



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: L74899DL1981PLC015865

www.niit.com

August 3, 2022

**The Manager
BSE Limited**

Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400 001

**The Manager
National Stock Exchange of India Limited**

Listing Department
Exchange Plaza
5th Floor, Plot no C/1, G Block
Bandra Kurla Complex
Bandra (E), Mumbai – 400 051

Subject: UPDATE ON THE NOTICE OF 39TH ANNUAL GENERAL MEETING SCHEDULED TO BE HELD ON FRIDAY, AUGUST 5, 2022 AT 11.30 A.M.

Scrip Code: BSE – 500304; NSE – NIITLTD

Dear Sir,

Please find attached herewith a copy of update on the Notice of 39th Annual General Meeting sent to members of the Company, today.

This is for your information and records.

Thanking you,

Yours truly,
For **NIIT Limited**

Deepak Bansal
**Company Secretary &
Compliance Officer**

Encls : a/a

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**UPDATE ON THE NOTICE OF 39TH ANNUAL GENERAL MEETING
SCHEDULED TO BE HELD ON FRIDAY, AUGUST 5, 2022 AT 11.30 A.M.**

To
The Members of
NIIT Limited (“the Company”)

The 39th Annual General Meeting (AGM) of the Members of NIIT Limited (“the Company”), is scheduled to be held on Friday, August 5, 2022 at 11.30 a.m. (IST) through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”). The Notice of this AGM along with the Annual Report was sent to members of the Company through email, on July 12, 2022.

This is in continuation to the explanatory statement given in note no. 9 of the Notice related to item number 4 on the re-appointment of M/s. S. R. Batliboi & Associates LLP, Chartered Accountants (S R Batliboi), as Statutory Auditors of the Company for second term of five years starting from the conclusion of this 39th AGM till the conclusion of the 44th AGM. The members are requested to take note of the following update, to be read, as further clarification and information in relation to item number 4 of the Notice given in the said note no. 9 of the Notice :

For reappointment of the Statutory Auditors, the Audit Committee reviewed the eligibility, independence and performance of S R Batliboi, during the first term. The Audit Committee deliberated and agreed on reappointing S R Batliboi, for a second term of five years and recommended their reappointment, to the Board of Directors.

The Board of Directors, at its meeting held on May 24, 2022, considered the recommendation of the Audit Committee and based on evaluation as well as consent and eligibility confirmation by S R Batliboi, approved the reappointment of S R Batliboi as the statutory auditors of the Company for a second term of five consecutive years from the conclusion of the ensuing AGM.

The remuneration paid to the Statutory Auditors as audit fee for financial year 2021-22 was Rs. 11.75 million (including fee for quarterly limited review but excluding reimbursement of expenses and taxes), as disclosed in financial statements. The remuneration (audit fee) of the Statutory Auditors for the financial year 2022-23 is likely to be at levels similar to the previous financial year based on the same scope of coverage and not expected to be beyond additional ten per cent for the first year. After approval of the resolution at AGM, the final fee of the Statutory Auditors for the first year shall be reviewed and approved by the Audit Committee / Board of Directors and also for each subsequent year of audit during their tenure, considering any change in scope of work, inflation, etc. Further, the Company may obtain certifications from S R Batliboi under statutory regulations and avail other permissible non-audit services/tax audit, as may be required from time to time. The provision of such permissible services by S R Batliboi will be reviewed and approved by the Audit Committee/Board of Directors. The fees for certifications and non-audit services will be paid on mutually agreed terms.

All other contents of the notice of 39th AGM, save and except as mentioned by this updation, shall remain unchanged.

For NIIT Limited


Deepak Bansal
Company Secretary

Date: August 3, 2022
Place: Gurugram