

**NIIT Limited**

Registered Office:
Plot No 85, Sector 32,
Institutional Area,
Gurugram 122 001,
(Haryana) India
Tel: +91 (124) 4293000
Fax: +91 (124) 4293333
Email: info@niit.com

CIN: L74899HR1981PLC107123

www.niit.com

May 13, 2025

**The Manager
BSE Limited**

Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001

The Manager

National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai - 400 051

Subject : Submission of Audited Financial Results for the financial year ended March 31, 2025

Scrip Code : BSE – 500304; NSE – NIITLTD

Dear Sir,

This is to bring to your kind attention that the Board of Directors of the Company in its meeting held on May 13, 2025 (which commenced at 11 :41 a.m. and concluded at 1: 14 p.m.) has, inter-alia, approved :

- the Audited Financial Statements for the Financial year ended March 31, 2025 and Audited Financial Results for the Quarter and Financial year ended March 31, 2025, both Consolidated and Standalone
- recommended dividend of INR 1 per equity share of the face value of INR 2 per equity share of the Company for the financial year 2024-25.

We would like to confirm that S R Batliboi & Associates LLP, Statutory Auditors of the Company have issued Audit Reports with unmodified opinion on these financial results. Copies of the said Audited Consolidated and Standalone Financial Results for the quarter and financial year ended March 31, 2025 along with Statutory Audit Report are enclosed herewith, for your information and records.

Further members may note that the Trading Window for dealing in the securities of the Company shall open for all Designated Persons and their immediate relatives with effect from May 16, 2025.

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

Thanking you,
Yours sincerely,
For NIIT Limited

Arpita B Malhotra
**Company Secretary &
Compliance Officer**

Encls : a/a

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, 2025 and for the year ended March 31, 2025 ("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 profit and other comprehensive loss for the quarter ended March 31, 2025, net profit and other comprehensive income for the year ended March 31, 2025 and other financial information of the Group for the quarter and for the year ended March 31, 2025.

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.

Emphasis of Matter

We draw attention to note 10 to the financial results, describing the impact of the restatement of comparative figures of unbilled revenue which was previously disclosed under Other Financial Assets instead of being presented as contract assets under Other Current Assets. Our opinion is not modified in this matter.



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 profit and other comprehensive (loss) / 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.

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.



S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

- 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.

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 in respect of five subsidiaries, whose financial statements include total assets of Rs.735.85 Million as at March 31, 2025, total revenues of Rs.159.73 Million and Rs.620.11 Million, total net profit after tax of Rs.53.14 Million and Rs.58.67 Million, total comprehensive income of Rs.53.14 Million and Rs.58.67 Million, for the quarter and the year ended on that date respectively, and net cash outflows of Rs.64.62 Million for the year ended March 31, 2025, 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.



S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

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 and the financial information certified by the Management.

The Statement includes the results for the quarter ended March 31, 2025 being the balancing figures between the audited figures in respect of the full financial year ended March 31, 2025 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 **Yogender Seth**

Partner

Membership No.: 094524



UDIN: 25094524BMNZOB9791

Place: Gurugram

Date: May 13, 2025

Annexure – A

List of entities included in the consolidated financial results for the quarter ended March 31, 2025 and year to date from April 01, 2024 to March 31, 2025.

NIIT Limited

Subsidiaries of NIIT Limited

1. NIIT Institute of Finance Banking and Insurance Training Limited
2. RPS Consulting Private Limited
3. NIIT GC Limited, Mauritius
- 3.1 NIIT China (Shanghai) Limited, Shanghai (subsidiary of entity at serial no. 3)
 - 3.1.1. Chongqing NIIT Enterprise Management Consulting Co. Limited, China (subsidiary of entity at serial no. 3.1) (formerly known as Chongqing An Dao Education Consulting Limited)
 - 3.1.2. Guizhou NIIT information technology consulting Co., Limited, China (subsidiary of entity at serial no. 3.1) (under process of closing)
 - 3.1.3. NIIT (Guizhou) Education Technology Co., Limited, China (subsidiary of entity at serial no. 3.1)
4. PT NIIT Indonesia, Indonesia (under liquidation)



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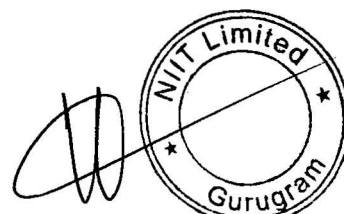
Email : investors@niit.com

Statement of Audited Financial Results for the quarter and year ended March 31, 2025

(Rs. in Millions, except per share data)

