

NIIT Limited

Regd Office : Plot No. 85, Sector - 32, Institutional Area, Gurugram - 122001 (Haryana) India

Tel : +91 (124) 4293000 Fax : +91 (124) 4293333 Website : http://www.niit.com

Corporate Identity Number : L74899HR198 IPLC107123

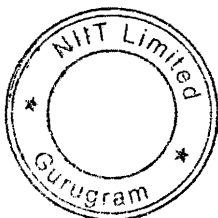
Email : investors@niit.com

Statement of Audited Financial Results for the quarter and year ended March 31, 2026

(Rs. in Millions, except per share data)

Consolidated Financial Results

Particulars	3 months ended March 31, 2026	Preceding 3 months ended December 31, 2025	Corresponding 3 months ended March 31, 2025	Current year ended March 31, 2026	Previous year ended March 31, 2025
	Audited (Refer notes 9 and 12)	Unaudited (Refer note 9)	Audited (Refer note 12)	Audited (Refer note 9)	Audited
(1)	(2)	(3)	(4)	(5)	(6)
1 Income					
a) Revenue from operations	997.41	1,013.68	862.85	3,901.71	3,575.83
b) Other income	85.59	207.38	244.72	665.61	801.03
Total income	1,083.00	1,221.06	1,107.57	4,567.32	4,376.86
2 Expenses					
a) Purchase of stock-in-trade	76.36	53.64	38.63	222.94	179.77
b) Changes in inventories of stock-in-trade	(5.59)	1.05	4.77	(2.01)	-
c) Employee benefits expense	371.11	412.52	329.63	1,538.78	1,348.45
d) Professional & technical outsourcing expenses	353.28	324.54	299.47	1,344.25	1,126.53
e) Finance costs	3.14	2.41	2.10	10.50	9.31
f) Depreciation and amortisation expenses	74.18	76.13	59.28	289.56	232.42
g) Other expenses	216.74	230.91	205.34	931.38	888.74
Total expenses	1,089.22	1,101.20	939.22	4,335.40	3,785.22
3 (Loss) / Profit before Exceptional items and tax (1-2)	(6.22)	119.86	168.35	231.92	591.64
4 Exceptional items (net) (Refer note 5)	(10.42)	(54.34)	(2.50)	(109.54)	(2.50)
5 (Loss) / Profit before tax (3+4)	(16.64)	65.52	165.85	122.38	589.14
6 Tax expense					
- Current tax	25.06	18.16	29.78	69.08	97.17
- Deferred tax (credit) / charge	(7.09)	0.89	(1.66)	(8.08)	(3.16)
Total tax expense	17.97	19.05	28.12	61.00	94.01
7 (Loss) / Profit after tax from continuing operations (5-6)	(34.61)	46.47	137.73	61.38	495.13
8 Loss after tax from discontinued operations (Refer note 6)	(0.20)	(0.81)	(0.76)	(2.07)	(14.97)
9 (Loss) / Profit after tax attributable to (7+8)	(34.81)	45.66	136.97	59.31	480.16
Owners of Parent Company	(44.19)	39.50	131.39	52.83	461.25
Non Controlling Interests	9.38	6.16	5.58	6.48	18.91
10 Other comprehensive income / (loss) (net of tax)					
(i) Items that will not be reclassified subsequently to profit or loss					
a) Remeasurement of the defined benefit obligation	0.36	1.88	(4.47)	(1.94)	0.26
b) Income tax effect	(1.42)	(0.19)	0.09	(0.90)	0.10
	(1.06)	1.69	(4.38)	(2.84)	0.36
(ii) Items that will be reclassified subsequently to profit or loss					
a) Exchange differences on translation of foreign operations	26.58	9.95	2.47	49.42	6.64
	26.58	9.95	2.47	49.42	6.64
Total (i+ii)	25.52	11.64	(1.91)	46.58	7.00
11 Total comprehensive (loss) / income (9+10)	(9.29)	57.30	135.06	105.89	487.16
Attributable to :					
Owners of Parent Company	(19.10)	50.97	129.48	98.52	468.25
Non Controlling Interests	9.81	6.33	5.58	7.37	18.91
12 Paid-up equity share capital (Face value of Rs. 2 each, fully paid)	272.78	272.78	271.19	272.78	271.19
13 Reserves excluding revaluation reserves				10,429.02	10,517.53
14 (Loss) / Earnings Per Share attributable to equity shareholders of parent for Continuing Operations (in Rs.): (Face value of Rs. 2/-) (Not annualised)					
- Basic	(0.32)	0.30	0.98	0.41	3.52
- Diluted	(0.33)	0.29	0.97	0.40	3.47
15 Loss Per Share attributable to equity shareholders of parent for Discontinued Operations (in Rs.): (Face value of Rs. 2/-) (Not annualised)					
- Basic	(0.00)	(0.01)	(0.01)	(0.02)	(0.11)
- Diluted	(0.00)	(0.01)	(0.01)	(0.02)	(0.11)
16 (Loss) / Earnings Per Share attributable to equity shareholders of parent for Continuing and Discontinued Operations (in Rs.): (Face value of Rs. 2/-) (Not annualised)					
- Basic	(0.32)	0.29	0.97	0.39	3.41
- Diluted	(0.33)	0.28	0.96	0.38	3.36



