

<b>NIIT LEARNING SYSTEMS LIMITED</b>
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<b>SHAREHOLDING PATTERN AS ON MARCH 31, 2025</b>
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1	Name of Listed Entity:		NIIT LEARNING SYSTEMS LIMITED	
2	Scrip Code/Name of Scrip/Class of Security		Equity	
3	Share Holding Pattern Filed under: Reg. 31(1)(a)/Reg. 31(1)(b)/Reg.31(1)(c )		Reg. 31(1)(b )	
	a.	If under 31(1)(b) then indicate the report for Quarter ending	March 31, 2025	
	b.	If under 31(1)(c) then indicate date of allotment/extinguishment		
4	Declaration: The Listed entity is required to submit the following declaration to the extent of submission of information:-			
	Particulars		Yes*	No*
	1	Whether the Listed Entity has issued any partly paid up shares?		No
	2	Whether the Listed Entity has issued any Convertible Securities or Warrants?		No
	3	Whether the Listed Entity has any shares against which depository receipts are issued?		No
	4	Whether the Listed Entity has any shares in locked-in?		No
	5	Whether any shares held by promoters are pledge or otherwise encumbered?		No
	6	Whether the listed entity has any significant beneficial owner?	Yes	
5	The tabular format for disclosure of holding of specified securities is as follows:-			

Table I - Summary Statement holding of specified securities

Category	Category of Shareholder	No of Shareholders	No of fully paid up equity shares held	No of Shareholders	No of fully paid up equity shares held	Differ	Diff	No of Partly paid-up equity shares held	No of Shares Underlying Depository Receipts	Total No of Shares Held (VII) = (IV)+(V)+(VI)	Shareholding as a % of total no of shares (As a % of	Number of Voting Rights held in each class of securities				No of Shares Underlying Outstanding convertible	Shareholding as a % assuming full conversion of convertible	Number of Locked in Shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized
												No of Voting Rights			Total as a % of (A+B+C)			No.	As a % of total Shares held	No.	As a % of total Shares held	
												Class X	Class Y	Total								
(I)	(II)	(III)	(IV)					(V)	(VI)	(VII)	(VIII)	(IX)			(X)	(XI)	(XII)		(XIII)		(XIV)	
(A)	Promoter & Promoter Group	18	4,68,93,627					-	-	4,68,93,627	34.45	4,68,93,627	-	4,68,93,627	34.45	-	34.45	-	-	-	-	4,68,93,627
(B)	Public	71,416	8,92,31,722					-	-	8,92,31,722	65.55	8,92,31,722	-	8,92,31,722	65.55	-	65.55	-	-	-	-	8,92,31,722
(C)	Non Promoter-Non Public																					
(C1)	Shares underlying DRs	-	-					-	-	-	-	-	-	-	-	-	-	-	-	-	-	
(C2)	Shares held by Employees Trusts	-	-					-	-	-	-	-	-	-	-	-	-	-	-	-	-	
	Total:	71,434	13,61,25,349					-	-	13,61,25,349	100.00	13,61,25,349	-	13,61,25,349	100.00	-	100.00	-	-	-	-	13,61,25,349

Table II - Statement showing shareholding pattern of the Promoter and Promoter Group