Consolidated Financial Results

Particulars	3 months ended March 31, 2025	Preceding 3 months ended December 31, 2024	Corresponding 3 months ended March 31, 2024	Current year ended March 31, 2025	Previous year ended March 31, 2024
	Audited (Refer note 11)	Unaudited	Audited (Refer note 11)	Audited	Audited (Refer note 6)
(1)	(2)	(3)	(4)	(5)	(6)
1 Income					
a) Revenue from operations	862.85	981.11	743.44	3,575.83	3,034.72
b) Other income	244.72	169.46	178.69	801.03	647.65
Total income	1,107.57	1,150.57	922.13	4,376.86	3,682.37
2 Expenses					
a) Purchase of stock-in-trade	38.63	48.73	31.30	179.77	118.96
b) Changes in inventories of stock-in-trade	4.77	4.56	8.56	-	(3.60)
c) Employee benefits expense	329.63	347.97	313.38	1,348.45	1,376.58
d) Professional & technical outsourcing expenses	299.47	287.30	177.66	1,126.53	764.24
e) Finance costs	2.10	3.49	4.98	9.31	14.09
f) Depreciation and amortisation expenses	59.28	61.11	49.90	232.42	183.50
g) Other expenses	205.34	223.70	207.58	888.74	766.58
Total expenses	939.22	976.86	793.36	3,785.22	3,220.35
3 Profit before Exceptional items and tax (1-2)	168.35	173.71	128.77	591.64	462.02
4 Exceptional items (net) (Refer note 5)	(2.50)	-	-	(2.50)	(2.91)
5 Profit before tax (3+4)	165.85	173.71	128.77	589.14	459.11
6 Tax expense					
-Current tax	29.78	25.80	5.26	97.17	51.80
-Deferred tax (credit) / charge	(1.66)	7.12	8.74	(3.16)	8.17
Total tax expense	28.12	32.92	14.00	94.01	59.97
7 Profit after tax from continuing operations (5-6)	137.73	140.79	114.77	495.13	399.14
8 Loss after tax from discontinued operations (Refer note 7)	(0.76)	(0.96)	(0.86)	(14.97)	(4.18)
9 Profit after tax attributable to (7+8)	136.97	139.83	113.91	480.16	394.96
Owners of Parent Company	131.39	133.95	111.67	461.25	383.61
Non Controlling Interests	5.58	5.88	2.24	18.91	11.35
10 Other comprehensive (loss) / income (net of tax)					
(i) Items that will not be reclassified subsequently to profit or loss					
a) Remeasurement of the defined benefit obligation	(4.47)	1.91	1.33	0.26	2.27
b) Income tax effect	0.09	-	(0.33)	0.10	(0.57)
	(4.38)	1.91	1.00	0.36	1.70
(ii) Items that will be reclassified subsequently to profit or loss					
a) Exchange differences on translation of foreign operations	2.47	(5.90)	(6.64)	6.64	(14.73)
	2.47	(5.90)	(6.64)	6.64	(14.73)
Total (i+ii)	(1.91)	(3.99)	(5.64)	7.00	(13.03)
11 Total comprehensive income (9+10)	135.06	135.84	108.27	487.16	381.93
Attributable to :					
Owners of Parent Company	129.48	129.96	106.03	468.25	370.58
Non Controlling Interests	5.58	5.88	2.24	18.91	11.35
12 Paid-up equity share capital (Face value of Rs. 2 each, fully paid)	271.19	271.03	270.14	271.19	270.14
13 Reserves excluding revaluation reserves				10,517.53	10,065.97
14 Earnings Per Share attributable to equity shareholders of parent for Continuing Operations (in Rs.): (Face value of Rs. 2/-) (Not annualised for the quarter)					
- Basic	0.98	1.00	0.84	3.52	2.88
- Diluted	0.97	0.98	0.83	3.47	2.84
15 Loss Per Share attributable to equity shareholders of parent for Discontinued Operations (in Rs.): (Face value of Rs. 2/-) (Not annualised for the quarter)					
- Basic	(0.01)	(0.01)	(0.01)	(0.11)	(0.03)
- Diluted	(0.01)	(0.01)	(0.01)	(0.11)	(0.03)
16 Earnings Per Share attributable to equity shareholders of parent for Continuing and Discontinued Operations (in Rs.): (Face value of Rs. 2/-) (Not annualised for the quarter)					
- Basic	0.97	0.99	0.83	3.41	2.85
- Diluted	0.96	0.97	0.82	3.36	2.81



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NIIT Limited

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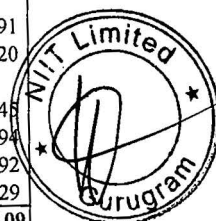
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(Rs. in Millions)

