भारतीय प्रतिभूति और विनिमय बोर्ड
Securities and Exchange Board of India

Annexure-B

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

1. Name of the Target Company (TC)	NIIT Limited		
2. Name(s) of the seller and Persons Acting in Concert (PAC) with the seller	See attached Schedule for breakdown of funds under the management of FMR LLC and its direct and indirect subsidiaries and FIL limited an its direct and indirect subsidiaries		
3. Whether the seller belongs to Promoter/Promoter group	No		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE and NSE		
5. Details of the acquisition /**disposal**/ holding of shares/ votingrights/ holding of the Acquirer and PAC	Number	% w.r.t.total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC (*)
Before the **disposal** under consideration, holding of : a) Shares carrying voting rights b) Voting rights (VR) otherwise than by shares c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	9,012,708	5.46%	N/A
Total (a+b+c)	9,012,708	5.46%	N/A
Details of **disposal** a) Shares carrying voting rights sold b) VRs sold otherwise than by shares c) Warrants/convertible securities/any other instrument	285,985	0.17%	N/A

that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category) acquired/sold			
Total (a+b+c)	285,985	0.17%	N/A
After the **disposal**, holding of: a) Shares carrying voting rights b) VRs otherwise than by shares b) VRs otherwise than by shares	8,726,723	5.29%	N/A
Total (a+b+c)	8,726,723	5.29%	N/A
6. Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).			Market SALE
7. Date of **disposal** of shares			22-Oct-2013
8. Equity share capital / total voting capital of the TC before the said sale			165,120,593
9. Equity share capital/ total voting capital of the TC after the said sale			165,120,593
10.Total diluted share/voting capital of the TC after the said sale.			N/A

(*) 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.

Signature of the seller / Authorised Signatory

Anna Ko
Head of Regulatory Reporting , Asia Pacific
Duly authorized under Powers of Attorney dated 11 May 2012 by Scott Goebel by and on behalf of FMR LLC, and their respective direct and indirect subsidiaries.

Duly authorized under Powers of Attorney dated 1 October 2013 by Allan Pelvang by and on behalf of FIL Limited and their respective direct and indirect subsidiaries

Place: C/O FIL Asia Pte Ltd, Level 21, 88 Queensway, Admiralty, Hong Kong

Date: 24 October 2013