

**NIIT Limited**85, Sector 32 Institutional
Gurgaon 122 001

India

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Fax: +91 (124) 429 3333

Registered Office

B-2/14, Okhla Ph-I

New Delhi 110020, India

July 2, 2012

1. Bombay Stock Exchange Limited

Corporate Relationship Department

1st Floor, New Trading Ring,

Rotunda Building

Phiroze Jeejeebhoy Towers,

Dalal Street, Mumbai 400 001

Fax no. 022-22722041, 22723121

2. 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

Fax No. 022-26598237, 26598238

Subject: Outcome of 29th Annual General Meeting and Payment of Dividend

Dear Sir,

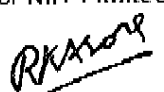
This is to inform you that Shareholders of the Company at their **29th Annual General Meeting** held today, have approved the following resolutions

1. Adoption of the Balance Sheet as at March 31, 2012, Statement of Profit and Loss for the financial year ended on that date and the Reports of the Auditors and the Directors thereon
2. Declaration of Dividend of Rs. 1.60 per Equity Share.
3. Re-appointment of Mr. Sanjay Khosla, Director liable to be retire by rotation as Director of the Company
4. Re-appointment of M/s Price Waterhouse, Chartered Accountants (FRN301112E), as Statutory Auditors of the Company for the financial year 2012-13.
5. Retirement of Mr. Subroto Bhattacharya, a Director, who had expressed his desire not to be re-appointed, was not re-appointed and the resulting vacancy so created was not filled and the number of Directors was reduced accordingly and
6. Authorize the Board of Directors to grant or otherwise provide assistance up to Rs. 100 Million (in one or more tranches) per year over the next three financial years and in aggregate not exceeding Rs. 250 Million to NIIT Institute of Information Technology, NIIT Foundation and any other organization engaged in the activities of social, cultural, educational, economic, scientific research, rural development and/or any other activity for people at large.

This is further to inform you that the dividend will be credited/dispatched to the Shareholders of the Company on or before August 1, 2012

Kindly acknowledge the receipt

Thanking you

Yours faithfully,
For NIIT Limited
Rajesh Arora
Company Secretary