Consolidated Statement of Assets and Liabilities		
Particulars	As at	
	March 31, 2025	March 31, 2024
	Audited	Audited
ASSETS		
Non-current assets		
Property, plant and equipment	1,415.40	1,382.09
Capital work-in-progress	-	8.05
Investment property	-	0.56
Goodwill	835.23	835.23
Other Intangible assets	283.03	303.72
Right-of-use assets	49.63	76.10
Intangible assets under development	319.93	147.07
Financial assets		
Investments	15.00	-
Other financial assets	22.02	16.40
Deferred tax assets (net)	159.78	164.71
Income tax assets (net)	373.18	572.12
Other non-current assets	0.68	5.71
Total non-current assets	3,473.88	3,511.76
Current assets		
Inventories	10.55	10.55
Financial assets		
Investments	6,763.90	5,863.36
Trade receivables	503.49	382.07
Cash and cash equivalents	318.92	388.49
Bank balances other than above	247.67	608.32
Other financial assets	564.88	636.19
Other current assets (Refer note 10)	154.80	233.62
Total current assets	8,564.21	8,122.60
Asset held for sale	0.56	-
TOTAL ASSETS	12,038.65	11,634.36
EQUITY AND LIABILITIES		
EQUITY		
Equity share capital	271.19	270.14
Other equity	10,517.53	10,065.97
Share application money pending allotment	0.26	-
Equity attributable to owners of NIIT Limited	10,788.98	10,336.11
Non-controlling interests	71.76	52.85
TOTAL EQUITY	10,860.74	10,388.96
LIABILITIES		
Non-current liabilities		
Financial liabilities		
Borrowings	3.44	-
Lease Liabilities	42.48	63.43
Other financial liabilities	26.79	34.88
Deferred tax liabilities (net)	0.96	-
Provisions	0.68	0.66
Other non-current liabilities	9.80	11.34
Total non-current liabilities	84.15	110.31
Current liabilities		
Financial liabilities		
Borrowings	3.14	-
Lease Liabilities	15.25	19.38
Trade payables		
(a) Total outstanding dues of micro enterprises and small enterprises	23.04	15.91
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	455.46	393.20
Other financial liabilities	208.78	247.45
Other current liabilities	221.66	321.94
Provisions	157.20	134.92
Income tax liabilities (net)	9.23	2.29
Total current liabilities	1,093.76	1,135.09
TOTAL LIABILITIES	1,177.91	1,245.40
TOTAL EQUITY AND LIABILITIES	12,038.65	11,634.36



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Consolidated Statement of Cash Flows