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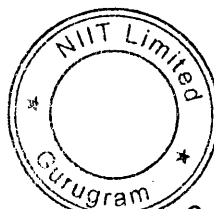
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(Rs. in Millions)

Consolidated Statement of Assets and Liabilities		
Particulars	As at	
	March 31, 2026	March 31, 2025
	Audited (Refer note 9)	Audited
ASSETS		
Non-current assets		
Property, plant and equipment	1,411.72	1,415.40
Goodwill	1,485.74	835.23
Other Intangible assets	543.40	283.03
Right-of-use assets	58.16	49.63
Intangible assets under development	228.51	319.93
Financial assets		
Investments	105.00	15.00
Other financial assets	82.49	22.02
Deferred tax assets (net)	168.70	159.78
Income tax assets (net)	392.65	373.18
Other non-current assets	0.36	0.68
Total non-current assets	4,476.73	3,473.88
Current assets		
Inventories	12.56	10.55
Financial assets		
Investments	6,454.90	6,763.90
Trade receivables	573.23	503.49
Cash and cash equivalents	275.15	318.92
Bank balances other than above	80.84	247.67
Other financial assets	485.38	564.88
Other current assets	179.52	154.80
Total current assets	8,061.58	8,564.21
Asset held for sale	-	0.56
TOTAL ASSETS	12,538.31	12,038.65
EQUITY AND LIABILITIES		
EQUITY		
Equity share capital	272.78	271.19
Other equity	10,429.02	10,517.53
Share application money pending allotment	-	0.26
Equity attributable to owners of NIIT Limited	10,701.80	10,788.98
Non-controlling interests	(1.51)	71.76
TOTAL EQUITY	10,700.29	10,860.74
LIABILITIES		
Non-current liabilities		
Financial liabilities		
Borrowings	-	3.44
Lease Liabilities	40.77	42.48
Other financial liabilities	363.91	26.79
Deferred tax liabilities (net)	10.38	0.96
Provisions	3.44	0.68
Other non-current liabilities	7.38	9.80
Total non-current liabilities	425.88	84.15
Current liabilities		
Financial liabilities		
Borrowings	3.44	3.14
Lease Liabilities	25.31	15.25
Trade payables		
(a) Total outstanding dues of micro enterprises and small enterprises	36.98	23.04
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	543.61	455.46
Other financial liabilities	281.72	208.78
Other current liabilities	287.24	221.66
Provisions	231.98	157.20
Income tax liabilities (net)	1.86	9.23
Total current liabilities	1,412.14	1,093.76
TOTAL LIABILITIES	1,838.02	1,177.91
TOTAL EQUITY AND LIABILITIES	12,538.31	12,038.65



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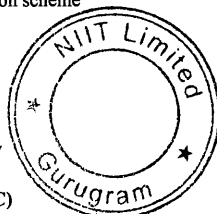
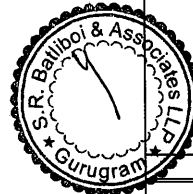
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Consolidated Statement of Cash Flows

(Rs. in Millions)

