NIIT

NIIT LEARNING SYSTEMS LIMITED

SUSTAINABILITY REPORT 2025–26



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About the Report

As NIIT Learning Systems Ltd. ("NLSL"), continues to advance its sustainability reporting, we are pleased to present this update on our ongoing commitment to sustainable development. This report offers a transparent and comprehensive view of our sustainability targets, initiatives, and performance across Environmental, Social, and Governance (ESG) parameters, while providing key insights into the material issues that matter most to our business and stakeholders.

Report is developed around the theme "**Cultivating Sustainable Futures,**" aligns with the organization's core sustainability goals, reflects NLSL's strategic vision of driving long-term, responsible growth through sustainable innovation.

This report highlights our ongoing progress, policies, and quantitative and qualitative performance across key ESG parameters for FY26, alongside our forward-looking goals.

Report is available online on our website: www.niitmts.com.

Reporting Period
1st April 2025 to 31st March 2026.

Reporting Boundaries
The reporting boundary aligns with the Company's operational and financial boundaries unless otherwise stated. The information/data measurement techniques used, and the basis of calculations and estimates have been mentioned in the relevant sections of this report.

Reporting Frameworks, Guidelines and Standards
This report is prepared in reference to the GRI Sustainability Reporting Standards 2021. Report addresses the material topics identified through our comprehensive stakeholder engagement process. Any restated data are clearly labeled, with restatement rationale provided in the relevant sections.

Sustainability Assurance Provider
We obtained reasonable independent assurance from Intertek for all nine core indicators under the BRSR Core framework.

Point of contact for feedback and queries:
We would appreciate your feedback on this report.
Name: Mr. Jaydip Gupta



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Corporate Office no: +91-1244916500

Message from Chief Executive Officer (CEO)

We are pleased to present our Sustainability Report, reflecting our continued dedication to environmental stewardship, social responsibility, and corporate governance. This report highlights our strategic vision, mission, the initiatives we have taken and the progress we have made in advancing our sustainability objectives.

At NLSL, we firmly believe that the sustainability is not just an environmental concern, but it is a holistic approach of creating long-term value for all our stakeholders. This conviction shapes our strategies, inspires our innovations, and guides our engagement across our network of employees, suppliers, clients, industry partners, and communities. By embedding sustainability principles into our core operations and learning solutions, we continue to build an agile, accountable, and future-ready organization. Through regular internal training, open dialogues, and structured engagement, we foster a shared culture where sustainability remains central to NLSL's decision-making. As a responsible business, we actively evaluate the impact of our operations while proactively managing emerging risks and opportunities.

Our Sustainability focus is driven by all the ESG (Environmental, Social and Governance) issues identified through a detailed materiality assessment. While considering environmental actions, we continue to reduce our environmental footprint by adopting renewable energy solutions. These actions reduce emissions and contribute to a healthier environment for our stakeholders and communities.

As part of our commitment to environmental stewardship, quality, occupational health and safety, information security, business continuity, and the responsible use of artificial intelligence, we have achieved certification to ISO 9001, ISO 14001, ISO 45001, ISO 27001, ISO 22301, and ISO 42001[1]. These certifications demonstrate our commitment to maintaining robust management systems and promoting responsible, secure, and ethical practices across our operations and reinforce our commitment to sustainable growth. We continue to advance our ESG journey by strengthening our sustainability roadmap with a clear focus on creating value and driving continuous improvement. We regularly review our progress at the highest governance levels to ensure alignment with our strategic objectives. We actively engage with leading global sustainability and disclosure platforms, including **EcoVadis and CDP**, demonstrating our commitment to transparency, accountability, and ongoing enhancement of our sustainability performance.



Our goal is to build a more sustainable future through collaborative efforts with our employees, partners, customers, suppliers, shareholders, and all those associated with our journey.

Warm regards,
SAPNESH LALLA
Executive Director and
Chief Executive Officer
NIIT Learning Systems Limited

[1]These certifications are applicable only to the Corporate Office in Gurugram, Haryana- India and do not cover global offices.

About NIIT Learning System Limited

Company Profile

As a global leader and provider of managed training services, NIIT Learning delivering learning solutions to global organizations. With decades of expertise in corporate training and talent development, NIIT Learning partner with enterprises to transform their learning ecosystems—accelerating business outcomes and elevating workforce performance.

