Form No. MGT-7

Annual Return (other than OPCs and Small Companies)
[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

Refer instruction kit for filing the form

All fields marked in * are mandatory

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)	L72200HR2001PLC099478
ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)	01/04/2024
(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)	31/03/2025
(c) *Type of Annual filing	Original
(d) SRN of MGT-7 filed earlier for the same financial years	

III.		
Particulars	As on filing date	As on the financial year end date
Name of the company	NIIT LEARNING SYSTEMS LIMITED	NIIT LEARNING SYSTEMS LIMITED
_ ~	Plot No. 85 Sector 32, Institutional Area,NA,Gurugram,Gurgaon,Haryana,India,1220 01	Plot No. 85 Sector 32, Institutional Area,NA,Gurugram,Gurgaon,Haryana,India,1220 01
Latitude details (as on filing date)	28.44	
Longitude details (as on filing date)	77.03	

Longitude details (as on filing date)	77.03	
(b) *Permanent Account Number (PAN) of the comp	pany	AACCM9500C
(c) *e-mail ID of the company		*****K.BANSAL@NIITMTS.COM
(d) *Telephone number with STD code		+911244293000
(e) Website		WWW.NIITMTS.COM
iv *Date of Incorporation (DD/MM/YYYY)		16/07/2001
v (a) *Class of Company (as on the financial year of (Private company/Public company/One Person	•	Public company
(b) *Category of the Company (as on the financi (Company limited by shares/Company limited by		Company limited by shares
(c) *Sub-category of the Company (as on the fin (Indian Non-Government company/Union Gov Guarantee and association company/Subsidiary	ernment Company/State Government Company/	Non-government company
vi *Whether company is having share capital (as on the	e financial year end date)	Yes ▼
vii (a) Whether shares listed on recognized Stock Exch	ange(s)	Yes ▼

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code	
1 Bombay Stock Exchange (BSE)		A1 - Bombay Stock Exchange (BSE)	
2 National Stock Exchange (NSE)		A1024 - National Stock Exchange (NSE)	
3		#N/A	
4		#N/A	

viii Number of Registrar and Transfer Agent

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
L72400MH2017PLC444072	KFIN TECHNOLOGIES LIMITED	301,THE CENTRIUM, 3RD FLOOR, 57,LAL BAHADU	INR000000221

L72400MH2017PLC444072	KFIN TECHNOLOGIES LIMITED	301,THE CENTRIUM, 3RD FLOOR, 57,LAL BAHADU	INR00000	0221
E/2400WI12017FEC444072	KTIN TECHNOLOGIES LIWITED	301, THE CENTRION, SRD FEOOR, 37, DAE BAHADO	INKOOOO	0221
ix *(a) Whether Annual General Meeting (AGM) held			Yes	•
(b) If yes, date of AGM (DD/MM/YYYY)				
(c) Due date of AGM (DD/MM/YYYY)			30/09/2025	
(d) Whether any extension for AGM granted			No	•
(e) If yes, provide the Service Request Number (SRI	N) of the GNL-1 application form filed for extension			
(f) Extended due date of AGM after grant of extens	ion (DD/MM/YYYY)			
II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY				

i *Number of business activities

S. No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	P	Education	85	Education	100
2		#N/A		#N/A	
3		#N/A		#N/A	
4		#N/A		#N/A	
5		#N/A		#N/A	
6		#N/A		#N/A	
7		#N/A		#N/A	
8		#N/A		#N/A	
9		#N/A		#N/A	
10		#N/A		#N/A	
11		#N/A		#N/A	
12		#N/A		#N/A	
13		#N/A		#N/A	
14		#N/A		#N/A	
15		#N/A		#N/A	

1

CIN /FCRN

i *No. of Companies for which information is to be given

S. No.

Name of the company	Holding/ Subsidiary/ Associate/Joint Venture	% of shares held	
NIIT (USA) Inc.	Subsidiary	100	
St. Charles Consulting Group LLC, USA	Subsidiary	100	
StackRoute Learning Inc., USA	Subsidiary	100	
Eagle Training, Spain S.L.	Subsidiary	100	
NIIT Brazil LTDA	Subsidiary	100	
NIIT Mexico, S.de.R.L de.C.V	Subsidiary	100	
NIIT (Ireland) Limited	Subsidiary	100	

11

100

100

100

100

IV SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

i SHARE CAPITAL
(a) Equity share capital

10

11

Particulars	Authorized Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	600000000	136125349	136125349	136125349
Total amount of equity shares (in	1200000000.00	272250698.00	272250698.00	272250698.00
rupees)				

Other registration number

NIIT Learning Solutions (Canada)

Limited NIIT Limited, UK

NIIT West Africa Limited

NIIT Malaysia Sdn. Bhd.