Particulars	Year ended	Year ended
	March 31, 2026	March 31, 2025
	Audited (Refer note 9)	Audited
A. CASH FLOW FROM OPERATING ACTIVITIES:		
Profit/ (Loss) before exceptional items and tax		
From Continuing Operations	231.92	591.64
From Discontinued Operations	(2.07)	(5.47)
Adjustments to reconcile profit before tax to net cash flows		
Depreciation and amortisation expenses	289.56	232.43
Advances from customers written back	(2.77)	(0.91)
Finance costs	10.50	9.31
Interest income from deposits with banks and financial institutions	(53.54)	(64.05)
Unwinding of interest income on security deposit given	(0.72)	(0.55)
Unwinding of deferred income on security deposit /advances received	(3.17)	(2.87)
Gain on termination of leases and others (net)	(0.20)	(0.40)
Gain on sale/ disposal of Property, Plant and Equipment and Intangible assets (net)	(1.33)	(2.62)
Net gain on changes in fair value of investments through profit and loss	(345.42)	(503.79)
Fair value (gain)/ loss on contingent consideration	-	(30.83)
Dividend income	-	(0.20)
Allowance for expected credit loss on trade receivables (net of reversal)	2.58	(0.41)
Allowance for doubtful advances and other receivables (net of reversal)	0.47	2.05
Allowance for expected credit loss on unbilled revenue (net of reversal)	1.13	2.65
Allowance for slow/ Non-moving Inventory (net of reversal)	0.88	0.11
Unrealised foreign exchange (gain)/ Loss (net)	(0.97)	0.28
Share based payment expense	57.04	36.17
Operating cash flows before working capital changes	183.89	262.54
Changes in Assets and Liabilities		
(Decrease)/ Increase in Trade Payables	69.69	68.65
(Decrease)/ Increase in Other Non Current Financial Liabilities	2.69	3.26
(Decrease)/ Increase in Other Current Liabilities	18.61	(99.37)
(Decrease)/ Increase in Other Current Financial Liabilities	(21.14)	(14.25)
(Decrease)/ Increase in Short-Term Provisions	24.55	22.54
(Decrease)/ Increase in Long-Term Provisions	1.36	-
(Increase)/ Decrease in Trade Receivables	(31.41)	(121.55)
(Increase)/ Decrease in Inventories	(2.89)	(0.11)
(Increase)/ Decrease in Other Non Current Assets	0.20	(0.35)
(Increase)/ Decrease in Other Current Assets	(23.32)	76.77
(Increase)/ Decrease in Other Current Financial Assets	8.17	(7.76)
(Increase)/ Decrease in Other Non Current Financial Assets	(8.29)	(4.23)
Net cash flows from operations before tax	222.11	186.14
Direct Tax- (paid including TDS)/ refund received (net)	(97.96)	108.36
Net Cash flows from Operating activities before Exceptional Items	124.15	294.50
Exceptional Expenses paid	(54.11)	(1.50)
Net Cash flows from operating activities (A)	70.04	293.00
B. CASH FLOW FROM INVESTING ACTIVITIES:		
Purchase of Property, Plant and Equipment (including internally generated Intangible Assets and Capital Advances)	(323.03)	(389.68)
Proceeds from sale of Property, Plant and Equipment and investment property	2.64	5.56
Encashment of Fixed Deposits from Banks (net)	214.18	451.03
Placement with Financial Institutions (net)	(10.00)	(280.00)
Proceeds from sale of mutual funds	2,870.80	2,364.90
Purchase of mutual funds	(2,296.38)	(2,496.65)
Dividend received	-	0.20
Payment towards acquisition of business (net of cash acquired)	(484.35)	-
Interest received from deposits with Banks and Financial Institutions	64.47	76.53
Net Cash flows from / (used in) Investing activities (B)	38.33	(268.11)
C. CASH FLOW FROM FINANCING ACTIVITIES:		
Proceeds from issue of shares under Employee stock option scheme	32.73	24.54
Share application money received	-	0.26
Payment of principal portion of lease liabilities	(22.11)	(17.68)
Payment of interest on lease liabilities	(5.72)	(6.24)
Interest paid	(1.40)	(0.01)
Purchase of shares from non controlling interests	(62.67)	-
Dividend paid to equity share holders of Parent Company	(136.09)	(101.31)
Net Cash used in Financing activities (C)	(195.26)	(100.44)
Net Decrease in cash & cash equivalents (A) + (B) + (C)	(86.89)	(75.55)
Cash and Cash equivalents as at the beginning of the year	318.92	388.49
Exchange difference on translation of foreign currency cash and cash equivalents	43.12	5.98
Cash and cash equivalents as at the end of the year	275.15	318.92



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Notes to the Consolidated Financial Results :-

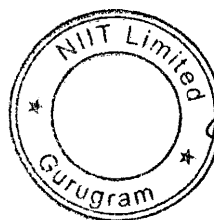
- 1 The above results were reviewed and recommended by Audit Committee and approved by the Board of Directors at its meeting held on May 14, 2026.
- 2 The consolidated financial results have been prepared in accordance with applicable Indian Accounting Standards as prescribed under section 133 of the Companies Act 2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules 2015 (as amended) and presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), ("Listing Regulations").
- 3 During the quarter, under the NIIT Employee Stock Option Plan 2005 (ESOP-2005), 220,000 options lapsed and 9,324,323 options remained outstanding as on March 31, 2026.
- 4 The Group is engaged in providing Education & Training Services in a single segment. Chief Executive Officer and Chief Financial Officer of the Holding Company are considered as Chief Operating Decision Makers (CODM) who evaluate the performance and allocate resources based on the analysis of performance of the Group as a whole. Its operations are, therefore considered to constitute a single segment in the context of Ind AS 108 - 'Operating Segments'.
- 5 Exceptional items in consolidated financial results, include the following:

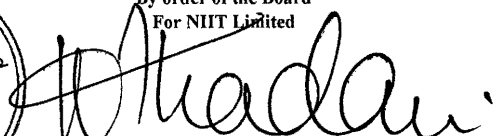
(Rs. in Millions)

Particulars	3 months ended March 31, 2026	Preceding 3 months ended December 31, 2025	Corresponding 3 months ended March 31, 2025	Current year ended March 31, 2026	Previous year ended March 31, 2025
	Audited (Refer notes 9 and 12)	Unaudited (Refer note 9)	Audited (Refer note 12)	Audited (Refer note 9)	Audited
Expenses :					
Impact of new Labour Codes (Refer note 7)	-	46.41	-	46.41	-
Legal, professional and other costs towards Scheme of Amalgamation (Refer note 8)	1.68	7.93	-	9.61	-
Legal, professional and other costs towards acquisition of business (Refer notes 9 and 10)	2.53	-	2.50	19.93	2.50
Legal, Professional and other non operating costs towards legacy tax litigation matters (Refer note 11)	6.21	-	-	6.21	-
Exit-related personnel costs in a Subsidiary	-	-	-	27.38	-
Total	10.42	54.34	2.50	109.54	2.50

