

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)

01/04/2025

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2026

(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
Registered office address	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	

(b) *Permanent Account Number (PAN) of the company

AACCM9500C

(c) *e-mail ID of the company

*****K.BANSAL@NIITMTS.COM

(d) *Telephone number with STD code

01244293000

(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 end date)

(Private company/Public company/One Person Company)

Public company

(b) *Category of the Company (as on the financial year end date)

(Company limited by shares/Company limited by guarantee/Unlimited company)

Company limited by shares

(c) *Sub-category of the Company (as on the financial year end date)

(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign Company)

Non-government company

vi *Whether company is having share capital (as on the financial year end date)

Yes

vii (a) Whether shares listed on recognized Stock Exchange(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

1

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	Selenium Building, Tower-B, Plot No 31 &	INR000000221

ix *(a) Whether Annual General Meeting (AGM) held

(b) If yes, date of AGM (DD/MM/YYYY)

(c) Due date of AGM (DD/MM/YYYY)

30/09/2026

(d) Whether any extension for AGM granted

No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities

1

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	
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	

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

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

17

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/ Associate/Joint Venture	% of shares held
1		NA	NIIT Malaysia Sdn. Bhd.	Subsidiary	100
2		NA	NIIT West Africa Limited	Subsidiary	100
3		NA	NIIT Mexico S.de.R.L de.C.V	Subsidiary	100
4		NA	NIIT (Ireland) Limited	Subsidiary	100
5		NA	NIIT Learning Solutions (Canada) Limited	Subsidiary	100
6		NA	NIIT Limited, UK	Subsidiary	100
7		NA	NIIT (USA) Inc.	Subsidiary	100
8		NA	St. Charles Consulting Group LLC, USA	Subsidiary	100
9		NA	StackRoute Learning Inc., USA	Subsidiary	100
10		NA	Eagle Training, Spain S.L.	Subsidiary	100
11		NA	NIIT Brazil LTDA	Subsidiary	100
12		NA	SweetRush Inc.	Subsidiary	100
13		NA	3-102-812005 Sociedad de Responsabilidad Limitada	Subsidiary	100
14		NA	MST Investment Holding GmbH	Subsidiary	100
15		NA	MST Holding GmbH	Subsidiary	100
16		NA	MST Group GmbH	Subsidiary	100
17		NA	MST Shanghai Co. Ltd.	Subsidiary	100

IV SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

I SHARE CAPITAL

(a) Equity share capital

Particulars	Authorized Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	600000000	137520439	137520439	137520439
Total amount of equity shares (in rupees)	1200000000.00	275040878.00	275040878.00	275040878.00

Number of classes

1

Class of shares	Authorized Capital	Issued capital	Subscribed Capital	Paid Up capital
1				
Number of equity shares	600000000	137520439	137520439	137520439
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	1200000000.00	275040878.00	275040878	275040878.00

(b) Preference share capital

Number of classes

0

(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
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year		136125349	136125349.00	272250698	272250698	
Increase during the year	0.00	1395090.00	1395090.00	2790180.00	2790180.00	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	1395090	1395090.00	2790180	2790180	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
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
At the end of the year	0.00	137520439.00	137520439.00	275040878.00	275040878.00	
(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	

ISIN of the equity shares of the company

INE342G01023

C COMMITTEE MEETINGS

Number of meetings held

18

S.No.	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	14/05/2025	4	4	100.00
2	Audit Committee	07/07/2025	4	4	100.00
3	Audit Committee	06/08/2025	4	4	100.00
4	Audit Committee	05/11/2025	4	4	100.00
5	Audit Committee	09/01/2026	4	4	100.00
6	Audit Committee	28/01/2026	4	4	100.00
7	Audit Committee	26/03/2026	4	4	100.00
8	Stakeholders Relationship Committee	14/05/2025	4	4	100.00
9	Stakeholders Relationship Committee	05/08/2025	4	4	100.00
10	Stakeholders Relationship Committee	04/11/2025	4	4	100.00
11	Stakeholders Relationship Committee	27/01/2026	4	4	100.00
12	Nomination & Remuneration Committee	14/05/2025	4	4	100.00
13	Nomination & Remuneration Committee	25/06/2025	4	4	100.00
14	Nomination & Remuneration Committee	27/01/2026	4	4	100.00
15	Risk Management Committee	26/06/2025	6	6	100.00
16	Risk Management Committee	01/12/2025	6	6	100.00
17	Corporate Social Responsibility Committee	14/05/2025	5	5	100.00
18	Corporate Social Responsibility Committee	05/08/2025	5	5	100.00

D ATTENDANCE OF DIRECTORS

S.No.	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on 06/08/2026
		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	
1	RAJENDRA SINGH PAWAR	8	8	100.00	5	5	100.00	
2	VIJAY KUMAR THADANI	8	8	100.00	15	15	100.00	
3	SAPNESH KUMAR LALLA	8	8	100.00	8	8	100.00	
4	RAVINDER SINGH	8	8	100.00	18	18	100.00	
5	SANGITA SINGH	8	8	100.00	10	10	100.00	
6	LEHER VIJAY THADANI	8	8	100.00	6	6	100.00	
7	RAVINDRA BABU GARIKIPATI	8	8	100.00	0	0	0.00	
8	PARTHASARATHY VANKIPURAM SRINIVASA	8	8	100.00	12	12	100.00	

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Yes

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

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Vijay Kumar Thadani	Managing director	9823588			24923146	34746734.00
2	Sapnesh Kumar Lalla	Whole-time director	12516834			7595436	20112270.00
3							0.00
4							0.00
5							0.00
6							0.00
7							0.00
8							0.00
9							0.00
10							0.00
11							0.00
12							0.00
13							0.00
14							0.00
15							0.00
	Total		22340422.00	0.00	0.00	32518582.00	54859004.00

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

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Sanjay Mal	CFO	21496938			2347937	23844875.00
2	Deepak Bansal	Company Secretary	5790848			454651	6245499.00
3							0.00
4							0.00
5							0.00
6							0.00
7							0.00
8							0.00
9							0.00
10							0.00
11							0.00
12							0.00
13							0.00
14							0.00
15							0.00
	Total		27287786.00	0.00	0.00	2802588.00	30090374.00

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	4999992	0		920000	5919992.00
2	Ravinder Singh	Director		2400000		1700000	4100000.00
3	Sangita Singh	Director		2400000		1320000	3720000.00
4	Ravindra Babu Garikipati	Director		2400000		640000	3040000.00
5	Leher Vijay Thadani	Director		2400000		800000	3200000.00
6	Parthasarathy Vankipuram	Director		2400000		1580000	3980000.00
7							0.00
8							0.00
9							0.00
10							0.00
11							0.00
12							0.00
13							0.00
14							0.00

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 there under in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

2. 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

*Whether associate or fellow:

*Membership number

Certificate of practice number