

NOTICE

Notice is hereby given that the Eighteenth Annual General Meeting of the members of **NIIT Technologies Limited** will be held on Friday, the 9th day of July, 2010, at 9:30 A.M. at Parkland Exotica, Khasra No. 123, Chattarpur Mandir Road, Satbari, New Delhi-110 074 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Balance Sheet as at March 31, 2010 and the Profit and Loss Account for the financial year ended on that date alongwith the reports of the Auditors and Directors thereon.
2. To declare dividend on equity shares.
3. To appoint a Director in place of Mr Subroto Bhattacharya, who retires by rotation and, being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Mr. Surendra Singh, who retires by rotation and, being eligible, offers himself for re-appointment.
5. To appoint statutory Auditors of the Company to hold office from the conclusion of this annual general meeting to the conclusion of the next annual general meeting and to authorize Board of Directors to fix their remuneration. M/s Price Waterhouse, Chartered Accountants, the retiring Auditors, are eligible for re-appointment.

SPECIAL BUSINESS

6. RE-APPOINTMENT OF MR. RAJENDRA S PAWAR UNDER SECTION 269 OF THE COMPANIES ACT, 1956

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT subject to the provisions of Sections 198, 269, 309, 310, 316, 317, Schedule XIII and other applicable provisions, if any, of the Companies Act, 1956 “(including any amendment and/or re-enactment thereof)”, the Company hereby approves the re-appointment of Mr. Rajendra S Pawar as Managing Director and designated as Chairman & Managing Director of the Company not liable to retire by rotation for a period of five years with effect from June 1, 2010 on the terms and at remuneration as detailed in the explanatory statement annexed hereto, subject to overall ceiling as provided under Section 309 of the Companies Act, 1956.

RESOLVED FURTHER THAT Board of Directors be and are hereby authorized to vary or amend the remuneration (within the allocated grades/bands), including salary, allowances, commission, perquisites and benefits, minimum remuneration and other terms of his appointment, from time to time, as deemed expedient or necessary.

RESOLVED FURTHER THAT the Board of Directors be and hereby authorized to take all such steps as may

be considered necessary, proper or expedient in order to give effect to the above resolution.”

7. MINIMUM REMUNERATION PAYABLE TO MR. RAJENDRA S PAWAR, CHAIRMAN & MANAGING DIRECTOR

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to paragraphs (B) and (C) of Section II (1) of Part II of Schedule XIII and other applicable provisions, if any, of the Companies Act, 1956, and subject to such approvals as may be necessary, the Company be and is hereby authorized to pay minimum remuneration, as detailed in the Explanatory Statement, to Mr. Rajendra S Pawar, Chairman & Managing Director for that financial year, in which there is inadequacy or absence of profits during the period of three years from the effective date of his re-appointment.”

8. RE-APPOINTMENT OF MR. ARVIND THAKUR UNDER SECTION 269 OF THE COMPANIES ACT, 1956

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT subject to the provisions of Sections 198, 269, 309, 316, 317, Schedule XIII and other applicable provisions, if any, of the Companies Act, 1956 (including any amendment and/or re-enactment thereof), the Company hereby approves the re-appointment of Mr. Arvind Thakur as Jt. Managing Director and designated as Chief Executive Officer & Jt. Managing Director, of the Company not liable to retire by rotation for a period of five years with effect from June 1, 2010, on the terms and at remuneration as detailed in the explanatory statement annexed hereto, subject to overall ceiling as provided under Section 309 of the Companies Act, 1956.

RESOLVED FURTHER THAT Board of Directors be and are hereby authorized to vary or amend the remuneration (within the allocated grades/bands), including salary, allowances, commission, perquisites and benefits, minimum remuneration and other terms of his appointment, from time to time, as deemed expedient or necessary.

RESOLVED FURTHER THAT the Board be and hereby authorized to take all such steps as may be considered necessary, proper or expedient in order to give effect to the above resolution.”