- 6 The Group decided not to pursue certain new skills contracts and also decided to discontinue certain operations during the financial year 2019-20. Accordingly, the net results from these operations, including taxes, are disclosed separately in accordance with Ind AS 105 - 'Non-current assets held for sale and Discontinued Operations'.
- 7 In November 2025, the Government of India notified provisions of the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively referred to as the "Labour Codes"). Considering the material and non-recurring nature of the impact of new Labour Codes, the increase in gratuity liability attributable to past service costs amounting to Rs. 46.41 Million has been disclosed under exceptional items in the financial results for the preceding quarter and year ended March 31, 2026.
- 8 The Board of Directors of NIIT Limited ("Company"), at its meeting held on October 9, 2025 approved a scheme of amalgamation under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 ("Scheme"). The Scheme provides for the amalgamation of NIIT Institute of Finance Banking and Insurance Training Limited and RPS Consulting Private Limited (collectively, the "Amalgamating Companies") with and into NIIT Limited ("Amalgamated Company"), with an appointed date of April 1, 2026. Consequently, the Amalgamating Companies and the Company filed the requisite application with the Hon'ble National Company Law Tribunal, Chandigarh ("NCLT"), on October 27, 2025. Hon'ble NCLT has reserved the order on March 26, 2026 and the same is yet to be pronounced. Accordingly, the merger will be given effect to the financial results when the order is pronounced.
- 9 On April 17, 2025, the Group entered into Share Subscription and Purchase Agreement ("SSPA") and other related transaction documents with iamneo Edutech Private Limited ("NEO") and acquired 70% equity shareholding (on a fully diluted basis) in NEO for a consideration of Rs. 608.90 Million including primary investment of Rs. 100.01 Million. The remaining 30% shareholding of NEO will be acquired by the Group from the NEO promoters in subsequent tranches over the next five years. The Group has recorded identifiable assets and future acquisition liability for the balance 30% stake. The consolidated financial results for the year ended March 31, 2026, includes performance of NEO for the period from April 17, 2025 to March 31, 2026. Consequently, the results for the current quarter / period are not comparable with the corresponding quarter / period.
- 10 The Group has incurred expenses of Rs. 0.53 Million for the year ended March 31, 2026 relating to the acquisition of the remaining shareholding in NIIT Institute of Finance Banking and Insurance Training Limited which is disclosed as an exceptional item.
- 11 During the quarter, the Group has incurred non operating legal and professional expenses aggregating to Rs. 6.21 Million (previous year: Rs. Nil) towards legacy tax litigation matters.
- 12 The figures of the last quarter are the balancing figures between audited figures in respect of the full financial year up to March 31, 2026/ March 31, 2025 and the unaudited published year-to-date figures up to December 31, 2025/ December 31, 2024, being the date of the end of the third quarter of the financial year which were subjected to limited review.
- 13 The Board of Directors of the Holding Company, subsequent to the year end recommended a final dividend of Rs. 1 per equity share in the meeting held on May 14, 2026, subject to approval of the shareholders at the Annual General Meeting.

Place : Gurugram
Date : May 14, 2026



By order of the Board
For NIIT Limited

Vijay K Thadani
Vice-Chairman & Managing Director



Independent Auditor's Report on the Quarterly and Year to Date Consolidated Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To
The Board of Directors of
NIIT Limited

Report on the audit of the Consolidated Financial Results

Opinion

We have audited the accompanying statement of quarterly and year to date consolidated financial results of NIIT Limited ("Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), for the quarter ended March 31, 2026 and for the year ended March 31, 2026 ("Statement"), attached herewith, being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations")

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate audited financial statements/ financial information of the subsidiaries the Statement:

- i. includes the results of the entities listed in Annexure -A;
- ii. are presented in accordance with the requirements of the Listing Regulations in this regard; and
- iii. gives a true and fair view in conformity with the applicable accounting standards, and other accounting principles generally accepted in India, of the consolidated net loss and other comprehensive income for the quarter ended March 31, 2026, net profit and other comprehensive income for the year ended March 31, 2026 and other financial information of the Group for the quarter and for the year ended March 31, 2026.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs), as specified under Section 143(10) of the Companies Act, 2013, as amended ("the Act"). Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Consolidated Financial Results" section of our report. We are independent of the Group, in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us and other auditors in terms of their reports referred to in "Other Matter" paragraph below, is sufficient and appropriate to provide a basis for our opinion.

Management's Responsibilities for the Consolidated Financial Results

The Statement has been prepared on the basis of the consolidated annual financial statements. The Holding Company's Board of Directors are responsible for the preparation and presentation of the Statement that give a true and fair view of the net (loss) / profit and other comprehensive income and other financial information of the Group in accordance with the applicable accounting standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of their respective companies and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Statement by the Directors of the Holding Company, as aforesaid.



S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

In preparing the Statement, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of their respective companies to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of their respective companies.

Auditor's Responsibilities for the Audit of the Consolidated Financial Results

Our objectives are to obtain reasonable assurance about whether the Statement as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the Statement.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Statement or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial results/financial information of the entities within the Group of which we are the independent auditors and whose financial information we have audited, to express an opinion on the Statement. We are responsible for the direction, supervision and performance of the audit of the financial information of such entities included in the Statement of which we are the independent auditors. For the other entities included in the Statement, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the Statement of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.



S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

We also performed procedures in accordance with the Master Circular issued by the Securities Exchange Board of India under Regulation 33 (8) of the Listing Regulations, to the extent applicable.