NIIT Learning is people, we have positive regard for each of us, we value the insights of our employees, clients, customers, partners, and other stakeholders. With a workforce of over 2,603 permanent and contractual professionals, we've spent over four decades building a diverse client portfolio and earning the trust of stakeholders.

NIIT Learning is the trusted, award-winning L&D and talent partner for the world's leading companies, and a recognized leader in AI maturity for learning and development. Established in 1981, NIIT Learning helps enterprises build the AI operating model, infrastructure, and fluency that a human + AI workforce demands, pairing AI-powered managed learning with strategic consulting to solve the most complex challenges in learning, talent, skills, and workforce transformation. Across 40+ countries, our experienced learning teams help clients thrive in an AI-first world with AI-first L&D transformation solutions, reskilling employees at scale through intelligent coaching and dynamic simulations embedded directly into the workflow. With a Net Promoter Score of 9.65/10 and an industry-leading renewal rate, we help leading companies reimagine their learning ecosystems and increase the business value and impact of learning.

We deeply thank Mr. Rajendra S. Pawar and Mr. Vijay K. Thadani, Founder for their invaluable contribution and unwavering commitment. Their legacy, in continuation with NIIT Learning's vision, continues to inspire innovation, integrity and a strong commitment to excellence across the globe.

Values, Motives & Beliefs

We believe that our growth is the derivative of the growth of each one of us. It is the duty of each one of us to espouse and give active effect to the values, motives and beliefs we state here.

Quality & Value

We are committed to ensuring that in every association with society, the community benefits substantially more than we do.

We will meet any and every commitment made to society irrespective of any cost that may have to be incurred.

We will ensure our profitability, long-term growth and financial stability, through the process of delivering the best, being seen as the best and being the best.

We will be fair in all our dealings and promote high standards of business ethics.

Mission

We will grow in the recognition and respect we command, through pioneering and leading in the effective deployment of technology and know-how.

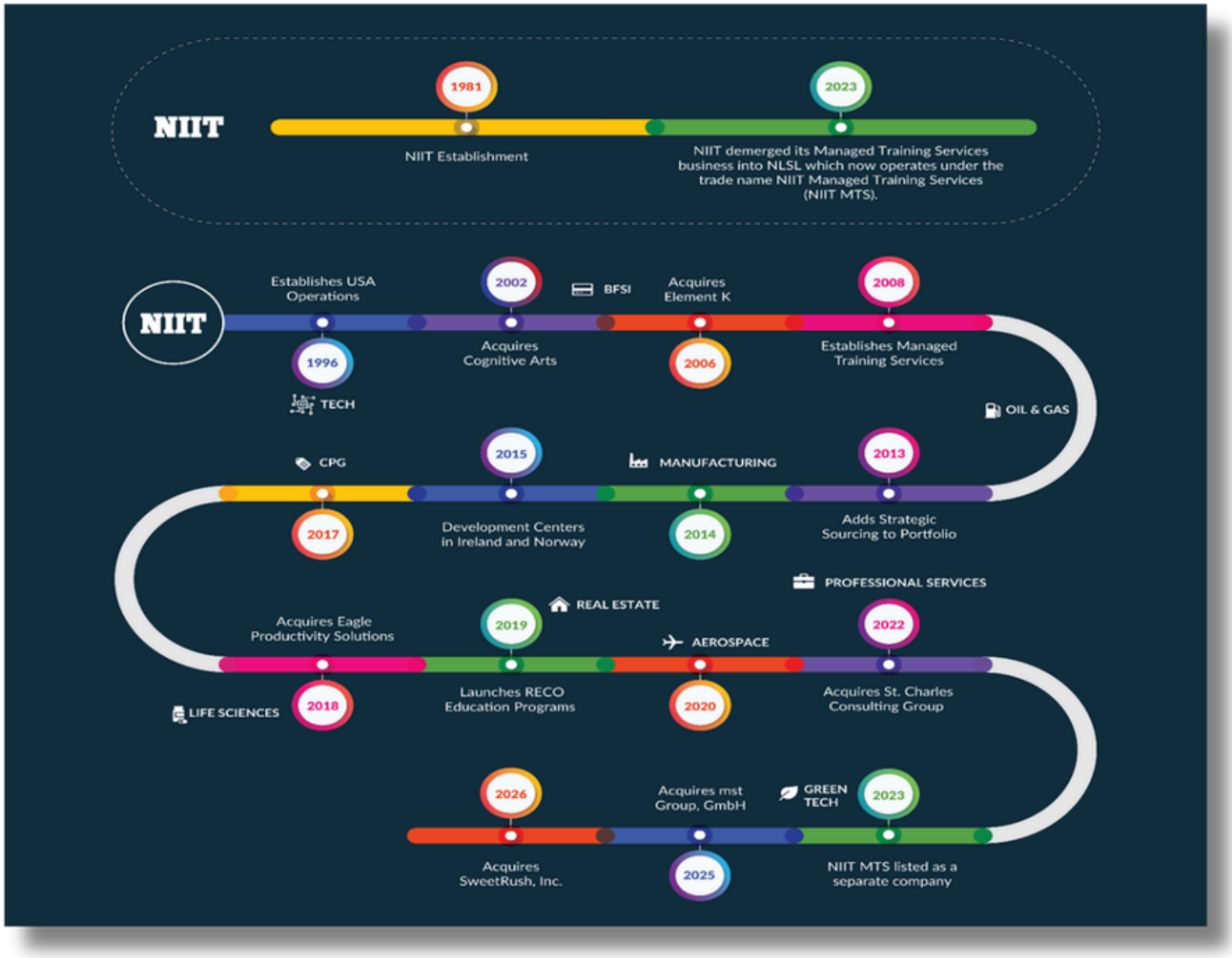
We will seek to play a key-role in the directions & deployment of technology & know- how for the benefit of mankind.