Particulars	(Rs. in Millions)	
	Year ended	
	March 31, 2025	March 31, 2024
	Audited	Audited
A. CASH FLOW FROM OPERATING ACTIVITIES:		
Profit/ (Loss) before exceptional items and tax		
From Continuing Operations	591.64	462.02
From Discontinued Operations	(5.47)	(4.18)
Adjustments to reconcile profit before tax to net cash flows		
Depreciation and Amortisation expenses	232.43	183.50
Advances from Customers written back	(0.91)	(0.51)
Finance Costs	9.31	9.75
Interest income from deposits with Banks and Financial Institutions	(64.05)	(70.08)
Unwinding of interest income on security deposit given	(0.55)	(0.77)
Unwinding of deferred income on security deposit /advances received	(2.87)	(2.08)
Gain on termination of leases (net)	(0.40)	(7.32)
Gain on sale/ disposal of Property, Plant and Equipment and Intangible assets (net)	(2.62)	(1.04)
Net gain on changes in fair value of investments through profit and loss	(503.79)	(427.02)
Fair value (gain)/ loss on contingent consideration	(30.83)	4.34
Dividend Income	(0.20)	-
Allowance for expected credit loss (net of reversal)	(0.41)	5.37
Bad Debts written off	-	5.91
Allowance for doubtful advances and other receivables (net of reversal)	2.05	1.96
Allowance for expected credit loss on Unbilled Revenue (net of reversal)	2.65	(1.60)
Allowance for Slow/ Non-moving Inventory (net of reversal)	0.11	(0.07)
Unrealised Foreign Exchange Loss (net)	0.28	0.76
Share based payment Expense	36.17	42.92
Operating cash flows before working capital changes	262.54	201.86
Changes in Assets and Liabilities		
(Decrease)/ Increase in Trade Payables	68.65	41.40
(Decrease)/ Increase in Other Non Current Financial Liabilities	3.26	28.94
(Decrease)/ Increase in Other Non Current Liabilities	-	(0.79)
(Decrease)/ Increase in Other Current Liabilities	(99.37)	(135.89)
(Decrease)/ Increase in Other Current Financial Liabilities	(14.25)	51.84
(Decrease)/ Increase in Short-Term Provisions	22.54	7.81
(Increase)/ Decrease in Trade Receivables	(121.55)	(88.01)
(Increase)/ Decrease in Inventories	(0.11)	(3.53)
(Increase)/ Decrease in Other Non Current Assets	(0.35)	0.58
(Increase)/ Decrease in Other Current Assets	76.77	(46.74)
(Increase)/ Decrease in Other Current Financial Assets	(7.76)	171.65
(Increase)/ Decrease in Other Non Current Financial Assets	(4.23)	(2.82)
Net cash flows from operations before tax	186.14	226.30
Direct Tax- (paid including TDS)/ refund received (net)	108.36	(123.96)
Net Cash flows from Operating activities before Exceptional Items	294.50	102.34
Exceptional Expenses in relation to Strategic initiatives and Scheme of arrangement	(1.50)	(9.95)
Net Cash flows from operating activities (A)	293.00	92.39
B. CASH FLOW FROM INVESTING ACTIVITIES:		
Purchase of Property, Plant and Equipment (including Capital Work-in-progress, internally generated Intangible Assets and Capital Advances)	(389.68)	(329.58)
Proceeds from sale of Property, Plant and Equipment	5.56	3.45
Encashment of Fixed Deposits from Banks (net)	451.03	11.33
(Placement) /Encashment of Deposits with / from Financial Institutions (net)	(280.00)	190.00
Proceeds from sale of mutual funds	2,364.90	1,307.34
Purchase of mutual funds	(2,496.65)	(1,209.00)
Dividend received	0.20	-
Interest received from deposits with Banks and Financial Institutions	76.53	79.84
Net Cash flows (used in) / from Investing activities (B)	(268.11)	53.38
C. CASH FLOW FROM FINANCING ACTIVITIES:		
Proceeds from issue of shares under Employee stock option scheme	24.54	21.70
Share application money received	0.26	-
Payment of principal portion of lease liabilities	(17.68)	(22.50)
Payment of interest on lease liabilities	(6.24)	(7.77)
Interest paid	(0.01)	(0.22)
Purchase of shares from non controlling interests	-	(150.00)
Dividend paid to equity share holders of Parent Company	(101.31)	(67.38)
Net Cash used in Financing activities (C)	(100.44)	(226.17)
Net Decrease in cash & cash equivalents (A) + (B) + (C)	(75.55)	(80.40)
Cash and Cash equivalents as at the beginning of the year	388.49	487.91
Exchange difference on translation of foreign currency cash and cash equivalents	5.98	(19.02)
Cash and cash equivalents as at the end of the year	318.92	388.49



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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 13, 2025.
- 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), 78,000 equity shares were issued, 10,000 options lapsed and 9,385,084 options remained outstanding as on March 31, 2025.
- 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 amounting to Rs. 2.50 Million for the quarter and year ended March 31, 2025 represent expenses incurred in connection with strategic initiatives (Refer note 8 below) and an expenses of Rs. 2.91 Million in the previous year represents the expenses incurred in connection with the Scheme of Arrangement (Refer Note 6 below).
- 6 The National Company Law Tribunal (NCLT), Chandigarh Bench vide Order dated May 19, 2023 sanctioned the Composite Scheme of Arrangement (Approved by the board of directors of the Holding Company on January 28, 2022). The Scheme became effective on May 24, 2023 upon filing of the certified copies of the NCLT order, sanctioning the Scheme with the respective jurisdictional Registrar of Companies. Pursuant to the Scheme becoming effective, the CLG Business Undertaking is demerged from NIIT Limited ("NIIT") and transferred to and vested in NIIT Learning Systems Limited ("NLSL") with effect from April 1, 2022 i.e. the Appointed Date. Accordingly, the effect of the demerger accounting was given in the financial results of previous periods in accordance with the accounting treatment prescribed in the Scheme and relevant accounting principles. Legal, professional and other expenses relating to the Scheme were recognized as an exceptional item in financial results.
The Holding Company had transferred specific income, expenses, assets, liabilities and reserves of CLG Business Undertaking w.e.f. Appointed Date till Effective Date based on the allocation as prescribed in the Scheme and with respect to common items, the allocations were approved by the Board of Directors of the Holding Company.
- 7 The Group decided not to pursue certain new skills contracts and also decided to discontinue operations post completion of continuing commitments transferred from NIIT Yuva Jyoti Limited during financial year 2019-20. Accordingly as per provisions of Ind AS 105 - 'Non-current assets held for sale and Discontinued Operations', the net results i.e. revenue minus expenses (including taxes) from such operations have been disclosed separately as loss from discontinued operations.
- 8 Subsequent to the year end on April 17, 2025, the Holding Company signed a Share Subscription and Purchase Agreement ("SSPA") and other related transaction documents with iamneo Edutech Private Limited ("NEO"). Accordingly, the Holding Company subscribed for new equity shares in NEO and also completed secondary acquisition of shares from NEO promoters, resulting in 70% equity shareholding (on a fully diluted basis) in NEO for a consideration of Rs. 613 Million, subject to certain closing adjustments. The remaining 30% shareholding of NEO will be acquired by the Holding Company from the NEO promoters in subsequent tranches over the next five years, subject to certain terms and conditions outlined in the SSPA and other transaction documents. As a result of this acquisition, NEO has become a subsidiary of the Holding Company.
- 9 Subsequent to the year end, the Holding Company, at its meeting held on April 19, 2025, approved a proposal to purchase 1,900,000 equity shares of NIIT Institute of Finance Banking and Insurance Training Limited (IFBI), a subsidiary of the Holding Company from ICICI Bank Limited and 50,000 equity shares from Individual shareholders. Post acquisition of above shares, IFBI will become a wholly owned subsidiary of the Holding Company.
- 10 During the year, the Group has reassessed the presentation of unbilled revenue to ensure disclosures in accordance with the requirements of Ind AS 115. As a result, as at March 31, 2025, the Group has presented contract assets under other current assets and has also reclassified the corresponding balances as at March 31, 2024, to be in line with the current year presentation. Accordingly, contract assets amounting to Rs. 91.99 Million which were included in unbilled revenue and presented under other financial assets in previous year have been separately disclosed under Other Current Assets.
- 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, 2025 / March 31, 2024 and the unaudited published year-to-date figures up to December 31, 2024/ December 31, 2023, 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 Holding Company, subsequent to the year end recommended a final dividend of Rs. 1 per equity share in the meeting held on May 13, 2025, subject to approval of the shareholders at the Annual General Meeting.