Subsidiary

Subsidiary

Subsidiary

Subsidiary

Number of classes

Class of shares	Authorized Capital	Issued capital	Subscribed Capital	Paid Up capital	
1	Authorized Capital	issueu capitai	Subscribed Capital	raid Op capital	
Number of equity shares	600000000	136125349	136125349	136125349	
Nominal value per share (in rupees)	2	2	2	2	
Total amount of equity shares (in rupees)	1200000000.00	272250698.00	272250698.00	272250698.00	

(b) Preference share capital

Number of classes

(c) Unclassified share capital

Particulars	Authorized Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Particulars	Number of shares		Total Nominal Amount	Total Paid-up amount	Total premium	
T di ticulai 3	Physical	DEMAT	Total	Total Nominal Amount	Total Tala-up amount	Total premium
(i) Equity shares						
At the beginning of the year		135388721	135388721.00	270777442	270777442	
Increase during the year	0.00	736628.00	736628.00	1473256.00	1473256.00	0.00
i Public Issues	0	0	0.00	0	0	0
ii Rights issue	0	0	0.00	0	0	0
iii Bonus issue	0	0	0.00	0	0	0
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	0
v ESOPs	0	736628	736628.00	1473256	1473256	0
vi Sweat equity shares allotted	0	0	0.00	0	0	0
vii Conversion of Preference share	0	0	0.00	0	0	0
viii Conversion of Debentures	0	0	0.00	0	0	0
ix GDRs/ADRs	0	0	0.00	0	0	0
x Others, specify	0	0	0.00	0	0	0
	i					
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0.00
i Buy-back of shares	0	0	0.00	0	0	0
ii Shares forfeited	0	0	0.00	0	0	0
iii Reduction of share capital	0	0	0.00	0	0	0
iv Others, specify	0	0	0.00	0	0	0
	i					
At the end of the year	0.00	136125349.00	136125349.00	272250698.00	272250698.00	0.00
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0.00
i Issues of shares	0	0	0.00	0	0	0
ii Re-issue of forfeited shares	0	0	0.00	0	0	0
iii Others, specify	0	0	0.00	0	0	0
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0.00
i Redemption of shares	0	0	0.00	0	0	0
ii Shares forfeited	0	0	0.00	0	0	0
iii Reduction of share capital	0	0	0.00	0	0	0
iv Others, specify	0	0	0.00	0	0	0
At the end of the year	0.00	0.00	0.00	0.00	0.00	0.00

ISIN of the	equity shares	of the	company

ii Details of stock split/consolidation during the year (for each class of shares)

INE342G01023

iii Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
0	0		0		0
0	0		0		0
0	0		0		0
0	0		0		0
0	0		0		0
0	0		0		0
0	0		0		0
0	0		0		0
0	0		0		0
0	0		0		0
0	0		0		0
0	0		0		0
0	0		0		0
0	0		0		0
0	0		0		0
0	0		0		0
0	0		0		0
0	0		0		0
0	0		0		0
0	0		0		0
Total	0.00	1	0.00	1	0.00

$\ensuremath{\text{V}}$ Turnover and net worth of the company (as defined in the Companies Act, 2013)

i *Turnover 4834816740
ii * Net worth of the Company 6422051834

VI SHARE HOLDING PATTERN

A Promoters

S.No	Category	Equ	uity	Preference	
3.140	Category	Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	1436603	1.06	0	0.00
	(ii) Non-resident Indian (NRI)	17151	0.01	0	0.00
	(iii) Foreign national (other than NRI)		0.00	0	0.00
2	Government				
	(i) Central Government		0.00	0	0.00
	(ii) State Government		0.00	0	0.00
	(iii) Government companies		0.00	0	0.00
3	Insurance companies		0.00	0	0.00
4	Banks		0.00	0	0.00
5	Financial institutions		0.00	0	0.00
6	Foreign institutional investors		0.00	0	0.00
7	Mutual funds		0.00	0	0.00
8	Venture capital		0.00	0	0.00
9	Body corporate(not mentioned above)		0.00	0	0.00
10	Others Trust	45439873	33.38	0	0.00
	Total	46893627.00	34.45	0.00	0.00