Vision

To be the most trusted global partner in learning transformation- empowering individuals and organizations to thrive in a dynamic, digital, and sustainable world.

FY26 - Revenue by geography	USA / Canada 65%	Europe 23%	India 10%	Rest of the World 2%	No. of Offices 34

Our Journey of Growth



Membership & Associations and Public Policy Advocacy

NLSL at NIIT group level is a proud member of and actively associated with the National Association of Software and Service Companies (NASSCOM) and the Confederation of Indian Industry (CII). NLSL participates in industry events and is a member of industry associations. These forums allow us to exchange ideas, knowledge, case studies with the technology updates, and contribute to the policy development.

NLSL works with these industry associations to recognize the role of the private sector in shaping public policies to foster a stable legal and regulatory environment. We actively participate in policy discussions and advocacy efforts to address industry challenges and promote sustainable solutions. Additionally, we engage with the stakeholder consultations and dialogues to support the government and regulatory bodies in formulating effective laws and policies. NLSL's engagement with the relevant authorities is guided by the values of commitment, integrity, transparency, and taking into consideration the interests of all stakeholders.

Awards and Recognition

During the reporting period FY26, we have earned numerous prestigious awards including 636 Brandton Hall Awards, learning technology awards and consistent recognition among the top 20 companies in learning services, content development, and IT & Tech training, reflecting our dedication to delivering excellence, innovation and creating meaningful impact through our services.

145 Brandon Hall Awards (Recognized for excellence in Learning and Development)	**7 CLO Awards** (Recognized for excellence in corporate learning strategies)	**Accredited Gold Standard by the LPI** (Excellence in learning strategy, delivery, and measurable impact)	**Top 20 Companies in Custom Content Development** (Excellence in creating customized learning content)	**Top 20 Companies in Leadership Training** (Excellence in building leadership capabilities)
Top 20 Companies in Learning Services (Excellence in delivering high-quality learning services)	**Top 20 Companies in Experiential Learning** (Excellence in delivering immersive, hands-on learning experiences)	**Top 20 Companies in IT & Technical Training** (Excellence in IT and technical training experiences)	**Top 20 Companies in AI Coaching & Learner Support Tools** (Excellence in redefining learning through AI)	**Top 20 Companies in AI Content Creation & Authoring Tools** (Excellence in redefining learning through AI)
FOSWAY 9-grid™ for Digital Learning Strategic Leader 2026 (Recognizes by FOSWAY Group as a strategic leader in 2026)	**Visier EMEA Partner of the Year, 2026** (Excellence in customer satisfaction and innovative service delivery)	**British Training Awards, 2025 Highly Commended for Training Initiative of the Year** (Honoured for excellence and dedication to building meaningful, future-ready learning experiences)	**Databricks APJ Training Partner of the Year** (Honoured for exceptional delivery of the core Databricks curriculum)	**Leader in Nelson Hall NEAT for Learning Services, 2025** (Earned leadership recognition in categories innovation, employee skilling, geographic footprint, scalability and overall)