Other Matter

The accompanying Statement includes the audited financial statements and other financial information, in respect of five subsidiaries, whose financial statements include total assets of Rs. 586.08 Million as at March 31, 2026, total revenues of Rs. 107.05 Million and Rs. 534.06 Million, total net loss after tax of Rs. 22.50 Million and Rs. 19.74 Million, total comprehensive loss of Rs. 22.50 Million and Rs. 19.74 Million, for the quarter and the year ended on that date respectively, and net cash outflows of Rs. 51.41 Million for the year ended March 31, 2026, as considered in the Statement which have been audited by their respective independent auditors.

The independent auditor's report on the financial statements /financial information of these entities have been furnished to us by the Management and our opinion on the Statement in so far as it relates to the amounts and disclosures included in respect of these subsidiaries is based solely on the reports of such auditors and the procedures performed by us as stated in paragraph above.

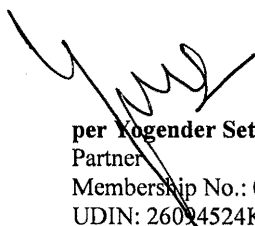
Our opinion on the Statement is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

The Statement includes the results for the quarter ended March 31, 2026 being the balancing figures between the audited figures in respect of the full financial year ended March 31, 2026 and the published unaudited year-to-date figures up to the end of the third quarter of the current financial year, which were subjected to a limited review by us, as required under the Listing Regulations.

For S.R. Batliboi & Associates LLP

Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004


per **Kogender Seth**

Partner

Membership No.: 094524

UDIN: 26094524KHA WZP7208



Place: Gurugram

Date: May 14, 2026

S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

Annexure-A

List of entities included in the consolidated financial results for the quarter ended March 31, 2026 and year to date from April 01, 2025, to March 31, 2026.

NIIT Limited

Subsidiaries of NIIT Limited

1. NIIT Institute of Finance Banking and Insurance Training Limited
2. RPS Consulting Private Limited
3. Iamneo Edutech Private Limited (w.e.f. April 17, 2025)
4. NIIT GC Limited, Mauritius
 - 4.1 NIIT China (Shanghai) Limited, Shanghai (subsidiary of entity at serial no. 4)
 - 4.1.1 Chongqing NIIT Enterprise Management Consulting Co. Limited, China (subsidiary of entity at serial no. 4.1) (formerly known as Chongqing An Dao Education Consulting Limited)
 - 4.1.2 Guizhou NIIT information technology consulting Co., Limited, China (subsidiary of entity at serial no. 4.1) (closed w.e.f. June 13, 2025)
 - 4.1.3 NIIT (Guizhou) Education Technology Co., Limited, China (subsidiary of entity at serial no. 4.1)
5. PT NIIT Indonesia, Indonesia (under liquidation)



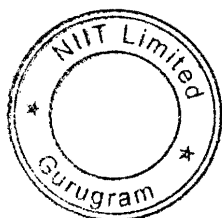
NIIT Limited

Regd Office : Plot No. 85, Sector - 32, Institutional Area, Gurugram - 122001 (Haryana) India
Tel : +91 (124) 4293000 Fax : +91 (124) 4293333 Website : http://www.niit.com
Corporate Identity Number : L74899HR1981PLC107123
Email : investors@niit.com

Statement of Audited Financial Results for the quarter and year ended March 31, 2026

(Rs. in Millions, except per share data)

Standalone Financial Results					
Particulars	3 Months ended March 31, 2026	Preceding 3 months ended December 31, 2025	Corresponding 3 months ended March 31, 2025	Current year ended March 31, 2026	Previous year ended March 31, 2025
	Audited (Refer note 11)	Unaudited	Audited (Refer note 11)	Audited	Audited
(1)	(2)	(3)	(4)	(5)	(6)
1 Income					
a) Revenue from operations	297.34	303.33	284.99	1,211.04	1,259.52
b) Other income	99.10	217.09	353.77	697.01	932.13
Total Income	396.44	520.42	638.76	1,908.05	2,191.65
2 Expenses					
a) Purchase of stock-in-trade	8.85	1.61	1.99	11.95	3.65
b) Changes in inventories of stock-in-trade	(7.82)	-	(0.02)	(7.82)	0.08
c) Employee benefits expense	189.63	212.77	182.33	813.14	760.67
d) Professional & technical outsourcing expenses	123.43	114.04	83.55	451.50	322.62
e) Finance costs	1.69	1.94	1.91	7.57	7.62
f) Depreciation and amortisation expenses	54.89	51.72	48.97	203.49	176.66
g) Other expenses	121.39	104.02	125.34	469.04	537.02
Total expenses	492.06	486.10	444.07	1,948.87	1,808.32
3 (Loss)/ Profit before Exceptional items and Tax (1-2)	(95.62)	34.32	194.69	(40.82)	383.33
4 Exceptional items (net) (Refer note 4)	(9.07)	(50.53)	(2.50)	(60.88)	(2.50)
5 (Loss)/ Profit before tax (3+4)	(104.69)	(16.21)	192.19	(101.70)	380.83
6 Tax expense					
-Current tax	1.26	(2.44)	1.34	1.25	4.97
-Deferred tax charge	-	-	-	-	-
Total tax expense	1.26	(2.44)	1.34	1.25	4.97
7 (Loss)/ Profit after tax from continuing operations (5-6)	(105.95)	(13.77)	190.85	(102.95)	375.86
8 Loss after tax from discontinued operations (Refer note 6)	(0.20)	(0.81)	(0.76)	(2.07)	(14.97)
9 (Loss)/ Profit after tax (7+8)	(106.15)	(14.58)	190.09	(105.02)	360.89
10 Other comprehensive (loss)/ income					
Items that will not be reclassified subsequently to profit or loss					
a) Remeasurement of the defined benefit obligation	(0.90)	1.15	(4.13)	(1.11)	0.65
b) Income tax effect	-	-	-	-	-
Total	(0.90)	1.15	(4.13)	(1.11)	0.65
11 Total comprehensive (loss)/ income (9+10)	(107.05)	(13.43)	185.96	(106.13)	361.54
12 Paid-up equity share capital (face value of Rs. 2/- each, fully paid)	272.78	272.78	271.19	272.78	271.19
13 Reserves excluding revaluation reserves				10,207.41	10,357.74
14 (Loss)/ Earnings Per Share attributable to shareholders for Continuing Operations (in Rs.): (Face value of Rs. 2/-) (Not annualised for the quarter)					
- Basic	(0.78)	(0.10)	1.41	(0.75)	2.78
- Diluted	(0.79)	(0.11)	1.39	(0.76)	2.74
15 Loss Per Share attributable to shareholders for Discontinued Operations (in Rs.): (Face value of Rs. 2/-) (Not annualised for the quarter)					
- Basic	(0.00)	(0.01)	(0.01)	(0.02)	(0.11)
- Diluted	(0.00)	(0.01)	(0.01)	(0.02)	(0.11)
16 (Loss)/ Earnings Per Share attributable to shareholders for Continuing and Discontinued Operations (in Rs.): (Face value of Rs. 2/-) (Not annualised for the quarter)					
- Basic	(0.78)	(0.11)	1.40	(0.77)	2.67
- Diluted	(0.79)	(0.12)	1.38	(0.78)	2.63