9. MINIMUM REMUNERATION PAYABLE TO MR. ARVIND THAKUR, CHIEF EXECUTIVE OFFICER & JT. MANAGING DIRECTOR

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to paragraphs (B) and

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(C) of Section II (1) of Part II of Schedule XIII and other applicable provisions, if any, of the Companies Act, 1956, and subject to such approvals as may be necessary, the Company be and is hereby authorized to pay minimum remuneration, as detailed in the Explanatory Statement, to Mr Arvind Thakur, Chief Executive Officer & Jt. Managing Director for that financial year, in which there is inadequacy or absence of profits during the period of three years from the effective date of his re-appointment."

By the Order of the Board
For **NIIT Technologies Limited**

Surender Varma
Company Secretary
& Legal Counsel

Place : New Delhi
Date : May 05, 2010

Notes:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. PROXIES, IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A BLANK PROXY FORM IS ENCLOSED.**
2. Explanatory statement pursuant to Section 173(2) of the Companies Act, 1956, in relation to agenda item no. 6, 7, 8, and 9 are annexed hereto.
3. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
4. The Register of Members and Share Transfer Books of the Company shall remain closed on the Book Closure Dates, i.e., from July 02, 2010 to July 09, 2010, both days inclusive. The dividend as recommended by the Board of Directors, if approved at the meeting, will be paid to those members whose names appear in the Register of Members as on July 09, 2010 and in respect of shares held in electronic mode on the basis of beneficial ownership of shares as per details furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as at the end of business hours on July 01, 2010.
5. While members holding shares in physical form may write to the Company's Registrar and Share Transfer Agent i.e. Alankit Assignments Limited, Unit: NIIT Technologies Limited 2E/21, Jhandewalan Extension, New Delhi – 110055, for changes, if any, in their address and bank mandates, members having shares in electronic form may inform such changes directly to their depository participant immediately so as to enable the Company to dispatch dividend warrant(s) at their correct address(es).
6. Members who hold shares in physical form in multiple folios in identical names or joint accounts in the same order of names are requested to send share certificates to the Company for consolidation into a single folio.
7. The Members desirous of appointing their nominee for the shares held by them may apply in the revised Nomination Form (Form 2-B) as amended by the Central Government vide their notification no GSR 836(E) dated October 24, 2000.
8. Every Company, as per the provisions of SEBI letter no.DCC/FITTCIR-3/2001 dated October 15, 2001, is mandatorily required to use Electronic Clearing System (ECS) facility for distributing dividends or other cash benefits to investors wherever applicable. Currently ECS facility is available at locations specified by RBI.

In view of the above, the shareholders holding shares in physical form are requested to provide their bank details so that all future dividends can be remitted through ECS. In case of shareholders staying at locations not covered by ECS, the bank details shall be incorporated in the dividend warrants so as to protect against any fraudulent encashment of dividend warrants.

The shareholders can obtain a copy of the ECS mandate form from the registered office of the Company or can be downloaded from the website of the Company at www.niit-tech.com.

In respect of members who hold shares in dematerialized form, their Bank Account details, as furnished by their Depositories to the Company, will be printed on their dividend warrant as per the applicable regulations of the Depositories and the Company will not entertain any direct request from such members for deletion of or change in Bank Account details. Members who wish to change their Bank Account details are therefore requested to advise their Depository Participants about such change.
9. Members desirous of obtaining any information/clarification concerning the accounts of the Company are requested to address their queries in writing to the Company Secretary at least ten days before the Annual General Meeting, so that the information required may be made available at the Annual General Meeting.
10. Members/ Proxy(ies) are requested to bring their copy of the Annual Report at the meeting and to produce at the entrance, the admission slip, duly completed and signed, for admission to the meeting hall.
11. The statutory registers maintained under Sections

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301 and 307 of the Companies Act, 1956 and the certificate from the auditors of the Company certifying that the Company's stock option plan has been implemented in accordance with the SEBI (Employees Stock Option Scheme and Employees Stock Purchase Scheme) Guidelines, 1999, and in accordance with the resolutions passed by the members in the general meeting will be available at the venue for inspection by members.