FY26 ESG Highlights @ NLSL

ENVIRONMENT

- Solar capacity upgraded to 60 kW.
- Share of renewable energy consumption increased to 27.78% compared to 6.17% of baseline year FY24.
- Scope 2 emissions consumption reduced to 16.62% from baseline year FY24.
- Scope 3 emissions reduced by 16.09% from year FY25.
- Scope 1+2+3 emissions reduced by 0.91% from year FY25.
- DG fuel consumption reduced by 11.27% from baseline year FY24.
- Business travel reduced by 6.76% from year FY25.
- Ground water withdrawal reduced by 7.89% from year FY25.
- Owned facilities have 100% Zero Liquid Discharge (ZLD).
- 100% Solid waste recycled.

SOCIAL

- Female participation in workforce increased to 48.48% as compared to 44.47% of baseline year FY24.
- Inclusion of differently-abled employees in total workforce increased to 8 compared to 2 of baseline year FY24.
- Employee Satisfaction Survey maintained at 95%.
- Rejuvenation break benefit maintained at 84%.
- Attrition rate maintained at 15%.
- Women participation in senior roles of the workforce increased to 32% compared to 31.8% of baseline year FY24.
- Executive health check-ups increased by 38% as compared to 37.5% of FY25.
- Health and Safety training covering of employees was achieved as 94.81% compared to 88.64% of baseline year FY24.
- Fitness Reimbursement raised to 76% as compared to 52% of baseline year FY24.
- Leader Manager Certification Program increased to 91% compared to 40% of baseline year FY24.
- 164 employees attended Talent Readiness Program as compared to 137 of baseline year FY24.

GOVERNANCE

- Maintained 25% female directors diversity.
- 100% attendance of board & committee meetings.
- Board average tenure 2.92.
- Zero incidents of workplace discrimination and ethics violations.
- Zero Whistle blower cases.
- Zero complaints on child labour practice.
- Zero POSH complaints.
- 100% of Audit Committee approved internal audits completed on schedule.
- Customer Satisfaction Score increased to 4.73 compared to 4.39 of FY25.
- Achieved ISO 42001:2023 certification.
- 15.61% of Procurement budget spent on local suppliers compared to 14.25% of FY25.

ISO Certifications

ISO 9001:2015 (Quality Management)	ISO 14001:2015 (Environmental Management)	ISO 22301:2019 (Business Continuity Management)	ISO 27001:2022 (Information Security Management)	ISO 42001:2023 (AI Management)	ISO 45001:2018 (Occupational Health & Safety Management)

ESG Rating

SILVER | Top 15% ecovadis Sustainability Rating 2026 (2026) "Silver Medal"

CDP Discloser 2026 (2025) "Climate Change"

Our Corporate Governance

Our ESG Journey so far



Baseline Commitment

1

- Initiated ESG tracking and internal awareness campaigns.
- Established ESG structure.



BRSR Adoption

2

- Regularly published Business Responsibility and Sustainability Report.
- Disclosed ESG Metrics through BRSR including core audit.



Ecovadis Engagement

3

- Submitted ESG performance data for independent assessment andmaintained silver badge.



Enhance ESG integration

4

- Expanded KPI's and targets for environmental, social and governance.
- Initiated supplier engagement in sustainability.



Future Roadmap

5

- Aim for higher Ecovadis score and CDP.
- Expanded disclosuresto other ESG frameworks (SBTi, UNGC, SASB and TCFD).

Our philosophy on Corporate Governance is aimed at maximizing the stakeholders' interests and corporate goals through the efficient conduct of business and meeting obligations in a manner that is guided by fairness, responsibility, transparency, accountability and integrity.

The Corporate Governance system provides a fundamental framework to execute business in line with business ethics. We not only adhere to the prescribed Corporate Governance Practices as per the Listing Regulations but also committed to sound Corporate Governance principles and practices. Our organization takes proactive approach and revisits its governance practices from time to time so as to meet business and regulatory needs. The Company has ensured stability in a dynamic environment and in challenging times.

The Securities and Exchange Board of India (SEBI) has mandated Corporate Governance standards for listed companies through Chapter IV of Listing Regulations. NLSL continues to follow the applicable Corporate Governance requirements of Chapter IV, as referred.