W. Madan

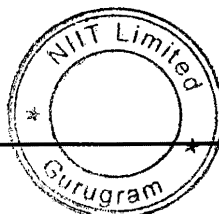
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NIIT Limited

Regd Office : Plot No. 85, Sector - 32, Institutional Area, Gurugram - 122001 (Haryana) India
 Tel : +91 (124) 4293000 Fax : +91 (124) 4293333 Website : http://www.niit.com
 Corporate Identity Number : L74899HR1981PLC107123
 Email : investors@niit.com

(Rs. in Millions)

Standalone Statement of Assets and Liabilities		
Particulars	As At	
	March 31, 2026	March 31, 2025
	Audited	Audited
ASSETS		
Non-current assets		
Property, plant and equipment	1,374.66	1,399.18
Intangible assets	431.38	236.35
Right-of-use assets	27.03	37.60
Intangible assets under development	182.05	318.41
Financial assets		
Investments	2,587.79	1,843.83
Other financial assets	19.63	14.95
Deferred tax assets (net)	120.95	120.95
Income tax assets (net)	293.17	319.25
Other non-current assets	0.08	0.68
Total non-current assets	5,036.74	4,291.20
Current Assets		
Inventories	7.84	0.02
Financial assets		
Investments	5,652.49	6,339.22
Trade receivables	233.04	182.24
Cash and cash equivalents	13.11	11.52
Bank balances other than above	10.84	59.77
Other financial assets	228.32	339.56
Other current assets	77.66	63.10
Total current assets	6,223.30	6,995.43
Asset held for sale	-	0.56
TOTAL ASSETS	11,260.04	11,287.19
EQUITY AND LIABILITIES		
EQUITY		
Equity share capital	272.78	271.19
Other equity	10,207.41	10,357.74
Share application money pending allotment	-	0.26
TOTAL EQUITY	10,480.19	10,629.19
LIABILITIES		
Non-current liabilities		
Financial liabilities		
Borrowings	-	3.44
Lease Liabilities	22.71	33.02
Other financial liabilities	99.92	26.79
Provisions	0.76	0.68
Other non-current liabilities	7.38	9.80
Total non-current liabilities	130.77	73.73
Current liabilities		
Financial liabilities		
Borrowings	3.44	3.14
Lease Liabilities	9.67	9.54
Trade payables		
(a) Total outstanding dues of micro enterprises and small enterprises	17.96	11.52
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	220.09	241.98
Other financial liabilities	131.14	132.02
Other current liabilities	88.41	77.49
Provisions	178.37	108.58
Total current liabilities	649.08	584.27
TOTAL LIABILITIES	779.85	658.00
TOTAL EQUITY AND LIABILITIES	11,260.04	11,287.19



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NIIT Limited

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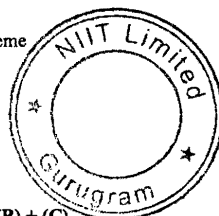
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Email : investors@niit.com

(Rs. in Millions)

