

**NIIT LIMITED**

**Corporate Identity Number: L74899DL1981PLC015865**

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

**Ph No.: 011-41675000, Fax No.: 011-41407120**

**Website: [www.niit.com](http://www.niit.com) ; Email: [investors@niit.com](mailto:investors@niit.com)**

**NOTICE OF 31<sup>st</sup> ANNUAL GENERAL MEETING, E-VOTING INFORMATION AND BOOK CLOSURE DATES**

NOTICE is hereby given that:

1. The 31<sup>st</sup> Annual General Meeting (AGM) of the Members of the Company will be held at Mapple Exotica, Khasra No. 123, Chattarpur Mandir Road, Satbari, New Delhi- 110 074, on Monday, July 7, 2014 at 10.00 A.M.
2. The Annual Report of the Company for the financial year 2013-14 comprising the Notice convening the 31<sup>st</sup> AGM has been sent in electronic mode to all the Members whose email Ids are registered with the Company/Depository Participant(s) and Physical copies of the same have been sent to all other members at their registered address in the permitted mode. The above said documents are available and can be downloaded from the link <http://www.niit.com/india/training/investors/Pages/financial-performance.aspx>.
3. Pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of The Companies (Management and Administration) Rules, 2014, the Company is providing to the Members the facility to exercise their right to vote at the 31<sup>st</sup> AGM by electronic means and the business may be transacted through e-voting services provided by National Securities Depository Limited (NSDL). The Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of May 30, 2014, may cast their vote electronically.

All the Members are informed that (a) the Ordinary Business and the Special Business as set out in the notice of 31<sup>st</sup> AGM may be transacted by electronic voting; (b) the electronic transmission/physical dispatch of Annual Report containing the Notice of 31<sup>st</sup> AGM and other documents was done during the period June 10, 2014 to June 13, 2014; (c) the voting through electronic means shall commence on Tuesday, July 1, 2014 at 9:00 A.M.; (d) the voting through electronic means shall end on Thursday, July 3, 2014 at 6:00 P.M.; (e) voting through electronic means shall not be allowed beyond 6 P.M. on July 3, 2014; (f) the Notice of the 31<sup>st</sup> AGM is available on the Company's website [www.niit.com](http://www.niit.com) and NSDL's website [www.evoting.nsdl.com](http://www.evoting.nsdl.com); and (g) in case of any queries, members may refer to the Frequently Asked Questions (FAQs) for Members and e-voting user manual for members available at the Download Section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact Mr. Rajiv Ranjan/Mr. Amit Vishal, the officials of NSDL at 022-24994600 who will address the grievances connected with the electronic voting.

4. Pursuant to Section 91 of the Companies Act, 2013 and Clause 16 of the Listing Agreement, the Register of Members and the Share Transfer Books of the Company shall remain closed from Saturday, June 28, 2014 to Monday, July 7, 2014 (both days inclusive) in connection with AGM and for the purpose of determining the Members eligible to receive dividend.

**For NIIT Limited**

**Sd/-**

Place : Gurgaon

**Rajesh Arora**

Date : June 16, 2014

Company Secretary