Governance Leadership Structure and Composition

Our organization is managed and guided by a professional Board comprising Executive, Non-Executive and Independent Directors. As on March 31, 2026, the Board of Directors of the Company ("the Board") comprised eight Directors out of which four are Independent Directors, constituting half of the Board's total strength. The Board comprised two women directors including one independent women director. The Board has diversity in terms of age, expertise, domain experience, gender etc. The composition of the Board of Directors is in conformity with the provisions under Regulation 17 of Listing Regulations and the Companies Act, 2013 ("the Act"). The Directors are eminent people with professional expertise and experience. The Independent Directors of the Company meet all the criteria mandated by the Listing Regulations and Section 149 of the Act. Details regarding the directors' profiles, their directorships, and full-time positions are provided at https://www.niit.com/en/learning-outsourcing/about-niit/board-of-directors All directors were appointed in current designation /position in May 2023 so their tenure in office is between 2-3 years.

Board Composition Summary



Diversity of governance bodies gender wise distribution

Governance Structure	Male	Female	Total
Executive Director	2	0	**2**
Non-Executive Director	1	1	**2**
Independent Director	3	1	**4**
Total	**6**	**2**	**8**

Diversity of governance bodies Age-Wise distribution

Governance Structure	Age 30-50	Age>50	Total
Executive Director	-	2	**2**
Non-Executive Director	1	1	**2**
Independent Director	-	4	**4**
Total	**1**	**7**	**8**

Board of Directors (as on 31st March 2026)



Rajendra S Pawar
Non-Executive Chairman



Vijay Kumar Thadani
Vice-Chairman and Managing Director



Sapnesh Lalla
Executive Director and Chief Executive Officer



Leher Vijay Thadani
Non-executive Director



Sangita Singh
Independent Director



Ravinder Singh
Independent Director



Dr. Parthasarathy Vankipuram Srinivasa
Independent Director



Ravindra Babu Garikipati
Independent Director

Board Committees

The Board has constituted the following Committees, in compliance with the provisions of the Act and the Listing Regulations, to ensure focused oversight and effective governance. During the year under review, all recommendations made by the Committees were accepted by the Board.
The role, functions, responsibilities, and accountability of the Board are clearly defined. The Board is provided with all necessary information to enable informed decision-making and effective discharge of its duties, including disclosures mandated under the Listing.
Regulations and the Companies Act. In addition to its key role in overseeing the Company's performance, the Board's responsibilities also encompass, among others, the following functions:

- Defining and articulating the Company's vision, corporate philosophy and mission.
- Formulating and approving strategic and business plans.
- Reviewing and approving annual financial plans, budgets and periodic financial performance.
- Monitoring the Company's performance against approved strategies and overseeing operations.
- Ensuring high standards of ethical conduct and compliance with applicable laws and regulations.
- Reviewing and approving matters relating to borrowings, lending, investments, exposure limits and related policies.
- Ensuring transparent and timely communication with shareholders regarding the Company's plans, strategies and performance.
- Safeguarding and enhancing long-term stakeholder value.

Key Committees

The Board has following Committees in accordance with the requirements of applicable provisions of the Act and Listing Regulations:
These Committees also handle any additional matters delegated to them by the Board from time to time.
The Company Secretary serves as the Secretary to the Board and all its Committees.



Composition of Board Committees

The composition of Board Committees as on March 31, 2026.

Stakeholders' Relationship Committee Addresses shareholder and investor concerns, reinforcing trust and transparency.	Mr. Ravinder Singh, Chairperson Mr. Vijay Kumar Thadani Mr. Sappesh Lalla Ms. Leher Vijay Thadani
Audit Committee Oversees financial reporting integrity, internal controls, and compliance.	Dr. Parthasarathy Vankipuram Srinivasa, Chairperson Mr. Ravinder Singh Ms. Sangita Singh Mr. Vijay Kumar Thadani
Nomination and Remuneration Committee Guides the selection, evaluation, and compensation of directors and executives.	Mr. Ravinder Singh, Chairperson Ms. Sangita Singh Dr. Parthasarathy Vankipuram Srinivasa Mr. Rajendra S Pawar
Risk Management Committee Oversees enterprise risks, including operational, strategic, and ESG-related risks.	Dr. Parthasarathy Vankipuram Srinivasa, Chairperson Mr. Ravinder Singh Mr. Vijay Kumar Thadani Mr. Sappnesh Lalla Mr. Sanjay Mal Mr. Jaydip Gupta
Corporate Social Responsibility Committee Shapes and monitors our social responsibility initiatives and community impact programs.	Mr. Ravinder Singh, Chairperson Mr. Rajendra S Pawar Mr. Vijay Kumar Thadani Mr. Sappnesh Lalla Ms. Leher Vijay Thadani

* Mr. Sanjay Mal – Chief Financial Officer and Mr. Jaydip Gupta Sr. VP - Audit & Assurance

Diversity of Board Committee

Board Committee	Male	Female	Total
Stakeholders' Relationship Committee	3	1	4
Audit Committee	3	1	4
Nomination and Remuneration Committee	3	1	4
Risk Management Committee*	6	0	6
Corporate Social Responsibility Committee	4	1	5

*2 are non-board member.