18

71416

Total number of shareholders (promoters)

B Public/Other than promoters

S.No	Category	Equ	uity	Preference	
3.140	Category	Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	25219438	18.53	0	0.00
	(ii) Non-resident Indian (NRI)	1573723	1.16	0	0.00
	(iii) Foreign national (other than NRI)	68788	0.05	0	0.00
2	Government				
	(i) Central Government	15000	0.01	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	851572	0.63	0	0.00
4	Banks	8246	0.01	0	0.00
5	Financial institutions	187	0.00	0	0.00
6	Foreign institutional investors	23905968	17.56	0	0.00
7	Mutual funds	23985200	17.62	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate(not mentioned above)	7306277	5.37	0	0.00
10	Others Others	6297323	4.63	0	0.00
	Total	89231722.00	65.57	0.00	0.00

Total number of shareholders (other than promoters)

Total number of shareholders (Promoters + Public/Other than promoters)
71434.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl. No	Category	
1	Individual - Female	11
2	Individual - Male	5
3	Individual - Transgender	

4	Other than individuals	2
	Total	18.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company

Name of the FII	Address	Date of Incorporation(DD/MM/YYYY)	Country of Incorporation	Number of shares held	% of shares held
·					
-			·		
			·		

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

[Details of , Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
Promoters	18	18
Members(Other than Promoters)	76242	71416
Debenture Holders	0	0

VIII DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A Composition of Board of Directors

Category		at the beginning of the ear	Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A Promoter	1	2	1	2	0.12	0.39
B Non-Promoter	1	4	1	4	0.42	0.00
i Non-Independent	1	0	1	0	0.42	0
ii Independent	0	4	0	4	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0
ii Investing institutions	0	0	0	0	0	0
iii Government	0	0	0	0	0	0
iv Small share holders	0	0	0	0	0	0
v Others	0	0	0	0	0	0
Total	2	6	2	6	0.54	0.39

^{*}Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

B (i) Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYY)
RAJENDRA SINGH PAWAR	00042516	Director	524845	
VIJAY KUMAR THADANI	00042527	Managing Director	155000	
SAPNESH KUMAR LALLA	06808242	Whole-time director	575052	
SAPNESH KUMAR LALLA	ACTPL7467K	CEO	575052	
RAVINDER SINGH	08398231	Director	432	
SANGITA SINGH	07694463	Director	0	
RAVINDRA BABU GARIKIPATI	00984163	Director	0	
LEHER VIJAY THADANI	03477205	Director	0	
PARTHASARATHY VANKIPURAM SRINIVASA	00125299	Director	0	
SANJAY MAL	AAFPM6063L	CFO	20000	
DEEPAK BANSAL	ABTPB4125B	Company Secretary	4000	

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year

IX MEETINGS OF MEMBERS/CLASS OF MEMBERS/ BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

*Number of meetings held

B BOARD MEETINGS

*Number of meetings held

S.No.	Date of meeting (DD/MM/YYYY)	Total Number of directors as on		Attendance
3.110.	Date of meeting (DD/WW/1111)	the date of meeting	Number of directors attended	% of attendance
1	22/05/2024	8	7	87.50
2	13/06/2024	8	7	87.50
	01/08/2024	8	7	87 50

4 23/10/2024	8	7	87.50
5 22/01/2025	8	8	100.00
6 24/02/2025	8	7	87.50
7 25/03/2025	8	6	75.00