Category	Category & Name of the Shareholder	Entity type i.e. promoter OR promoter group entity (except promoter)	No of Shareholders	No of fully paid up equity shares held	No of Partly paid-up equity shares held	No of Shares Underlying Depository Receipts	Total No of Shares Held (IV+V+VI)	Shareholding as a % of total no of shares (calculated as per SCRR, 1957 (VIII) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities			No of Shares Underlying Outstanding convertible securities (Including Warrants)	Shareholding as a % assuming full conversion of convertible Securities (as a percentage of diluted share capital) (VII)+(X) As a % of (A+B+C2)	Number of Locked in Shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form	
									No of Voting Rights			Total as a % of (A+B+C)			No.	As a % of total	No.	As a % of total	
	(I)		(III)	(IV)	(V)	(VI)	(VII)	(VIII)	Class X	Class Y	Total	(IX)	(X)	(XI)	(XII)		(XIII)		(XIV)
(1)	Indian																		
(a)	Individuals/Hindu undivided Family		14	14,36,603	-	-	14,36,603	1.06	14,36,603	-	14,36,603	1.06	-	1.06	-	-	-	-	14,36,603
	ARVIND THAKUR	Promoter Group	1	5,66,829	-	-	5,66,829	0.42	5,66,829	-	5,66,829	0.42	-	0.42	-	-	-	-	5,66,829
	NEETI PAWAR AND RAJENDRA SINGH PAWAR	Promoter Group	1	3,69,845	-	-	3,69,845	0.27	3,69,845	-	3,69,845	0.27	-	0.27	-	-	-	-	3,69,845
	RAJENDRA SINGH PAWAR AND NEETI PAWAR	Promoter	1	1,55,000	-	-	1,55,000	0.11	1,55,000	-	1,55,000	0.11	-	0.11	-	-	-	-	1,55,000
	VIJAY KUMAR THADANI AND RENUKA VIJAY THADANI	Promoter	1	1,55,000	-	-	1,55,000	0.11	1,55,000	-	1,55,000	0.11	-	0.11	-	-	-	-	1,55,000
	URVASHI PAWAR	Promoter Group	1	60,000	-	-	60,000	0.04	60,000	-	60,000	0.04	-	0.04	-	-	-	-	60,000
	UNNATI PAWAR	Promoter Group	1	60,000	-	-	60,000	0.04	60,000	-	60,000	0.04	-	0.04	-	-	-	-	60,000
	UDAI PAWAR	Promoter Group	1	60,000	-	-	60,000	0.04	60,000	-	60,000	0.04	-	0.04	-	-	-	-	60,000
	RENU KANWAR AND VANDANA KATOCH	Promoter Group	1	2,339	-	-	2,339	0.00	2,339	-	2,339	0.00	-	0.00	-	-	-	-	2,339
	SANTOSH DOGRA	Promoter Group	1	1,687	-	-	1,687	0.00	1,687	-	1,687	0.00	-	0.00	-	-	-	-	1,687
	RENUKA VIJAY THADANI AND VIJAY KUMAR THADANI	Promoter Group	1	3,527	-	-	3,527	0.00	3,527	-	3,527	0.00	-	0.00	-	-	-	-	3,527
	YOGESH SINGH	Promoter Group	1	600	-	-	600	0.00	600	-	600	0.00	-	0.00	-	-	-	-	600
	JANKI JAMWAL AND NEETI PAWAR	Promoter Group	1	652	-	-	652	0.00	652	-	652	0.00	-	0.00	-	-	-	-	652
	JANKI JAMWAL AND PRAMOD SINGH JAMWAL	Promoter Group	1	562	-	-	562	0.00	562	-	562	0.00	-	0.00	-	-	-	-	562
	JANKI JAMWAL AND KEERTI KATOCH	Promoter Group	1	562	-	-	562	0.00	562	-	562	0.00	-	0.00	-	-	-	-	562
	R S PAWAR HUF	Promoter Group	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	V K THADANI HUF	Promoter Group	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(b)	Central Government/State Government(s)		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(c)	Financial Institutions/Banks		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(d)	Any Other		2	4,54,39,873	-	-	4,54,39,873	33.38	4,54,39,873	-	4,54,39,873	33.38	-	33.38	-	-	-	-	4,54,39,873
	i) Bodies Corporate		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	PACE INDUSTRIES PVT. LTD.	Promoter Group	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	GLOBAL SOLUTIONS PVT. LTD.	Promoter Group	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	ii) Trust		2	4,54,39,873	-	-	4,54,39,873	33.38	4,54,39,873	-	4,54,39,873	33.38	-	33.38	-	-	-	-	4,54,39,873
	VIJAY KUMAR THADANI AS TRUSTEE OF THADANI FAMILY TRUST	Promoter Group	1	2,29,94,229	-	-	2,29,94,229	16.89	2,29,94,229	-	2,29,94,229	16.89	-	16.89	-	-	-	-	2,29,94,229
	RAJENDRA SINGH PAWAR AS TRUSTEE OF PAWAR FAMILY TRUST	Promoter Group	1	2,24,45,644	-	-	2,24,45,644	16.49	2,24,45,644	-	2,24,45,644	16.49	-	16.49	-	-	-	-	2,24,45,644
	Sub-Total (A)(1)		16	4,68,76,476	-	-	4,68,76,476	34.44	4,68,76,476	-	4,68,76,476	34.44	-	34.44	-	-	-	-	4,68,76,476
(2)	Foreign																		
(a)	Individuals (Non-Resident Individuals/Foreign Individuals)		2	17,151	-	-	17,151	0.01	17,151	-	17,151	0.01	-	0.01	-	-	-	-	17,151
	RASINA UBEROI	Promoter Group	1	15,464	-	-	15,464	0.01	15,464	-	15,464	0.01	-	0.01	-	-	-	-	15,464
	RUBIKA VINOD CHABLANI	Promoter Group	1	1,687	-	-	1,687	0.00	1,687	-	1,687	0.00	-	0.00	-	-	-	-	1,687
(b)	Government		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(c)	Institutions		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(d)	Foreign Portfolio Investor		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(e)	Any Other		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Sub-Total (A)(2)		2	17,151	-	-	17,151	0.01	17,151	-	17,151	0.01	-	0.01	-	-	-	-	17,151
	Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)		18	4,68,93,627	-	-	4,68,93,627	34.45	4,68,93,627	-	4,68,93,627	34.45	-	34.45	-	-	-	-	4,68,93,627