Place : Gurugram

Date : May 13, 2025

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 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, 2025 and for the year ended March 31, 2025 ("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 profit and other comprehensive loss for the quarter ended March 31, 2025, net profit and other comprehensive income for the year ended March 31, 2025 and other financial information of the Company for the quarter and for the year ended March 31, 2025.

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.

Emphasis of Matter

We draw attention to note 10 to the financial results, describing the impact of the restatement of comparative figures of unbilled revenue which was previously disclosed under Other Financial Assets instead of being presented as contract assets under Other Current Assets. Our opinion is not modified in this matter.



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 profit and other comprehensive (loss) / income 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.

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.



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 profit and other comprehensive (loss) / income 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.

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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.



S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

- 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.

Other Matter

The Statement includes the results for the quarter ended March 31, 2025 being the balancing figure between the audited figures in respect of the full financial year ended March 31, 2025 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: 25094524BMNZOA9668



Place: Gurugram

Date: May 13, 2025

NIIT Limited

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

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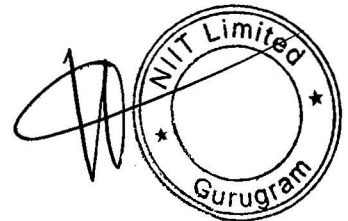
Corporate Identity Number : L74899HR1981PLC107123

Email : investors@niit.com

Statement of Audited Financial Results for the quarter and year ended March 31, 2025

(Rs. in Millions, except per share data)