Collective Knowledge and Skills of BOD

Following is the list of core skills/ expertise/ competencies identified by the Board of Directors as required in the context of the Company's business and sector for it to function effectively.

Leadership

Leadership experience in enterprises such as MD, CXO - setting goals and leading goals, and with understanding of people, practial management of people, strategy and industry networking

Board Experience & Governance Oversight

Experience in working on boards of listed companies, involved in public companies, goverance, leading board addressing shareholder concerens

Financial Expertise

Proficiency in understanding financial reporting, capital allocation, declienerging and optimize dectioning complex financial transactions, help to ensure long-term health of the company

Global Business

The company's robust dependent on its business in markets India - which contributer of its business and profits. The board competent in governing a structure involving international company entities

Technology/Talent Development Industry Experience

The Company offers Managed Training (MTS), which includes outsourcing of Learning lisnding & Development (L & D) and Talent Transformation Services market leading companies and headquartered outside India.

Sales, Marketing & Customer Service

With the mix of businesses addressed by the company, the sams in the face of competition from global entitlies, in sales and marketing directed to enterprises & crsumers is an imperative for the board.

Innovation & Entrepreneurship

With the continuous changes in technology and customer, the company needs to abilty striving for new products to be introduced into markets. The for innovation and demonstrating of entrepreneurship is necess from the board level

Merger & Acquisitions

The board needs to have the competence to the management to advisin its brought on M&A opportunities in by them for inorganic growth of the company at global level

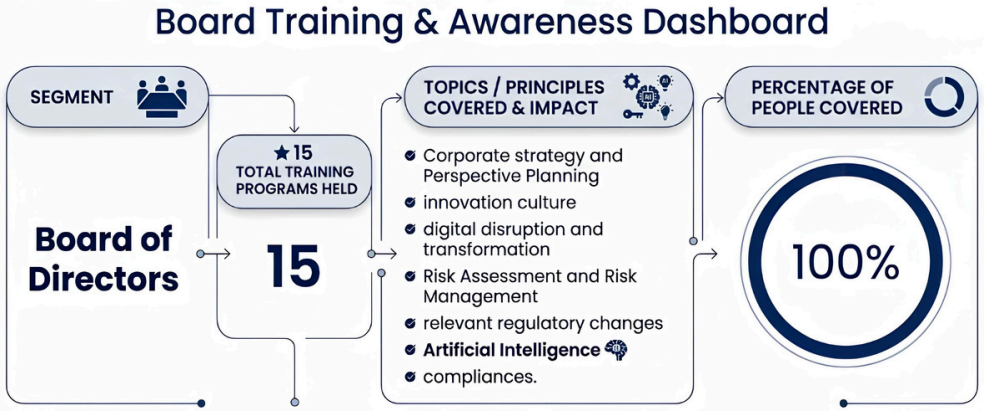
Legal, Risk & Compliance

With risks of business in the environment increasing and the statutory compliances getting tighter worldwide, needs to be prficient in directing & balances, internal compliances and audit mechanisms

The specific areas of focus or expertise of individual Board members have been presented as below. However, the absence of a mark against the member's name does not necessarily mean the member does not possess the corresponding qualification or skill.

Skill Area	Rajendra Singh Pawar	Vijay Kumar Thadani	Sapnesh Kumar Lalla	Ravinder Singh	Sangita Singh	Ravindra Babu Garikipati	Parthasarathy Vankipuram Srinivasa	Leher Vijay Thadani
Leadership	•	•	•	•	•	•	•	–
Governance Oversight	•	•	•	•	–	•	•	–
Financial Expertise	•	•	•	•	•	•	•	•
Global Business	•	•	•	•	•	•	•	•
Technology / Talent Development	•	•	•	–	•	•	•	•
Sales, Marketing & Customer Service	•	•	•	•	•	•	–	•
Innovation & Entrepreneurship	•	•	•	•	•	•	•	•
Merger & Acquisitions	•	•	•	–	–	•	•	–
Legal, Risk & Compliance	•	•	•	•	•	•	•	•

NLSL conducts regular training of BOD on sustainability related issues. In 2026, total 15 training and awareness programme were conducted. 100% attendance were marked during these sessions.