Note: 1. For Promoter/ Promoter Group :  
- Rajendra Singh Pawar and Vijay 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

2. JANKI JAMWAL holds shares as first shareholder in three different Demat Account with three different Individuals (as second shareholders). Since second shareholders are different, that is why we cannot club all the three shareholding in one account based on her PAN. Also we cannot give same PAN of Janki Jamwal in all three fields, as XBRL restricts the same. Hence, we have given dummy PAN for other two fields (ie. JANKI JAMWAL AND PRAMOD SINGH JAMWAL & JANKI JAMWAL AND KEERTI KATOCH)

3. Mr. Kailash Singh (1st Holder) and Mr. Yogesh Singh (IInd Holder) were holding equity shares of the Company jointly. Upon demise of Mr. Kailash Singh, shares were transmitted in the name of Mr. Yogesh Singh during the month of September 2024. Consequently, Mr. Kailash Singh ceased to be member of Promoter Group of the Company.

4. In exercise of the powers conferred upon SEBI under Section 19 of the Securities and Exchange Board of India Act, 1992 read with Regulation 11(5) of the Takeover Regulations, SEBI had granted an exemption to Pawar Family Trust & Thadani Family Trust, vide its Order No. SEBI /WTM/SR/CFD-DCR/11/03/2017 dated March 7, 2017 (Order), from complying with the requirements of Regulation 3(1), Regulation 4 and Regulation 5 of the Takeover Regulations with respect to its then proposed indirect acquisition/ exercise of voting rights in the target company i.e. NIIT Limited.

Pursuant to the Composite Scheme of Arrangement between NIIT Limited (the Transferor Company”) and NIIT Learning Systems Limited (the Transferee Company”) and their respective Shareholders and Creditors under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 as approved by the Honble National Company Law Tribunal (NCLT) Chandigarh Bench, vide its Order dated May 19, 2023, NIIT Learning Systems Limited has issued equity shares to all equity shareholders of NIIT Limited as on record date in the ratio of 1:1 (i.e. one equity share of NIIT Learning Systems Limited for every equity share held in NIIT Limited). Consequently, Pawar Family Trust and Thadani Family Trust become shareholders of Transferee Company, being shareholder of Transferor Company. Now, both Trust are shareholders and also part of the promoter group of the Company.

Pawar Family Trust and Thadani Family Trust, have in terms of the conditions specified at clause 4.2 (vii) of the said SEBI Order, confirmed to the Company, that they are in compliance of the said Order for the financial year ended March 31, 2025.

