.00
2	UDAI SINGH PAWAR	Director		2400000		640000	3040000.00
3	RAVINDRA BABU GARIKI	Director		2400000		400000	2800000.00
4	SAPNESH KUMAR LALLA	Director		2400000		560000	2960000.00
5	SRIKANTH VELAMAKANNI	Director		2400000		600000	3000000.00
6	SANJIV KUMAR CHAUDHARY	Director		2400000		1100000	3500000.00
7	SONU HALAN BHASIN	Director		2400000		1120000	3520000.00
8							0.00
9							0.00
10							0.00
11							0.00

12							0.00
13							0.00
14							0.00
15							0.00
	Total		0.00	16800000.00	0.00	5640000.00	22440000.00

XI MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A *Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year

Yes ▼

XII PENALTY AND PUNISHMENT – DETAILS THEREOF

A *DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS/OFFICERS

No ▼

Number Of Penalties/Punishment imposed on company/directors/officers

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

B *DETAILS OF COMPOUNDING OF OFFENCES

No ▼

Number of compounding of offences

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Shareholder / Debenture holder details

Number of shareholder/ debenture holder

111659

XV COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of **NIIT LIMITED** as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on (DD/MM/YYYY) **31/03/2025**

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:

A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

- 1 its status under the Act;
- 2 maintenance of registers/records & making entries therein within the timeprescribed therefor;
- 3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal , Court or other authorities within/beyond the prescribed time;
- 4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
- 5 closure of Register of Members / Security holders, as the case may be.
- 6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7 contracts/arrangements with related parties as specified in section 188 of the Act;
- 8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
- 9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
- 10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
- 11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
- 12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
- 13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
- 14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
- 15 acceptance/ renewal/ repayment of deposits;
- 16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
- 17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;
- 18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Name

Date (DD/MM/YYYY)

Place

Whether associate or fellow:

Certificate of practice number

DSC BOX

PI & Associates Company Secretaries

Associate ▼

16276

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

(a) DIN/PAN/Membership number of Designated Person

(b) Name of the Designated Person

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* **25B** dated* (DD/MM/YYYY) **29/06/2006** to sign this form and declare that all the requirements of Companies Act, 2013 and the rules made there under in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

2 All the required attachments have been completely and legibly attached to this form.

***To be digitally signed by**

*Designation
(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator

***To be digitally signed by**

*Whether associate or fellow:

*Membership number

Certificate of practice number

DSC BOX

Director

00042531

DSC BOX

Company Secretary

Fellow

9670