Standalone Financial Results					
Particulars	3 Months ended March 31, 2025	Preceding 3 months ended December 31, 2024	Corresponding 3 months ended March 31, 2024	Current year ended March 31, 2025	Previous year ended March 31, 2024
	Audited (Refer note 11)	Unaudited	Audited (Refer note 11)	Audited	Audited (Refer note 6)
(1)	(2)	(3)	(4)	(5)	(6)
1 Income					
a) Revenue from operations	284.99	317.34	300.56	1,259.52	1,298.19
b) Other income	353.77	177.31	187.72	932.13	749.89
Total income	638.76	494.65	488.28	2,191.65	2,048.08
2 Expenses					
a) Purchase of stock-in-trade	1.99	0.93	2.59	3.65	6.10
b) Changes in inventories of stock-in-trade	(0.02)	-	0.02	0.08	(0.10)
c) Employee benefits expense	182.33	199.07	173.91	760.67	803.47
d) Professional & technical outsourcing expenses	83.55	84.08	41.84	322.62	268.08
e) Finance Costs	1.91	3.03	4.39	7.62	11.30
f) Depreciation and amortisation expenses	48.97	48.72	33.39	176.66	117.77
g) Other expenses	125.34	124.38	134.47	537.02	470.53
Total expenses	444.07	460.21	390.61	1,808.32	1,677.15
3 Profit before Exceptional items and Tax (1-2)	194.69	34.44	97.67	383.33	370.93
4 Exceptional items (net) (Refer note 5)	(2.50)	-	-	(2.50)	(2.91)
5 Profit before tax (3+4)	192.19	34.44	97.67	380.83	368.02
6 Tax expense					
- Current tax	1.34	1.70	1.77	4.97	13.57
- Deferred tax charge	-	-	2.32	-	2.89
Total tax expense	1.34	1.70	4.09	4.97	16.46
7 Profit after tax from continuing operations (5-6)	190.85	32.74	93.58	375.86	351.56
8 Loss after tax from discontinued operations (Refer note 7)	(0.76)	(0.96)	(0.86)	(14.97)	(4.18)
9 Profit after tax (7+8)	190.09	31.78	92.72	360.89	347.38
10 Other comprehensive (loss)/ income					
Items that will not be reclassified subsequently to profit or loss					
a) Remeasurement of the defined benefit obligation	(4.13)	1.91	1.43	0.65	5.29
b) Income tax effect	-	-	(0.36)	-	(1.33)
Total	(4.13)	1.91	1.07	0.65	3.96
11 Total comprehensive income (9+10)	185.96	33.69	93.79	361.54	351.34
12 Paid-up equity share capital (face value of Rs. 2 each, fully paid)	271.19	271.03	270.14	271.19	270.14
13 Reserves excluding revaluation reserves				10,357.74	10,012.88
14 Earnings Per Share attributable to shareholders for Continuing Operations (in Rs.): (Face value of Rs. 2/-) (Not annualised for the quarter)					
- Basic	1.41	0.24	0.70	2.78	2.61
- Diluted	1.39	0.23	0.69	2.74	2.58
15 Loss Per Share attributable to shareholders for Discontinued Operations (in Rs.): (Face value of Rs. 2/-) (Not annualised for the quarter)					
- Basic	(0.01)	(0.01)	(0.01)	(0.11)	(0.03)
- Diluted	(0.01)	(0.01)	(0.01)	(0.11)	(0.03)
16 Earnings Per Share attributable to shareholders for Continuing and Discontinued Operations (in Rs.): (Face value of Rs. 2/-) (Not annualised for the quarter)					
- Basic	1.40	0.23	0.69	2.67	2.58
- Diluted	1.38	0.22	0.68	2.63	2.55



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NIIT Limited

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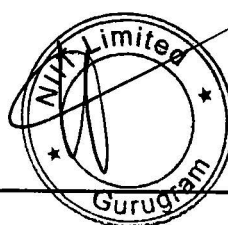
Corporate Identity Number : L74899HR1981PLC107123

Email : investors@niit.com

(Rs. in Millions)

Standalone Statement of Assets and Liabilities

Particulars	As At	
	March 31, 2025	March 31, 2024
	Audited	Audited
ASSETS		
Non-current assets		
Property, plant and equipment	1,399.18	1,370.99
Capital work-in-progress	-	8.05
Investment property	-	0.56
Intangible assets	236.35	226.28
Right-of-use assets	37.60	46.83
Intangible assets under development	318.41	144.90
Financial assets		
Investments	1,843.83	1,843.83
Other financial assets	14.95	9.67
Deferred tax assets (net)	120.95	130.45
Income tax assets (net)	319.25	522.38
Other non-current assets	0.68	5.71
Total non-current assets	4,291.20	4,309.65
Current Assets		
Inventories	0.02	0.10
Financial assets		
Investments	6,339.22	5,517.20
Trade receivables	182.24	221.49
Cash and cash equivalents	11.52	22.09
Bank balances other than above	59.77	359.57
Other financial assets	339.56	510.96
Other current assets (Refer note 10)	63.10	76.56
Total current assets	6,995.43	6,707.97
Asset held for sale	0.56	-
TOTAL ASSETS	11,287.19	11,017.62
EQUITY AND LIABILITIES		
EQUITY		
Equity share capital	271.19	270.14
Other equity	10,357.74	10,012.88
Share application money pending allotment	0.26	-
TOTAL EQUITY	10,629.19	10,283.02
LIABILITIES		
Non-current liabilities		
Financial liabilities		
Borrowings	3.44	-
Lease Liabilities	33.02	41.89
Other financial liabilities	26.79	34.88
Provisions	0.68	0.66
Other non-current liabilities	9.80	11.34
Total non-current liabilities	73.73	88.77
Current liabilities		
Financial liabilities		
Borrowings	3.14	-
Lease Liabilities	9.54	8.08
Trade payables		
(a) Total outstanding dues of micro enterprises and small enterprises	11.52	8.26
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	241.98	233.31
Other financial liabilities	132.02	187.20
Other current liabilities	77.49	116.36
Provisions	108.58	92.62
Total current liabilities	584.27	645.83
TOTAL LIABILITIES	658.00	734.60
TOTAL EQUITY AND LIABILITIES	11,287.19	11,017.62



f. h.