Table III - Statement showing shareholding pattern of the Public shareholder

Category	Category & Name of the Shareholder	No of Shareholders	Total No of Shares Held (IV+V+VI)	Sharehold ing as a % of total no of shares (A+B+C2)	Number of Voting Rights held in each class of securities				No of Shares Underlying Outstanding convertible securities (Including Warrants)	Shareholding as a % assuming full conversion of convertible Securities (as a percentage of diluted share capital)	Number of Locked in Shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialize d form	Sub-categorization of shares		
					No of Voting Rights			Total as a % of			No.	As a % of total	No.	As a % of total Shares held		Shareholding (No. of shares) under		
					Class X	Class Y	Total									Sub-category (i)	Sub-category (ii)	Sub-category (iii)
	(I)	(III)	(VII)	(VIII)	(IX)				(X)	(XI)	(XII)		(XIII)		(XIV)			
(1)	Institutions (Domestic)																	
(a)	Mutual Funds	6	2,39,85,200	17.62	2,39,85,200	-	2,39,85,200	17.62	-	17.62	-	-	-	-	2,39,85,200	-	-	-
	NIPPON LIFE INDIA TRUSTEE LTD-A/C NIPPON INDIA SMALL CAP FUNDS	1	1,22,04,308	8.97	1,22,04,308	-	1,22,04,308	8.97	-	8.97	-	-	-	-	1,22,04,308	-	-	-
	UTI - DIFFERENT FUNDS	1	35,18,558	2.58	35,18,558	-	35,18,558	2.58	-	2.58	-	-	-	-	35,18,558	-	-	-
	SBI INNOVATIVE OPPORTUNITIES FUND	1	51,13,164	3.76	51,13,164	-	51,13,164	3.76	-	3.76	-	-	-	-	51,13,164	-	-	-
	HSBC INDIA EXPORT OPPORTUNITIES FUND	1	14,39,207	1.06	14,39,207	-	14,39,207	1.06	-	1.06	-	-	-	-	14,39,207	-	-	-
(b)	Venture Capital Funds	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(c)	Alternate Investment Funds	5	49,29,135	3.62	49,29,135	-	49,29,135	3.62	-	3.62	-	-	-	-	49,29,135	-	-	-
	MARATHON EDGE INDIA FUND I	1	41,16,989	3.02	41,16,989	-	41,16,989	3.02	-	3.02	-	-	-	-	41,16,989	-	-	-
(d)	Banks	5	8,246	0.01	8,246	-	8,246	0.01	-	0.01	-	-	-	-	8,246	-	-	-
(e)	Insurance Companies	2	8,51,572	0.63	8,51,572	-	8,51,572	0.63	-	0.63	-	-	-	-	8,51,572	-	-	-
(f)	Provident Funds/Pension Funds	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(g)	Asset Reconstruction Companies	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(h)	Sovereign Wealth Funds	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(i)	NBFC Registered with RBI	2	1,779	0.00	1,779	-	1,779	0.00	-	0.00	-	-	-	-	1,779	-	-	-
(j)	Other Financial Institutions	1	187	0.00	187	-	187	0.00	-	0.00	-	-	-	-	187	-	-	-
(k)	Any Other	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Sub Total (B)(1)	21	2,97,76,119	21.87	2,97,76,119	-	2,97,76,119	21.87	-	21.87	-	-	-	-	2,97,76,119	-	-	-
(2)	Institutions (Foreign)																	
(a)	Foreign Direct Investment	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(b)	Foreign Venture Capital	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(c)	Sovereign Wealth Funds	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(d)	Foreign Portfolio Investors Category I	116	2,31,18,153	16.98	2,31,18,153	-	2,31,18,153	16.98	-	16.98	-	-	-	-	2,31,18,153	-	-	-
	MASSACHUSETTS INSTITUTE OF TECHNOLOGY	1	77,41,830	5.69	77,41,830	-	77,41,830	5.69	-	5.69	-	-	-	-	77,41,830	-	-	-
(e)	Foreign Portfolio Investors Category II	13	7,87,815	0.58	7,87,815	-	7,87,815	0.58	-	0.58	-	-	-	-	7,87,815	-	-	-
(f)	Overseas Depositories (holding DRs) (balancing figure)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(g)	Any Other	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Sub Total (B)(2)	129	2,39,05,968	17.56	2,39,05,968	-	2,39,05,968	17.56	-	17.56	-	-	-	-	2,39,05,968	-	-	-
(3)	Central Government/State Government(s)/President of India																	
(a)	Central Government / President of India	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(b)	State Government / Governor	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(c)	Shareholding by Companies or Bodies Corporate where Central / State Government is a promoter	1	15,000	0.01	15,000	-	15,000	0.01	-	0.01	-	-	-	-	15,000	-	-	-
	Sub Total (B)(3)	1	15,000	0.01	15,000	-	15,000	0.01	-	0.01	-	-	-	-	15,000	-	-	-
(4)	Non-Institutions																	
(a)	Associate companies / Subsidiaries	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(b)	Directors and their relatives (excluding independent directors and nominee directors)	3	9,93,922	0.73	9,93,922	-	9,93,922	0.73	-	0.73	-	-	-	-	9,93,922	-	-	-
(c)	Key Managerial Personnel	2	24,000	0.02	24,000	-	24,000	0.02	-	0.02	-	-	-	-	24,000	-	-	-
(d)	Relatives of promoters (other than ‘immediate relatives’ of promoters disclosed under ‘Promoter and Promoter Group’ category)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(e)	Trusts where any person belonging to ‘Promoter and Promoter Group’ category is ‘trustee’, ‘beneficiary’, or ‘author of the trust’	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(f)	Investor Education and Protection Fund (IEPF)	1	4,35,360	0.32	4,35,360	-	4,35,360	0.32	-	0.32	-	-	-	-	4,35,360	-	-	-
(g)	Resident Individuals holding nominal share capital up to Rs. 2 lakhs	67,359	1,83,61,747	13.49	1,83,61,747	-	1,83,61,747	13.49	-	13.49	-	-	-	-	1,83,61,747	-	-	-
(h)	Resident Individuals holding nominal share capital in excess of Rs. 2 lakhs	11	58,39,769	4.29	58,39,769	-	58,39,769	4.29	-	4.29	-	-	-	-	58,39,769	-	-	-
	ASHISH KACHOLIA	1	27,50,000	2.02	27,50,000	-	27,50,000	2.02	-	2.02	-	-	-	-	27,50,000	-	-	-
(i)	Non Resident Indians (NRIs)	1,856	15,73,723	1.16	15,73,723	-	15,73,723	1.16	-	1.16	-	-	-	-	15,73,723	-	-	-
(j)	Foreign Nationals	2	68,788	0.05	68,788	-	68,788	0.05	-	0.05	-	-	-	-	68,788	-	-	-
(k)	Foreign Companies	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(l)	Bodies Corporate	718	73,06,277	5.37	73,06,277	-	73,06,277	5.37	-	5.37	-	-	-	-	73,06,277	-	-	-
	AKM SYSTEMS PVT. LTD.	1	40,28,943	2.96	40,28,943	-	40,28,943	2.96	-	2.96	-	-	-	-	40,28,943	-	-	-
(m)	Any Other	1,313	9,31,049	0.68	9,31,049	-	9,31,049	0.68	-	0.68	-	-	-	-	9,31,049	-	-	-
	CLEARING MEMBERS	3	345	0.00	345	-	345	0.00	-	0.00	-	-	-	-	345	-	-	-
	Shareholders Suspense Account*	1	2,33,969	0.17	2,33,969	-	2,33,969	0.17	-	0.17	-	-	-	-	2,33,969	-	-	-
	H U F	1,301	6,78,904	0.50	6,78,904	-	6,78,904	0.50	-	0.50	-	-	-	-	6,78,904	-	-	-
	TRUSTS	8	17,831	0.01	17,831	-	17,831	0.01	-	0.01	-	-	-	-	17,831	-	-	-
	Sub Total (B)(4)	71,265	3,55,34,635	26.10	3,55,34,635	-	3,55,34,635	26.10	-	26.10	-	-	-	-	3,55,34,635	-	-	-
	Total Public Shareholding (B) = (B)(1)+(B)(2)+(B)(3)+(B)(4)	71,416	8,92,31,722	65.55	8,92,31,722	-	8,92,31,722	65.55	-	65.55	-	-	-	-	8,92,31,722	-	-	-