12. Members may please note that no gifts/ gift coupons shall be distributed at the venue of the Annual General Meeting.

EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956

Item Nos. 6 & 8

The members of the Company in their meeting held on July 25, 2007 had appointed Mr. Rajendra S. Pawar as Chairman & Managing Director and Mr. Arvind Thakur as CEO and Jt. Managing Director for a period of three years with effect from June 01, 2007.

The current tenure of both the said Executive Directors shall end on May 31, 2010 and the Board in its meeting held on May 05, 2010 approved the re-appointment of Mr. Rajendra S Pawar and Mr. Arvind Thakur as executive directors not liable to retire by rotation for a further period of five years w.e.f. June 1, 2010.

The aforesaid appointments shall be subject to the approval of the members.

The Board in its meeting held on May 05, 2010, on the recommendation of the Compensation/ Remuneration Committee, approved the following remuneration payable to Mr. Rajendra S Pawar and Mr. Arvind Thakur:

S. No.	Name	Basic Salary (in the grade of Rs. 3,00,000 – Rs. 7,00,000 payable monthly)	Management Allowance (in the band of Rs. 1,00,000 to Rs. 2,00,000 payable annually)
1	Mr. Rajendra S Pawar*	Rs.3,15,000 p.m.	Rs. 1,00,000 p.a.
2	Mr. Arvind Thakur	Rs.3,90,000 p.m.	Rs. 1,00,000 p.a.

* Mr. Rajendra S Pawar, being the Chairman and Managing Director of NIIT Limited, also draws salary from NIIT Limited.

The above mentioned directors', in addition to basic salary shall be entitled to the following perquisites, benefits and allowances:

Perquisites –

Part A:

Performance Linked Bonus: Annually payable as proposed by the Remuneration Committee and approved by the Board of Directors, based on parameters of performance.

Part B:

a. Contribution to Provident Fund, Superannuation Fund or Annuity Fund: As per the rules of the Company as

applicable to Executive Directors.

- b. Gratuity: which shall be limited to half a month's salary for each completed year of service, as per the scheme of the Company.
- c. Company Car : each directors shall be entitled for maximum of two company cars for an amount not exceeding Rs. 60 Lacs each director. However, cars may be replaced after a minimum period of four years.

Part C:

Company Leased Accommodation/House Rent Allowance, Electricity, Gas, Water, Hard and Soft Furnishings, Books, Periodicals, Journals and Consumables, Medical Reimbursement, Leave Travel Assistance, Fees of Clubs and Medical Insurance: As per the schemes of the Company applicable to the Managing Directors.

Part D:

Company's cars with drivers and telephone, internet and/ broadband facility at residence. However, the Company shall bill the Jt. Managing Director, the charges relating to personal long distance calls and charges for using the car for private purposes.

As Mr. Rajendra S Pawar is also the Chairman & Managing Director in NIIT Limited, his aggregate remuneration from both the companies shall not exceed the higher of the maximum limit as admissible under the relevant provisions and Schedule XIII of the Companies Act, 1956 from any one of the two companies.

Provided that the aggregate of the aforesaid salary, perquisites and other benefits, as per the scheme of the Company applicable to the Managing Director(s), shall not exceed five percent individually and ten percent collectively, of Company's net profit as provided under the provisions of Sections 198, 309, Schedule XIII and other applicable provisions, if any, of the Companies Act, 1956.

The re-appointment of Mr. Rajendra S Pawar and Mr. Arvind Thakur on the respective remuneration and terms as stated above is subject to the approval of members.

The above may also be treated as an abstract of terms of remuneration under Section 302 of the Companies Act, 1956, in respect of aforesaid Managing Directors.

Mr. Rajendra S Pawar and Mr. Arvind Thakur may be deemed to be interested in the resolutions at Items Nos. 6 and 8 respectively. None of the other Directors of the Company are in any way concerned or interested in the resolutions.

