

ANNEXURE - 2

Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	NIIT Technologies, Ltd.
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Brandes Investment Partners, L.P. (FPI, Advisor)
	Brandes Institutional Equity Trust (FPI, Buyer)
	Brandes Investment Partners LP 401k (FPI, Buyer)
	Brandes Global Small Cap Fund (FPI, Buyer)
	Brandes International Small Cap Equity Fund (FPI)
	Utah Retirement Systems (FPI, Buyer)
	Delta Master Trust (FII)
	Delta Pilots Disability and Survivorship Trust (FII)
	Sunsuper Pooled Superannuation Trust (FII)
	USAA Emerging Markets Fund (FPI)
	Washington State Investment Board Managed By Brandes Investment Partners, L.P. (FPI)
	West Virginia Investment Management Board – Brandes Investment Partners (FPI)
	American Airlines Inc. Master Fixed Benefit Pension Trust (FII)
Whether the acquirer belongs to Promoter/Promoter group	No
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange, Ltd.



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Details of the acquisition as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition under consideration, holding of acquirer along with PACs of:			
a) Shares carrying voting rights b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/ others) c) Voting rights (VR) otherwise than by shares d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	a) 21156079 ¹ b) - c) - d) -	9.04 ¹	-
e) Total (a+b+c+d)	e) 21156079 ¹	9.04 ¹	-
Details of acquisition / sale			
a) Shares carrying voting rights acquired/sold b) VRs acquired/sold otherwise than by shares c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold d) Shares encumbered/invoked/released by the acquirer	a) 367025 ² b) - c) - d) -	0.14 ²	-
e) Total (a+b+c+d)	e) 367025 ²	0.14 ²	-
After the acquisition /sale, holding of:			
a) Shares carrying voting rights b) Shares encumbered with the acquirer c) VRs otherwise than by shares d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	a) 22523104 ¹ b) - c) - d) -	9.18 ¹	-
e) Total (a+b+c+d)	e) 22523104 ¹	9.18 ¹	-
Mode of acquisition/sale (e.g. open market / off market / public issue / rights issue/preferential allotment/	Open Market		

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inter-se transfer etc.)		
Date of acquisition /sale of shares/ VR or date of receipt of intimation of allotment of shares, whichever is applicable	21-05-2018 Date of Purchase	22-05-2018 Date of receipt of intimation
Equity share capital / total voting capital of the TC before the said acquisition / sale		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	262990000	
Total diluted share/voting capital of the TC after the said acquisition	262990000	

¹ Brandes is a US registered investment adviser and we are authorized to buy and sell securities on the behalf of our clients (and in their name – Brandes never owns securities directly) Please note that Brandes Investment Partners, L.P. previously filed a disclosure as required under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, on August 19, 2015, which contained the voting shares that Brandes is authorized to vote on behalf of its investment advisory clients. Thus, share numbers and percentages in this form represent the numbers and percentages of total outstanding shares that Brandes has discretion over.

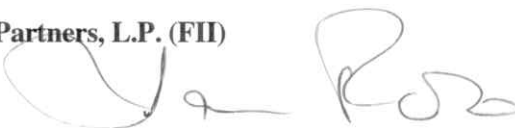
² The 367025 (0.14%) shares have been purchased in a number of tranches between the periods August 18, 2015 through May 21, 2018. The last purchase of 227393 shares (0.09%) on May 21, 2018, has triggered the disclosure under Regulation 29(2) as the aggregate change has exceeded the 2% from the last disclosure.

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

Ian Rose on behalf of Brandes Investment Partners, L.P. (FII)

Signature of the seller / Authorised Signatory



Place: San Diego, CA USA

Date: 22-05-2018