Standalone Statement of Cash Flows		
Particulars	Year ended	
	March 31, 2026	March 31, 2025
	Audited	Audited
A. CASH FLOW FROM OPERATING ACTIVITIES:		
(Loss)/ Profit before exceptional items and Tax		
From Continuing Operations	(40.82)	383.33
From Discontinued Operations	(2.07)	(5.47)
Adjustments to reconcile profit before tax to net cash flows		
Depreciation and amortisation expenses	203.49	176.67
Advances from customers written back	(2.77)	(0.91)
Allowance for expected credit loss on trade receivables (net of reversal)	0.90	(0.11)
Allowance for expected credit loss on unbilled revenue (net of reversal)	0.23	1.86
Allowance for doubtful advances and other receivables (net of reversal)	0.47	2.05
Unrealised Foreign Exchange (gain)/ loss (net)	(0.76)	0.24
Finance costs	7.57	7.62
Fair value gain on contingent consideration	-	(30.83)
Fair value loss on remeasurement of derivative liability	12.02	-
Share based payment expense	45.90	27.65
Interest income from deposits with banks and financial institutions	(19.76)	(36.98)
Unwinding of deferred income on security deposit / advances received	(3.17)	(2.87)
Unwinding of interest income on security deposit given	(0.33)	(0.30)
Gain on termination of leases and others (net)	(0.20)	-
Dividend Income from Subsidiaries	-	(102.81)
Gain on sale / disposal of Property, plant and equipment and Intangible assets (net)	(1.34)	(2.51)
Net gain on changes in fair value of investments through profit and loss	(319.80)	(478.61)
Operating cash used in before changes in working capital	(120.44)	(61.98)
Changes in assets and liabilities		
Decrease / (Increase) in Trade Receivables	(50.92)	39.07
Decrease / (Increase) in Inventories	(7.82)	0.08
Decrease / (Increase) in Non-Current Financial Assets	(4.20)	(5.00)
Decrease / (Increase) in Current Financial Assets	7.75	23.48
Decrease / (Increase) in Other Non-Current Assets	0.41	(0.35)
Decrease / (Increase) in Other Current Assets	(15.03)	13.46
(Decrease) / Increase in Trade Payables	(22.02)	10.98
(Decrease) / Increase in Short Term Provisions	26.08	16.61
(Decrease) / Increase in Other Current Liabilities	13.68	(37.97)
(Decrease) / Increase in Other Non-Current Financial Liabilities	2.69	3.26
(Decrease) / Increase in Other Current Financial Liabilities	(1.07)	(28.69)
Net cash used in operations before tax	(170.89)	(27.05)
Direct Tax- refund received/ (paid including TDS) (net)	24.83	198.16
Net cash flows (used in)/ from operating activities before Exceptional Items	(146.06)	171.11
Exceptional expenses paid	(1.73)	(1.50)
Net cash flows (used in)/ from operating activities (A)	(157.79)	169.61
B. CASH FLOW FROM INVESTING ACTIVITIES:		
Purchase of Property, plant and equipment (including Internally generated Intangible Assets and Capital advances)	(231.55)	(369.78)
Proceeds from sale of Property, plant and equipment and Investment Property	2.46	5.11
Interest received from deposits with Banks and Financial Institutions	31.12	50.98
Dividend received from subsidiaries	-	102.81
Encashment of fixed deposits from Banks (net)	155.48	463.48
Encashment / (Placement) of deposits from / with Financial Institutions (net)	150.00	(200.00)
Purchase of mutual funds	(921.44)	(1,367.93)
Proceeds from sale of mutual funds	1,777.97	1,224.52
Acquisition of subsidiary	(625.03)	-
Acquisition of additional stake in subsidiary	(62.67)	-
Net cash flows from/ (used in) Investing activities (B)	276.34	(90.81)
C. CASH FLOW FROM FINANCING ACTIVITIES:		
Proceeds from issue of shares under Employee stock options scheme	32.73	24.54
Share application money received	-	0.26
Payment of principal portion on lease liabilities	(9.41)	(8.30)
Payment of interest on lease liabilities	(3.67)	(4.56)
Interest paid	(0.52)	-
Dividend paid to equity shareholders	(136.09)	(101.31)
Net cash used in financing activities (C)	(116.96)	(89.37)
Net Increase / (Decrease) in cash and cash equivalents (A) + (B) + (C)	1.59	(10.57)
Cash and cash equivalents at the beginning of the year	11.52	22.09
Cash and cash equivalents as at the end of the year	13.11	11.52



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NIIT Limited

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Notes to the Standalone Financial Results:-

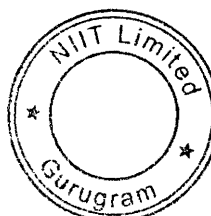
- 1 The above results were reviewed and recommended by Audit Committee and approved by the Board of Directors at its meeting held on May 14, 2026.
- 2 The standalone financial results have been prepared in accordance with applicable Indian Accounting Standards as prescribed under section 133 of the Companies Act 2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules 2015 (as amended) and presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), ("Listing Regulations").
- 3 During the quarter, under the NIIT Employee Stock Option Plan 2005 (ESOP-2005), 220,000 options lapsed and 9,324,323 options remained outstanding as on March 31, 2026.
- 4 Exceptional items in Standalone Financial Results include the following:

(Rs. in Millions)