The Board recommends the resolutions for your approval.

Item Nos. 7 & 9

Schedule XIII of the Companies Act, 1956 provides that where in any financial year during the currency of tenure of the Managing Directors a company has no profits or

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its profits are inadequate, it may pay the remuneration upto the limit prescribed therein provided the minimum remuneration payable to such Managing Directors is to be approved by the members by way of a special resolution and said resolution is valid for a period of three years.

In accordance with the provisions of Schedule XIII and other applicable provisions of the Act, the Compensation/ Remuneration Committee and the Board of Directors at their respective meetings held on May 05, 2010 have approved that the remuneration as set forth in Item Nos. 6 and 8 above may be paid as the minimum remuneration for a period of three years to Mr. Rajendra S Pawar, Chairman & Managing Director and Mr Arvind Thakur, Chief Executive Officer & Jt. Managing Director in the absence or inadequacy of profits in any financial year. However, if the total remuneration to be paid by way of basic salary, perquisites or any other allowance exceeds the ceiling specified in Clause 1, Section II of Part II of Schedule XIII of the Companies Act (excluding the perquisites provided in Clause 2, Section II of Part II of Schedule XIII of the said Act or such other amount and perquisites as may be provided in the said Schedule XIII), it shall be payable subject to the approval of Central Government.

The information as required under Schedule XIII Part II Section II (1)(B)(iv) and (C)(iv) is given below:

I. GENERAL INFORMATION

- | | |
|--|--|
| 1. Nature of Industry | Information Technology Services |
| 2. Date or expected date of commencement of commercial production | Not Applicable (The Company is an existing Company) |
| 3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus | Not Applicable |
| 4. Standalone Financial performance based on given indicators | Particulars
Period 1-4-2009 to 31-3-2010
Total Revenue
Rs. 4,936 Mn. Profit after tax
Rs. 951 Mn |
| 5. Export performance and net foreign exchange collaborations | The Company had foreign exchange earnings of Rs. 4465 Mn. during the financial year April 1, 2009, to March 31, 2010 |

6. Foreign investments or collaborators, if any.

The Company has investments in the following overseas direct subsidiaries (first generation subsidiaries);

1. NIIT Technologies Inc. USA
2. NIIT Technologies Pte Ltd. Singapore
3. NIIT Technologies Ltd, UK
4. NIIT Technologies AG, Germany
5. NIIT Technologies FZ-LLC, Dubai
6. NIIT Technologies Ltd, Canada
7. Softec GmbH, Germany

There is no foreign collaboration in the Company. The total foreign holding in the share capital of the Company as on 31st March 2010 was as under:

Foreign Holders	No. of Eq.	Sh. (%)
1124	11,534,674	19.61

II. INFORMATION ABOUT THE MANAGING DIRECTORS

1. Background Details

The background details of Mr. Rajendra S Pawar and Mr Arvind Thakur are given elsewhere in the notice.

2. Past remuneration (For the FY 2009-10)

Mr Rajendra S Pawar	Rs. 30,93,500/-
Mr Arvind Thakur	Rs. 1,36,70,730/-

3. Recognition or awards

- | | |
|---------------------|--|
| Mr Rajendra S Pawar | <ul style="list-style-type: none"> • HRD Excellence Award 2002 by the National HRD Network • PHDCCI Distinguished Entrepreneur-ship Award 2000 • Ernst & Young Master Entrepreneur of the Year award 1999 • Bank of India Award for Excellence in Management 1999 • Dataquest IT Man of the Year 1998 award for his pioneering role in creating a new computer literate generation • IIT Delhi Distinguished Alumnus Award 1995 • "The Global Indian splendor Award" on the occasion of 60th year of India's independence. |
|---------------------|--|

Recognitions or awards
Mr Arvind Thakur

- NIIT Technologies CEO, Mr. Arvind Thakur recognized as Laureate by the Computerworld Honours Programme for the year 2009

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4. Job profile and
his suitability

Mr Rajendra S
Pawar

Given the profile of Mr. Pawar, it
is imperative that he draws the
remuneration as proposed.

