May 22, 2020

The Secretary
The Secretary

BSE Limited
National Stock Exchange of India Ltd.
Corporate Relationship Department
Exchange Plaza
1st Floor, New Trading Ring,
5th Floor, Plot no C/1, G Block
Rotunda Building
Bandra Kurla Complex
Phiroze Jeejeebhoy Towers, Dalal Street,
Bandra (East)
Mumbai-400 001
Mumbai 400 051.

Dear Sir/Madam,

Sub: Update regarding buyback of up to 1,956,290 fully paid equity shares of a face value of Rs. 10/- each at a price of INR 1,725 (“Buyback”). – Newspaper advertisement for completion of dispatch

This is with reference to our intimation dated May 21, 2020. whereby we had informed the stock exchanges that we had completed the dispatch of the letter of offer.

This is to now inform you that pursuant to the SEBI circular bearing reference number SEBI/CIR/CFD/DCR1/CIR/P/2020/83 dated May 14, 2020 where certain relaxations were granted relating to procedural matters for takeovers and buybacks (“Relaxation Circular”), the Company has today published the advertisements dated May 21, 2020 regarding the completion of the dispatch of the letter of offer to the eligible shareholders holding shares as on record date (i.e. March 12, 2020) in all editions of the following newspapers:

1. Jansatta - Hindi
2. Financial Express – English

The advertisement will also be available on the website of the Company at www.niit-tech.com, Registrar to the Buyback at https://linkintime.co.in/Offer/Default.aspx and Manager to the Buyback at www.jmfl.com. The advertisements are also attached as Annexure A for reference. This is for your information and records.

Thanking you,

For NIIT Technologies Limited

Lalit Kumar Sharma
Company Secretary & Legal Counsel

Encl: As above
The highest price paid or payable for any acquisition, whether by the Acquirers or by any person acting in concert with them, during the period of 12 months prior to the Effective Date of the Open Offer, for the shares of any company in which the concern has a substantial interest (as defined in clause (c) of sub regulation 1 of Regulation 23 of SEBI (SAST) Regulations, 2011) which was not greater than 25% of the total value of the shares of such companies; shall not be considered.

Amount in ₹

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<tr>
<th>Parameter</th>
<th>Amount in ₹</th>
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<td>01. The revised schedule of activities pertaining to the Offer is set forth below as a result of the revision in the schedule of activities pertaining to the Offer.</td>
<td></td>
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<tr>
<td>02. The shareholders of the Target Company are requested to kindly note the following information related to the Open Offer:</td>
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<tr>
<td>03. The highest price paid or payable for any acquisition, whether by the Acquirers or by any person acting in concert with them, during the period of 12 months prior to the Effective Date of the Open Offer, for the shares of any company in which the concern has a substantial interest (as defined in clause (c) of sub regulation 1 of Regulation 23 of SEBI (SAST) Regulations, 2011) which was not greater than 25% of the total value of the shares of such companies; shall not be considered.</td>
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<td>04. The revised schedule of activities pertaining to the Offer is set forth below as a result of the revision in the schedule of activities pertaining to the Offer.</td>
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<td>05. The shareholders of the Target Company are requested to kindly note the following information related to the Open Offer:</td>
<td></td>
</tr>
<tr>
<td>06. The highest price paid or payable for any acquisition, whether by the Acquirers or by any person acting in concert with them, during the period of 12 months prior to the Effective Date of the Open Offer, for the shares of any company in which the concern has a substantial interest (as defined in clause (c) of sub regulation 1 of Regulation 23 of SEBI (SAST) Regulations, 2011) which was not greater than 25% of the total value of the shares of such companies; shall not be considered.</td>
<td></td>
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</table>
10.3. Notice of the Board Meeting was convened to consider the proposal of the Bank to give a fresh guarantee of ₹2.50 crore to the Company under a fresh term loan facility. The fixed interest rate is 10.80% per annum. The proposal is subject to the approval of the shareholders at the Annual General Meeting (AGM). The meeting was convened for June 25, 2020, and the agenda was to consider the approval of the proposal.

11. PRESENT CAPITAL STRUCTURE AND SHARE HOLDING PATTERN

As on the date of the Public Announcement, there are two Equity Shareholders who are party to the Company.

The Board of Directors of the Company, on the date of the Shareholding Pattern on May 20, 2020, and the proposed shareholding pattern of the Company post the completion of the proposed fresh guarantee, is as follows:

- Share Capital of the Company

12.1. The Company has submitted to the Registrar of Companies, Government of India, a Memorandum of Association as required by the Companies Act, 2013.

13.1. Notice of the AGM was convened to consider the proposal of the Bank to give a guarantee of ₹2.50 crore to the Company under a fresh term loan facility. The fixed interest rate is 10.80% per annum. The proposal is subject to the approval of the shareholders at the AGM. The meeting was convened for June 25, 2020, and the agenda was to consider the approval of the proposal.

14.1. The Company has submitted to the Registrar of Companies, Government of India, a Memorandum of Association as required by the Companies Act, 2013.

15.1. Notice of the AGM was convened to consider the proposal of the Bank to give a guarantee of ₹2.50 crore to the Company under a fresh term loan facility. The fixed interest rate is 10.80% per annum. The proposal is subject to the approval of the shareholders at the AGM. The meeting was convened for June 25, 2020, and the agenda was to consider the approval of the proposal.

16.1. The Company has submitted to the Registrar of Companies, Government of India, a Memorandum of Association as required by the Companies Act, 2013.