Particulars	3 Months ended March 31, 2026	Preceding 3 months ended December 31, 2025	Corresponding 3 months ended March 31, 2025	Current year ended March 31, 2026	Previous year ended March 31, 2025
	Audited (Refer note 11)	Unaudited	Audited (Refer note 11)	Audited	Audited
Expenses:					
Legal, Professional and other costs towards acquisition of Investment (Refer note 7)	1.18	-	2.50	2.46	2.50
Impact of new Labour Codes (Refer note 8)	-	42.60	-	42.60	-
Legal, Professional and other costs towards Scheme of Amalgamation (Refer note 9)	1.68	7.93	-	9.61	-
Legal, Professional and other non operating costs towards legacy tax litigation matter (Refer note 10)	6.21	-	-	6.21	-
Total	9.07	50.53	2.50	60.88	2.50

- 5 The Company is engaged in providing Education & Training Services in a single segment. Chief Executive Officer and Chief Financial Officer of the Company are considered as Chief Operating Decision Makers (CODM) who evaluate the performance and allocate resources based on the analysis of performance of the Company as a whole. Its operations are, therefore considered to constitute a single segment in the context of Ind AS 108 – 'Operating Segments'.
- 6 The Company decided not to pursue certain new skills contracts and also decided to discontinue certain operations during the financial year 2019-20. Accordingly, the net results from these operations, including taxes, are disclosed separately in accordance with Ind AS 105 - 'Non-current assets held for sale and Discontinued Operations'.
- 7 The Company has incurred expenses of Rs. 1.18 Million and Rs. 1.93 Million for the current quarter and year ended March 31, 2026 respectively (Previous year : Rs. 2.50 Million) relating to the acquisition of iamneo Edutech Private Limited and Rs. 0.53 Million for the year ended March 31, 2026 relating to the acquisition of the remaining shareholding in NIIT Institute of Finance Banking and Insurance Training Limited and the same have been disclosed as an exceptional items.
- 8 In November 2025, the Government of India notified provisions of the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively referred to as the "Labour Codes"). Considering the material and non-recurring nature of the impact of new Labour Codes, the increase in gratuity liability attributable to past service costs amounting to Rs. 42.60 Million has been disclosed under exceptional items in the financial results for the preceding quarter and year ended March 31, 2026.
- 9 The Board of Directors of NIIT Limited ("Company"), at its meeting held on October 9, 2025 approved a scheme of amalgamation under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 ("Scheme"). The Scheme provides for the amalgamation of NIIT Institute of Finance Banking and Insurance Training Limited and RPS Consulting Private Limited (collectively, the "Amalgamating Companies") with and into NIIT Limited ("Amalgamated Company"), with an appointed date of April 1, 2026. Consequently, the Amalgamating Companies and the Company filed the requisite application with the Hon'ble National Company Law Tribunal, Chandigarh ("NCLT"), on October 27, 2025. Hon'ble NCLT has reserved the order on March 26, 2026 and the same is yet to be pronounced. Accordingly, the merger will be given effect to the financial results when the order is pronounced.
- 10 During the quarter, the Group has incurred non operating legal and professional expenses aggregating to Rs. 6.21 Million (previous year: Rs. Nil) towards legacy tax litigation matter.
- 11 The figures of the last quarter are the balancing figures between audited figures in respect of the full financial year up to March 31, 2026/ March 31, 2025 and the unaudited published year-to-date figures up to December 31, 2025/ December 31, 2024, being the date of the end of the third quarter of the financial year which were subjected to limited review.
- 12 The Board of Directors of the Company, subsequent to the year end recommended a final dividend of Rs. 1 per equity share in the meeting held on May 14, 2026, subject to approval of the shareholders at the Annual General Meeting.

Place: Gurugram
Date : May 14, 2026



By order of the Board
For NIIT Limited
Vijay K. Thadani
Vice-Chairman & Managing Director

M

Independent Auditor's Report on the Quarterly and Year to Date Audited Standalone Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To
**The Board of Directors of
NIIT Limited**

Report on the audit of the Standalone Financial Results

Opinion

We have audited the accompanying statement of quarterly and year to date standalone financial results of NIIT Limited (the "Company") for the quarter ended March 31, 2026 and for the year ended March 31, 2026 ("Statement"), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, the Statement:

- i. is presented in accordance with the requirements of the Listing Regulations in this regard; and
- ii. gives a true and fair view in conformity with the applicable accounting standards and other accounting principles generally accepted in India, of the net loss and other comprehensive loss and other financial information of the Company for the quarter and for the year ended March 31, 2026.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Companies Act, 2013, as amended ("the Act"). Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Standalone Financial Results" section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion.

Management's Responsibilities for the Standalone Financial Results

The Statement has been prepared on the basis of the standalone annual financial statements. The Board of Directors of the Company are responsible for the preparation and presentation of the Statement that gives a true and fair view of the net loss and other comprehensive loss of the Company and other financial information in accordance with the applicable accounting standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Statement, the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.



S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

Auditor's Responsibilities for the Audit of the Standalone Financial Results

Our objectives are to obtain reasonable assurance about whether the Statement as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the Statement.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represents the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.



S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

Other Matter

The Statement includes the results for the quarter ended March 31, 2026 being the balancing figure between the audited figures in respect of the full financial year ended March 31, 2026 and the published unaudited year-to-date figures up to the third quarter of the current financial year, which were subjected to a limited review by us, as required under the Listing Regulations.

For S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004


per **Yogender Seth**

Partner

Membership No.: 094524

UDIN: 26094324NINGJI1494



Place: Gurugram

Date: May 14, 2026