Mr Arvind Thakur

Given the profile of Mr. Thakur,
it is imperative that he draws the
remuneration as proposed.

5. Remuneration
proposed

As per details given in the
explanatory statement for item nos.6
& 8

6. Comparative
remuneration
profile with
respect to
industry, size of
the Company,
profile of the
position and
person (in case
of expatriates
the relevant
details would be
w.r.t. the country
of his origin)

The remuneration payable to the
appointees has been benchmarked
with the remuneration being drawn
by similar positions in IT industry
and has been considered by the
Compensation/Remuneration
Committee of the Company in its
meeting held on May 05, 2010

7. Pecuniary
relationship
directly or
indirectly with
the Company, or
relationship with
the managerial
personnel, if any

The Managing Directors have no
pecuniary relationship directly or
indirectly with the Company except
to the extent of their shareholding in
the Company

I. OTHER INFORMATION

1. Reasons of loss
or inadequate
profits

The Company has shown a profit
from its operations in the current
year and it is expected to earn
profits in the future years also. This
is an enabling provision for payment
of remuneration in the scenario of
loss/ inadequacy of profits.

2. Steps taken or
proposed to
be taken for
improvement

Not Applicable

3. Expected
increase in
productivity
and profits in
measurable
terms

Not Applicable

Although your Company has shown growth and profit from
operations in the previous financial years and is expected
to earn profits in the future years also, it is proposed to
approve the above in order to enable the Company to
pay the remuneration to its Executive Directors in the
eventuality of loss/inadequacy of profits.

The payment of minimum remuneration to Mr. Rajendra S

Pawar & Mr. Arvind Thakur as stated above is subject to
the approval of the members.

Mr. Rajendra S Pawar and Mr. Arvind Thakur may be
deemed to be interested in the resolutions at Items Nos.
7 and 9 respectively. None of the other Directors of the
Company are in any way concerned or interested in the
resolutions.

The Board recommends the resolutions for your approval.
By the Order of the Board

For **NIIT Technologies Limited**

Place : New Delhi
Date : May 05, 2010

Surender Varma
Company Secretary
& Legal Counsel

**Details of Directors seeking reappointment in
forthcoming Annual General Meeting, in pursuance of
Clause 49 IV (G) of the Listing Agreement, are given
hereunder:**

Mr. Subroto Bhattacharya

Profile and expertise in specific functional areas:

Mr. Subroto Bhattacharya is a Chartered Accountant. He
spent his early career with DCM Limited where he rose to
the position of Director on its Board. In the late eighties,
he joined the HCL Group and subsequently joined the
Board of the flagship Company HCL Limited. He is a
Director on the Board of many HCL Group Companies
including four listed flagship companies namely HCL
Technologies Ltd., HCL Infosystems Ltd., NIIT Ltd. & NIIT
Technologies Ltd. Mr. Bhattacharya has an experience
of more than 44 years with specialization in Finance and
Management. He is Chairman of Audit Committee and
member of Compensation Committee of the Company.

Directorship in other Indian Public Limited Companies:

1. NIIT Limited
2. HCL Infosystems Limited
3. HCL Infinet Limited (formerly Microcomp Limited)
4. HCL Corporation Limited
5. HCL Technologies Limited

Chairman / Member of the Committees of the Board* of
other Indian Public Limited Companies:

S.No.	Name of Company	Name of Board Committee	Position held (Member / Chairman)
1.	NIIT Limited	Audit Committee	Chairman
2.	HCL Corporation Limited	Audit Committee	Chairman
3.	HCL Infinet Limited	Accounts & Audit Committee	Chairman
4.	HCL Infosystems Limited	Accounts & Audit Committee	Member
5.	HCL Infosystems Limited	Shareholders'/Investors Grievance Committee	Member

* Board Committee for this purpose includes Audit
Committee and Shareholders'/Investors' Grievance
Committee.

