NIIT

NIIT Limited
85, Sector 32 Institutional
Gurgaon 122 001
India
Tel: +91 (124) 4293000
Fax: +91 (124) 4293333

Registered Office:
B-234, Okhla Ph-I
New Delhi 110020, India

www.niit.com

July 3, 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: Disclosure under Clause 35A of the Listing Agreement

Dear Sir,

In terms of the Clause 35A of the Listing Agreement, the details regarding the voting results of the 29th Annual General Meeting (AGM) of the Company are as under:

1. **Date of the AGM: July 2, 2012**

2. **Total Number of Shareholders on record date: 78,025**

3. **No. of Shareholders present in the meeting either in person or through proxy: 445**
   i. Promoters and Promoter Group: 13
   ii. Public: 432

4. **No. of Shareholders attended the meeting through Video Conferencing - N. A.**
   i. Promoters and Promoter Group: Nil
   ii. Public: Nil

5. Details of the Agenda

Sr. No.	Agenda Item	Resolution Required	Mode of Voting
ORDINARY BUSINESS			
1.	To receive, consider and adopt the Balance Sheet as at March 31, 2012, Statement of Profit and Loss for the financial year ended as on that date together with the Reports of the Auditors and the Directors thereon.	Ordinary	Show of Hands

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2.	To declare dividend on equity shares.	Ordinary	Show of Hands
3.	To appoint a Director in place of Mr. Sanjay Khosla, who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	Show of Hands
4.	To appoint M/s Price Waterhouse, Chartered Accountants (FRN301112E), as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting and to authorize the Board of Directors to fix their remuneration.	Ordinary	Show of Hands
SPECIAL BUSINESS			
5.	Retirement of Mr. Subroto Bhattacharya as Director, who is liable to retire by rotation at the Annual General Meeting of the Company.	Ordinary	Show of Hands
6.	Authorisation to Board 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(s) engaged in the activities of social, cultural, educational, economic, scientific research, rural development and/or any other activity for people at large.	Ordinary	Show of Hands

In case of Poll/Postal Ballot/E-voting: Not Applicable

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group			Not Applicable				
Public – Institutional holders							
Public-Others							
Total							

Please take the same on record and kindly acknowledge the receipt.

Thanking you,

Yours Truly,
For **NIIT Limited**

Rajesh Arora
Company Secretary