C COMMITTEE MEETINGS

Number of meetings held

	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of	Attendance		
S.No.			Members as on the date of meeting	Number of members attended	% of attendance	
1	Audit Committee	22/05/2024	4	3	75.00	
2	Audit Committee	01/08/2024	4	3	75.00	
3	Audit Committee	23/10/2024	4	3	75.00	
4	Audit Committee	22/01/2025	4	4	100.00	
5	Audit Committee	24/02/2025	4	4	100.00	
6	Audit Committee	25/03/2025	4	3	75.00	
7	Stakeholders Relationship Committee	21/05/2024	4	4	100.00	
8	Stakeholders Relationship Committee	31/07/2024	4	4	100.00	
9	Stakeholders Relationship Committee	22/10/2024	4	4	100.00	
10	Stakeholders Relationship Committee	21/01/2025	4	4	100.00	
11	Nomination & Remuneration Commit	21/05/2024	4	3	75.00	
12	Nomination & Remuneration Commit	13/06/2024	4	3	75.00	
13	Nomination & Remuneration Commit	01/07/2024	4	4	100.00	
14	Nomination & Remuneration Commit	22/10/2024	4	3	75.00	
15	Risk Management Committee	17/05/2024	6	6	100.00	
16	Risk Management Committee	03/12/2024	6	6	100.00	
17	Corporate Social Responsibility Comn	21/05/2024	5	5	100.00	
18	Corporate Social Responsibility Comn	31/07/2024	5	5	100.00	

D ATTENDANCE OF DIRECTORS

		Board Meetings			Committee Meetings			Whether attended AGMheld on
S.No.	Name of the Director	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	14/08/2025
1	RAJENDRA SINGH PAWAR	7	7	100.00	6	6	100.00	
2	VIJAY KUMAR THADANI	7	7	100.00	14	14	100.00	
3	SAPNESH KUMAR LALLA	7	7	100.00	8	8	100.00	
4	RAVINDER SINGH	7	7	100.00	18	18	100.00	
5	SANGITA SINGH	7	1	14.29	10	3	30.00	
6	RAVINDRA BABU GARIKIPATI	7	6	85.71	0	0	0.00	
7	LEHER VIJAY THADANI	7	7	100.00	6	6	100.00	
	PARTHASARATHY VANKIPURAM SRINIVASA	7	7	100.00	12	12	100.00	

Commission

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Name

A *Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1 Vijay Kumar Thadani Managing director 2 Sapnesh Kumar Lalla Whole-time director

Designation

Gross salary

9730798 11311023

21041821.00

Stock Option/ Sweat equity	Others	Total amount
	18106046	27836844.00
	7199969	18510992.00
		0.00
		0.00
		0.00
		0.00
		0.00
		0.00
		0.00
		0.00
		0.00
		0.00
		0.00
		0.00
		0.00
0.00	25306015.00	46347836.00

Yes

18

B *Number of CEO, CFO and Company secretary whose remuneration details to be entered

Total

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
	1 Sanjay Mal	CFO	21118282			1308900	22427182.00
	2 Deepak Bansal	Company Secretary	5198919			332655	5531574.00
	3						0.00
	4						0.00
	5						0.00
	5						0.00
	7						0.00
	3						0.00
	9						0.00
1	ס						0.00
1	1						0.00
1	2						0.00
1	3						0.00
1	4						0.00
1	5						0.00
	Total		26317201.00	0.00	0.00	1641555.00	27958756.00

C *Number of other directors whose remuneration details to be entered

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Rajendra S Pawar	Director	4999998	0		860000	5859998.00
2	Ravinder Singh	Director		2700000		1600000	4300000.00
3	Sangita Singh	Director		1200000		280000	1480000.00
4	Ravindra Babu Garikipat	Director		2700000		480000	3180000.00
5	Leher Vijay Thadani	Director		2700000		720000	3420000.00
6	Dr. Parthasarathy Vankip	Director		2700000		1440000	4140000.00

7					0.00
8					0.00
9					0.00
11					0.00
12					0.00
13 14					0.00
15					0.00
To	otal	4999998.00	12000000.00	0.00 5380000.00	22379998.00
XI MATTERS RELATED TO CERTIFICATION	N OF COMPLIANCES AND DISCLOSURES				
A *Whether the company has made com	pliances and disclosures in respect of app	olicable provisions of the Companies Act	2013 during the year	Yes ▼	
XII PENALTY AND PUNISHMENT – DETAI	LS THEREOF				
A *DETAILS OF PENALTIES / PUNISHMEN	T IMPOSED ON COMPANY/DIRECTORS/O	FFICERS		No 🔻	
Number Of Penalties/Punishment impos	ed on company/directors/officers]
Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status
			_		
B *DETAILS OF COMPOUNDING OF OFFEI	NCES			•	
Number of compounding of offences]
Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Shareholder	/ Debenture	holder	details