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Mr. Surendra Singh

Profile and expertise in specific functional areas:

Mr. Surendra Singh, a retired IAS Officer, has held very senior positions in the Central and State Governments. Starting his Public Service in 1959, Mr. Singh has held positions like Cabinet Secretary to the Government of India, and Special Secretary to the Prime Minister of India, responsible for all the economic work in the PM's Office, Cabinet Secretary to the Government of India, Secretary to the Council of Ministers and Secretary, Ministry of Industry. He was an Executive Director on the Board of the World Bank, representing India, Bangladesh, Sri Lanka and Bhutan. He was also a Director on the Board of the International Finance Corporation (IFC) and the Multilateral Investment. He specializes in business and finance management, internal controls and audit. Mr. Surendra Singh was appointed as an Independent Director in 2004.

Mr. Surendra Singh advises the Company on Internal Controls, Audit System. He is a member of the Remuneration/Compensation Committee and Audit Committee.

Directorship in other Indian Public Limited Companies:

1. NIIT Limited.
2. NIIT SmartServe Limited
3. CMC Limited.
4. Jubilant Organosys Limited.

Chairman / Member of the Committees of the Board* of other Indian Public Limited Companies:

S.No.	Name of Company	Name of Board Committee	Position held (Member / Chairman)
1	CMC Limited	Shareholders' Grievance Committee	Chairman
		Audit Committee	Member
2	Jubilant Organosys Limited	Audit Committee	Member
3	NIIT Limited	Shareholders' / Investors' Grievance Committee	Chairman
		Audit Committee	Member
4.	NIIT SmartServe Limited	Audit Committee	Member

* Board Committee for this purpose includes Audit Committee and Shareholders'/ Investors' Grievance Committee.

Details of equity shareholding of Non Executive Directors, being re-appointed, as on March 31, 2010

Name of Non Executive Director	Number of shares held
Mr. Subroto Bhattacharya	17550
Mr Surendra Singh	3950

The information as required under Schedule XIII Part II Section II (1)(B)(iv)(II)(1) and (C)(iv)(II)(1) is given below:

Mr. Rajendra S Pawar

Background of Mr. Rajendra S Pawar

Mr. Rajendra S. Pawar is Chairman and co-founder of the NIIT Group, that encompasses two businesses—NIIT Technologies Limited, the software and services arm and NIIT Limited, the leading Global Talent Development Corporation.

Set up in 1981, NIIT pioneered the computer education market in India, creating a completely new industry segment and taking it to consolidation and maturity. Mr. Pawar has played a leadership role in nurturing NIIT and building it into a leading Global Talent Development Corporation.

By pioneering NIIT's innovative franchising model, he enabled the company to unleash a wave of entrepreneurship across the globe, providing young people with the opportunity to create viable businesses centred on IT learning. Mr. Pawar led NIIT's foray into the software and services market, creating NIIT Technologies, a global IT Solutions organization. Assessed at SEI-CMMi Level 5, NIIT Technologies serves clients across North America, Europe, Asia and Australia.

Mr. Pawar is a member of Prime Minister's National Council on Skill Development, a council chaired by the Prime Minister of India.

He is a member of the Planning Commission's Task Force on Skill Development and has also served on the Prime Minister's National Task force, which aimed at making India an IT Superpower by 2008. He is also helping the Government of South Africa develop a growth strategy for its ICT industry.

Actively involved in India's key Chambers of Commerce, Mr. Pawar has led several ICT industry initiatives, giving voice to the sector's aspirations and goals. He has been a Founder Member of NASSCOM (the National Association of Software & Service Companies). He is currently a member of the International Business Council of the World Economic Forum.

Global Business Intelligence firm, Ernst & Young conferred on Mr. Pawar its prestigious Master Entrepreneur of the Year Award in 1999. He has also been named the IT man of the Year by IT industry journal, Dataquest. Pawar has been awarded 'The Global India Splendor Award' on the occasion of 60th year of India's independence, for his work on developing human resource potential.