Nomination and Renumeration process of Governance body

The Nomination and Remuneration Committee determines and recommends to the Board the annual compensation revision framework, including the remuneration structure, performance-linked incentives, stock options, for Directors, Senior Management Personnel (including Key Managerial Personnel), and other employees.

The recommendations of the Committee are based on the evaluation of the performance and other criteria, as laid down and as per the Company's Rules/Policies. In terms of guidelines, the Company ensures that remuneration payable to Managing Director and Whole-time Directors by way of salary including other allowances and monetary value of perquisites comply with applicable provisions of the Act and approved by shareholders. The Nomination and Remuneration policy of the Company aims to reward performance, based on review of achievements on a regular basis.

The Policy is available on the website of the Company and can be accessed through https://info.niit.com/hubfs/section46-of-the-lodr/code-of-conduct-policies/Nomination%20and%20Remuneration%20Policy.pdf

The Committee also considers the sitting fee and remuneration payable to non-executive directors of the Company.

For FY2026 the median renumeration of BOD is 4.04Mn. For India gross salary paid to permanent female employees as % of total salary paid is 35%. We determine and report the median renumeration of people category and gender wise.

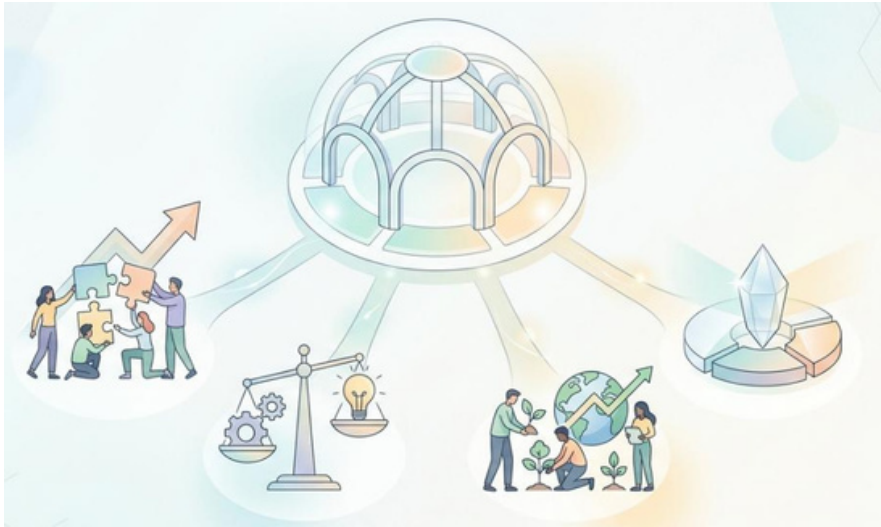
Category	Male		Female	
	Count	Median remuneration by category (In Million)	Count	Median remuneration by category (In Million)
Board of Directors (BOD)*	6	5.01	2	3.46
Key Managerial Personnel**	2	14.13	0	0
Employees Other Than BOD And KMP ***	1234	1.12	1085	1

Note
*Includes Executive, Non-executive and Independent Directors; remuneration paid to executive director, and sitting fees, commission/ remuneration paid to Non-executive Directors and Independent Directors.
** Excludes 2 Executive Directors covered in BoD.
*** Includes only regular employees, excluding employees from companies acquired during this financial year.

Performance evaluation of Governance body

The performance evaluation criteria focused on key aspects relevant to the role of Independent Directors, including preparation, participation, conduct, and overall effectiveness. A separate assessment is being conducted to evaluate the performance of the Board Committees and individual Directors, including the Chairman. This evaluation considered parameters such as level of engagement and contribution, active participation in Board and Committee meetings, independence of judgment, protection of the Company's and minority shareholders' interests, and the ability to offer expert guidance to the Board. The performance of Independent Directors is evaluated by the entire Board, while the evaluation of the Chairman and Non-Independent Directors is carried out by the Independent Directors.