NIIT Limited

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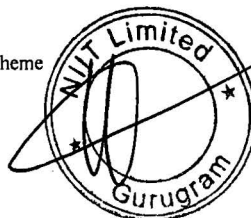
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(Rs. in Millions)

Standalone Statement of Cash Flows

Particulars	Year ended	
	March 31, 2025	March 31, 2024
	Audited	Audited
A. CASH FLOW FROM OPERATING ACTIVITIES:		
Profit / (Loss) before exceptional items and tax		
From Continuing Operations	383.33	370.93
From Discontinued Operations	(5.47)	(4.18)
Adjustments to reconcile profit before tax to net cash flows		
Depreciation and Amortisation expenses	176.67	117.77
Advances from customers written back	(0.91)	(0.51)
Allowance for expected credit loss (net of reversal)	(0.11)	5.08
Allowance for expected credit loss on Unbilled Revenue (net of reversal)	1.86	(1.60)
Allowance for Doubtful Advances and other receivables (net of reversal)	2.05	1.97
Unrealised Foreign Exchange Loss (net)	0.24	0.65
Finance costs	7.62	6.96
Fair value (gain)/ loss on contingent consideration	(30.83)	4.34
Share Based Payment Expense	27.65	38.62
Interest Income from deposits with Banks and Financial Institutions	(36.98)	(48.63)
Unwinding of deferred income on security deposit/ advances received	(2.87)	(2.08)
Unwinding of interest income on security deposit given	(0.30)	(0.48)
Gain on termination of leases (net)	-	(7.35)
Dividend Income from Subsidiaries	(102.81)	(75.00)
Gain on sale / disposal of Property, plant and equipment and Intangible assets (net)	(2.51)	(1.05)
Net gain on changes in fair value of investments through profit and loss	(478.61)	(405.12)
Operating cash flows (used in)/ from before changes in working capital	(61.98)	0.32
Changes in assets and liabilities		
Decrease / (Increase) in Trade Receivables	39.07	(84.74)
Decrease / (Increase) in Inventories	0.08	(0.10)
Decrease / (Increase) in Non-Current Financial Assets	(5.00)	(2.13)
Decrease / (Increase) in Current Financial Assets	23.48	250.57
Decrease / (Increase) in Other Non-Current Assets	(0.35)	0.58
Decrease / (Increase) in Other Current Assets	13.46	10.48
(Decrease) / Increase in Trade Payables	10.98	23.09
(Decrease) / Increase in Short Term Provisions	16.61	21.10
(Decrease) / Increase in Other Current Liabilities	(37.97)	(160.07)
(Decrease) / Increase in Other Non-Current Financial Liabilities	3.26	28.94
(Decrease) / Increase in Other Non Current Liabilities	-	(0.79)
(Decrease) / Increase in Other Current Financial Liabilities	(28.69)	32.95
Net cash flows (used in)/ from operations before tax	(27.05)	120.20
Direct Tax- refund received/ (paid including TDS) (net)	198.16	(123.25)
Net cash flows from/ (used in) operating activities before Exceptional Items	171.11	(3.05)
Exceptional expenses in relation to Strategic initiatives and Scheme of arrangement	(1.50)	(9.95)
Net cash flows from/ (used in) operating activities (A)	169.61	(13.00)
B. CASH FLOW FROM INVESTING ACTIVITIES:		
Purchase of Property, plant and equipment (including Capital Work-in-progress, Internally generated Intangible Assets and Capital advances)	(369.78)	(305.96)
Proceeds from sale of Property, plant and equipment	5.11	3.31
Interest received from deposits with Banks and Financial Institutions	50.98	61.81
Dividend received from subsidiaries	102.81	75.00
Encashment of fixed deposits from Banks (net)	463.48	47.79
(Placement)/ Encashment of deposits with/from Financial Institutions (net)	(200.00)	250.00
Purchase of mutual funds	(1,367.93)	(958.45)
Proceeds from sale of mutual funds	1,224.52	1,054.30
Investment in subsidiary	-	(150.00)
Net cash flows (used in) / from Investing activities (B)	(90.81)	77.80
C. CASH FLOW FROM FINANCING ACTIVITIES:		
Proceeds from issue of shares under Employee stock options scheme	24.54	21.70
Share application money received	0.26	-
Payment of principal portion on lease liabilities	(8.30)	(10.82)
Payment of interest on lease liabilities	(4.56)	(5.05)
Interest paid	-	(0.15)
Dividend paid to equity shareholders	(101.31)	(67.38)
Net cash used in financing activities (C)	(89.37)	(61.70)
Net (Decrease)/ Increase in cash and cash equivalents (A) + (B) + (C)	(10.57)	3.10
Cash and cash equivalents at the beginning of the year	22.09	18.99
Cash and cash equivalents as at the end of the year	11.52	22.09