\*This includes shares credited in suspense account pursuant to the composite Scheme of arrangement for (a) shares held in physical form and (b) demat rejection cases for shareholders in NIIT Limited as on the record date.

Table IV - Statement showing shareholding pattern of the Non Promoter - Non Public Shareholder

Category	Category & Name of the Shareholder	PAN	No of Shareholders	No of fully paid up equity shares held	No of Partly paid-up equity shares held	No of Shares Underlying Depository Receipts	Total No of Shares Held (IV+V+VI)	Shareholding as a % of total no of shares (A+B+C2)	Number of Voting Rights held in each class of securities				No of Shares Underlying Outstanding converttible securities (Including Warrants)	Shareholding as a % assuming full conversion of convertible Securities (as a percentage of diluted share capital)	Number of Locked in Shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form
									No of Voting Rights			Total as a % of (A+B+C)			No.	As a % of total Shares	No.	As a % of total Shares held	
									Class X	Class Y	Total		(X)	(XI)	(XII)		(XIII)	(XIV)	
(1)	Custodian/DR Holder		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	NA	NA	0
(2)	Employee Benefit Trust (under SEBI(Share based Employee Benefit) Reg		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	NA	NA	0
	Total Non-Promoter-Non Public Shareholding (C) = (C(1))+C(2)		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00			0