Known for promoting industry-academia alliances, Mr. Pawar has been working closely with the country's well-known educational institutions. He is on the Board of Governors of India's premier engineering institution, IIT Delhi; country's first global business school, the Indian School of Business; and the Scindia School. Mr Pawar

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also serves on the Board of Management of world's largest distance learning university, Indira Gandhi National Open University.

Mr. Pawar studied at the Scindia School, Gwalior and graduated from the country's prestigious engineering institution, the IIT, Delhi in 1972 where he pursued the B. Tech programme in electrical engineering and received the Distinguished Alumnus Award of IIT in 1995. He has also been awarded an Honorary Doctoral Degree by the Rajiv Gandhi Technical University in 2005.

Directorship in other Indian Public Limited Companies:

1. NIIT Limited
2. NIIT GIS Limited
3. NIIT Online Learning Limited
4. Hole-in-the-Wall Education Limited
5. NIIT SmartServe Limited
6. Scantech Evaluation Services Limited
7. Pace Services Limited
8. Institute of Quality Limited
9. Nestle India Limited
10. NIIT Multimedia Limited
11. IT Infrastructure Development Corporation Limited
12. NIIT Institute of Process Excellence Limited

Chairman / Member of the Committees of the Board* of other Indian Public Limited Companies:

S.No.	Name of Company	Name of Board Committee	Position held (Member / Chairman)
1	Pace Services Limited	Audit Committee	Chairman
2	Nestle India Limited	Audit Committee	Member
3	Scantech Evaluation Services Limited	Audit Committee	Member
4	Hole-in-the-Wall Education Limited	Audit Committee	Member
5	NIIT SmartServe Limited	Audit Committee	Member

* Board Committee for this purpose includes Audit Committee and Shareholders'/ Investors' Grievance Committee

Mr. Arvind Thakur

Background of Mr. Arvind Thakur

Mr. Arvind Thakur is the Chief Executive Officer of NIIT Technologies Ltd., and serves as the Joint Managing Director on its board. Under his stewardship, NIIT Technologies has positioned itself as one of the top software solutions providers in select industry segments with operations across North America, Europe, Asia and Australia.

Mr. Thakur graduated in engineering from the premier Indian Institute of Technology in India. Thereafter he pursued post graduation in Industrial Engineering from NITIE in Mumbai. He started his career as an Industrial Engineer with BHEL, a large engineering corporation with work specialization in systems.

He joined NIIT Ltd. in 1985 as a member of the core team, and has since then been handling key organisational roles. He was the President of its Software business before it was demerged to form NIIT Technologies Ltd.

He serves on the boards of the company's overseas subsidiaries and domestic joint venture with ESRI Inc., a global technology leader in the GIS domain. He is also a Director in an innovative venture, Hole-in-the Wall Education Ltd. that enables technology to be deployed to educate the masses. He is the Chairman and Managing Director of the BPO subsidiary NIIT Smart Serve Ltd. Recently Mr Thakur was appointed on the Board of Management of NIIT University, a not for profit institution established in Rajasthan, India. Mr. Arvind Thakur is a member of Shareholders'/Investors' Grievance Committee.

Directorship in other Indian Public Limited Companies:

1. Hole-in-the-Wall Education Limited
2. NIIT GIS Limited
3. NIIT SmartServe Limited
4. Scantech Evaluation Services Limited

Chairman / Member of the Committees of the Board* of other Indian Public Limited Companies:

S.No.	Name of Company	Name of Board Committee	Position held (Member / Chairman)
1	Scantech Evaluation Services Limited	Audit Committee	Member
2	NIIT SmartServe Limited	Audit Committee	Chairman
3	Hole-in-the-Wall Education Limited	Audit Committee	Member

* Board Committee for this purpose includes Audit Committee and Shareholders'/ Investors' Grievance Committee