

NIIT

NIIT LIMITED

CIN: L74899DL1981PLC015865

Regd. Office: 8, Balaji Estate, First Floor, Guru Ravi Das Marg, Kalkaji, New Delhi – 110 019

Email: investors@niit.com; Website: www.niit.com

Ph No.: 011-4167 5000, Fax No.: 011-4140 7120

Registered Folio No./DP ID No./

Client ID No.:

No. of share(s) held:

Sr. No.

Name(s) of the Shareholder
(in block letters)
(including joint holders, if any)

Registered Address of the Sole /
First named Shareholder

I/We hereby exercise my/our vote in respect of the Special Resolution to be passed by Shareholders through Postal Ballot for the business stated in the Postal Ballot Notice dated August 29, 2019 of the Company by conveying/sending my/our assent or dissent to the said Special Resolution by placing tick (✓) mark at the appropriate box below:

Description of Resolution	No. of shares held	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
Special Resolution for approval of Buyback of equity shares of the Company			

Place:

Date:

(Signature of Shareholder)

ELECTRONIC VOTING PARTICULARS

EVEN (E-Voting Event Number)	USER ID	PASSWORD/PIN

Notes:

- 1) If the voting rights are exercised electronically, there is no need to use this form. Please read the instructions carefully printed overleaf before exercising the vote and return this form to the scrutinizer by using the enclosed postage pre-paid self-addressed envelope.
- 2) In case of shareholders opting for e-voting, please refer the instructions given in Postal Ballot Notice for process of e-voting.
- 3) Each equity shares of the Company carries one vote.
- 4) Last Date for receipt of Postal Ballot Form by the Scrutinizer: October 3, 2019 upto 5:00 P.M.

Instructions:

1. A Shareholder desiring to exercise vote by postal ballot, may complete this Postal Ballot Form and send it to the scrutinizer in the attached self-addressed Business Reply Envelope. Postage will be borne and paid by the Company. However, envelope containing Postal Ballot Form, if sent by courier or registered post at the expense of the Shareholder will also be accepted.
2. The Postal Ballot Form should be completed and signed by the Shareholder. In case of joint holding, this form should be completed and signed (as per the specimen signature registered with the Company) by the first named Shareholder and in his/her absence, by the next named Shareholder. In case the Postal Ballot Form is sent separately by the first Shareholder and the joint shareholder(s), the vote of the first Shareholder would be valid.
3. An incomplete, unsigned, incorrectly completed, incorrectly ticked, defaced, torn, mutilated, over written, wrongly/unsigned Postal Ballot Form will be rejected.
4. Duly completed Postal Ballot Form should reach the scrutinizer not later than 5.00 P.M. October 3, 2019. All Postal Ballot Forms received after this date, will be strictly treated as if reply from such Shareholder has not been received.
5. In case of shares held by Companies, Institutional Members (Foreign Portfolio Investors / Foreign Institutional Investors / Trust / Mutual Funds / Banks etc.), duly completed Postal Ballot Form should also be accompanied by a certified true copy of the Board Resolution / Other Authority Letter together with the attested specimen signatures of the duly authorized person(s) giving requisite authority to the person voting on the Postal Ballot Form.
6. Voting rights shall be reckoned on the paid-up value of the shares registered in the name of the Shareholders on the cut-off date i.e. August 23, 2019.
7. Shareholders are requested not to send any other paper along with the Postal Ballot Form in the enclosed self-addressed postage prepaid Business Reply Envelope as any extraneous paper found in such envelope would be destroyed by the scrutinizer and the Company would not be able to act on the same.
8. There will be only one Postal Ballot form for every Folio/Client id.
9. Shareholders have option to vote either through remote e-voting or through Postal Ballot Form. If a Shareholders has opted for remote e-voting, then he/she should not vote by postal ballot also and vice-a-versa. However, in case Shareholders cast their vote both via postal ballot and remote e-voting, then voting through remote e-voting shall prevail and voting done by postal ballot shall be treated as invalid.
10. Scrutinizer's decision on the validity of the Postal Ballot shall be final.