NIIT Limited

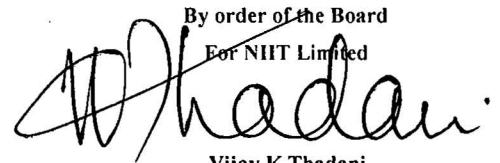
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Notes to the Standalone Financial Results:-

- 1 The above results were reviewed and recommended by Audit Committee and approved by the Board of Directors at its meeting held on May 13, 2025.
- 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), 78,000 equity shares were issued, 10,000 options lapsed and 9,385,084 options remained outstanding as on March 31, 2025.
- 4 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'.
- 5 Exceptional items amounting to Rs. 2.50 million for the quarter and year ended March 31, 2025 represent expenses incurred in connection with strategic initiatives (Refer note 8 below) and an expenses of Rs. 2.91 million in the previous year represents the expenses incurred in connection with the Scheme of Arrangement (Refer Note 6 below).
- 6 The National Company Law Tribunal (NCLT), Chandigarh Bench vide Order dated May 19, 2023 sanctioned the Composite Scheme of Arrangement (Approved by the board of directors of the Company on January 28, 2022). The Scheme became effective on May 24, 2023 upon filing of the certified copies of the NCLT order, sanctioning the Scheme with the respective jurisdictional Registrar of Companies. Pursuant to the Scheme becoming effective, the CLG Business Undertaking is demerged from NIIT Limited ("NIIT") and transferred to and vested in NIIT Learning Systems Limited ("NLSL") with effect from April 1, 2022 i.e. the Appointed Date. Accordingly, the effect of the demerger accounting was given in the financial results of previous periods in accordance with the accounting treatment prescribed in the Scheme and relevant accounting principles. Legal, professional and other expenses relating to the Scheme were recognized as an exceptional item in financial results.

The Company had transferred specific income, expenses, assets, liabilities and reserves of CLG Business Undertaking w.e.f. Appointed Date till Effective Date based on the allocation as prescribed in the Scheme and with respect to common items, the allocations were approved by the Board of Directors of the Company.
- 7 The Company decided not to pursue certain new skills contracts and also decided to discontinue operations post completion of continuing commitments transferred from NIIT Yuva Jyoti Limited during financial year 2019-20. Accordingly as per provisions of Ind AS 105 - 'Non-current assets held for sale and Discontinued Operations', the net results i.e. revenue minus expenses (including taxes) from such operations have been disclosed separately as loss from discontinued operations.
- 8 Subsequent to the year end on April 17, 2025, the Company signed a Share Subscription and Purchase Agreement ("SSPA") and other related transaction documents with iamneo Edutech Private Limited ("NEO"). Accordingly, the Company subscribed for new equity shares in NEO and also completed secondary acquisition of shares from NEO promoters, resulting in 70% equity shareholding (on a fully diluted basis) in NEO for a consideration of Rs. 613 Million, subject to certain closing adjustments. The remaining 30% shareholding of NEO will be acquired by the Company from the NEO promoters in subsequent tranches over the next five years, subject to certain terms and conditions outlined in the SSPA and other transaction documents. As a result of this acquisition, NEO has become a subsidiary of the Company.
- 9 Subsequent to the year end, the Company, at its meeting held on April 19, 2025, approved a proposal to purchase 1,900,000 equity shares of NIIT Institute of Finance Banking and Insurance Training Limited (IFBI), a subsidiary of the Company from ICICI Bank Limited and 50,000 equity shares from Individual shareholders. Post acquisition of above shares, IFBI will become a wholly owned subsidiary of the Company.
- 10 During the year, the Company has reassessed the presentation of unbilled revenue to ensure disclosures in accordance with the requirements of Ind AS 115. As a result, as at March 31, 2025, the Company has presented contract assets under other current assets and has also reclassified the corresponding balances as at March 31, 2024, to be in line with the current year presentation. Accordingly, contract assets amounting to Rs. 19.11 Mn which were included in unbilled revenue and presented under other financial assets in previous year have been separately disclosed under Other Current Assets.
- 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, 2025/ March 31, 2024, and the unaudited published year-to-date figures up to December 31, 2024/ December 31, 2023, 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 13, 2025, subject to approval of the shareholders at the Annual General Meeting.

Place: Gurugram
Date : May 13, 2025

By order of the Board
For NIIT Limited

Vijay K Thadani
Vice-Chairman & Managing Director