Number of shareholder/ debenture holder

XV COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first
- return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds
- two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of NIIT LEARNING SYSTEMS LIMITED as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on (DD/MM/YYYY) 31/03/2025

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:

A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

- 1 its status under the Act;
- 2 maintenance of registers/records & making entries therein within the timeprescribed therefor;
- 3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
- 4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
- 5 closure of Register of Members / Security holders, as the case may be.
- $6\,advances/loans\,to\,its\,directors\,and/or\,persons\,or\,firms\,or\,companies\,referred\,in\,section\,185\,of\,the\,Act;$
- 7 contracts/arrangements with related parties as specified in section 188 of the Act;
- 8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
- 9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
- 10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in

accordance with section 125 of the Act;

- 11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub sections (3), (4) and (5) thereof;
- $12\ constitution/\ appointment/\ re-appointments/\ retirement/\ filling\ up\ casual\ vacancies/\ disclosures\ of\ the\ Directors,\ Key\ Managerial\ Personnel\ and\ the$ remuneration paid to them;
- 13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
- 14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
- 15 acceptance/ renewal/ repayment of deposits;
 16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
- 17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act;
- 18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by	DSC BOX
Name	
Date (DD/MM/YYYY)	
Place [
Whether associate or fellow:	▼
Certificate of practice number	
XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014	
(a) DIN/PAN/Membership number of Designated Person	
(b) Name of the Designated Person	
Declaration	
I am authorised by the Board of Directors of the Company vide resolution number* to sign this form and declare that all the requirements of Companies Act, 2013 and the rules made the subject matter of this form and matters incidental thereto have been complied with. I further declare that: Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject has been suppressed or concealed and is as per the original records maintained by the company. All the required attachments have been completely and legibly attached to this form.	
*To be digitally signed by	DSC BOX
*Designation (Director /Liquidator/Interim Resolution Professional (IRP)/Resolution Professional (RP))	•
*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator	
*To be digitally signed by	DSC BOX
*To be digitally signed by	DSC BOX ▼
*To be digitally signed by *Whether associate or fellow:	
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CLARIFICATION(S) NOTE ON FORM MGT-7

In the Form MGT-7, we have given information as on March 31, 2025. For certain points, the following parawise clarification is provided hereunder for information:

Para No. of Form	Heading/ Sub-heading of Form	Remark
VI (a)	Share Holding Pattern - Promoters	A Composite Scheme of Arrangement under Section 230 to 232 and other applicable provisions of the Companies Act 2013 between NIIT Limited (Transferor Company) and NIIT Learning Systems Limited (Transferee Company) was approved by the Hon'ble National Company Law Tribunal, Chandigarh Bench ("NCLT") vide Order dated May 19, 2023. Subsequently, the Scheme become effective on May 24, 2023, with effect from the Appointed Date i.e., April 1, 2022.
		Pursuant to the Composite Scheme of Arrangement, Promoter of the Company changed. This table includes shareholding of Promoter and Promoter Group, after the Composite Scheme of Arrangement.
		Mr. Rajendra Singh Pawar and Mr. Vijay Kumar Thadani are the only promoters of the Company.
		In the joint holdings of (a) Rajendra Singh Pawar and Neeti Pawar; (b) Neeti Pawar & Rajendra Singh Pawar; (c) Vijay Kumar Thadani and Renuka Vijay Thadani; and (d) Renuka Vijay Thadani & Vijay Kumar Thadani
		the second holder is for purpose of convenience only and do not hold any beneficial interest.
X	Remuneration of Directors and Key Managerial Personnel	Remuneration of Directors, CFO and Company Secretary does not include the perquisite value of stock option if any exercised during the financial year.
-	Details of Designated Person	Pursuant to Rule 9(4) of the Companies (Management and Administration Rules) 2014, Company Secretary shall be deemed to be the designated person responsible for furnishing and extending co-operation for providing information to the Registrar or any other authorized officer with respect to beneficial interest in shares of the Company.