The senior management team has got collective KPI's of the organizations financial and non-financial performance parameters. This group is called CFG. The board subcommittee, NRC is responsible for evaluation of the performance of the CFG members and decide upon the overall Employee Stock Option Plans (ESOP's) to be provide and organization increment criteria.



ESG Governance

Through a robust governance framework, NLSL ensures that sustainability is embedded into its strategic decision-making and operational practices, reinforcing its commitment to responsible business conduct. The Board of Directors (BOD) plays a pivotal role in overseeing and guiding the company's sustainability strategy. It provides strategic direction for sustainability management, working in close collaboration with the management team and the Corporate Social Responsibility (CSR) Committee.

As a SEBI-listed entity, NLSL publishes its Business Responsibility and Sustainability Report (BRSR) annually. This report is formally reviewed and approved by the Board during the Annual General Meeting (AGM), ensuring alignment with regulatory expectations and stakeholder interests. The Board actively monitors progress against ESG targets and regularly evaluates emerging material ESG issues.

These discussions are integrated into quarterly Board meetings and, when necessary, addressed in ad-hoc sessions to ensure timely and informed decision-making.

The CSR Committee, which convenes at least once annually, is responsible for driving the implementation of the ESG strategy. Its key responsibilities include:

- Ensuring the accuracy and completeness of external ESG disclosures.
- Reporting to the Board on ESG highlights for the reporting period.
- Providing updates on sustainability projects and initiatives.
- Sharing insights on market trends and developments relevant to ESG.

Communication of critical concerns

The board members are being updated about critical concern through the board meetings. The Company holds a minimum of four Board Meetings annually, ensuring that the interval between any two meetings does not exceed one hundred and twenty (120) days. These meetings are held, among other purposes, to review the financial results. Additional meetings are convened as necessary, based on the business requirements of the Company. In cases of urgency, matters may also be approved by the Board through circular resolutions. All Directors are encouraged and free to propose items for inclusion in the meeting agenda.

During FY26, a total of eight (8) Board meetings were held. The requisite quorum was present at all meetings. During FY26, the Directors attended the meetings of the Board and its Committees through physical presence or via video conferencing and other audio-visual means.

Sr. No.	Date of Meeting
1	14th May 2025
2	25th June 2025
3	7th July 2025
4	6th August 2025
5	5th November 2025
6	9th January 2026
7	28th January 2026
8	26th March 2026



Critical concerns and risk identified

The critical concerns communicated to the highest governance body may include strategic and business risks, financial and operational risks, information and cybersecurity risks, data privacy risks, regulatory and compliance risks, legal risks, reputational risks, technology and artificial intelligence-related risks, talent and workforce risks, client and supplier-related risks, business continuity risks, and environmental and sustainability-related risks. The Company also considers risks arising from changes in the external business environment, geopolitical and macroeconomic conditions, and other emerging risks that may affect business performance and stakeholder interests.

The Board and its Committees review significant risks, their potential implications and mitigation measures, enabling appropriate oversight and timely decision-making. The Company also maintains internal control, compliance, audit and escalation mechanisms to support the identification and communication of significant concerns.

Key Risk Identified

Risk	Risk Impact	Mitigation Plan
Macro-Economic Risk	Economic slowdown, policy uncertainty, protectionism, and geopolitical tensions resulting in reduction of discretionary L&D spending, delay decisions, limit cross-border services, and disrupt markets impacting demand for training and overall revenue.	Supported by a strong client base, high barriers to entry, and the growing global trend toward outsourced learning services, we are well positioned to capture new opportunities and drive sustained growth.
People Risk	Existing workforce lacking the capabilities required for emerging technologies and non-availability of highly skilled resources for deployment	Focus on growing our internal talent pool. Initiatives planned with HR for acquiring and bring in external talent to lead the development.
Cyber Security Risk	Cyber risks including ransomware, breaches, outages, third-party vulnerabilities, phishing (vishing/smishing), identity theft, malware, and AI-driven attacks.	NLSL is certified on ISO 27001, ISO 22301 (BCMS), and ISO 42001 (AIMS) and adequate controls are aligned with industry standard practices.
Supply Chain/Third Party Risk	Business Interruption from Supply-Chain Disruptions. Third-Party Compromise on Data Privacy & Security. Supply chains and third-party ecosystems. Increased cost of compliance in supply chain.	Critical vendors are identified through monthly reviews (top 10, India & international) based on customer impact. Vendors undergo due diligence and technical assessments, with defined SLAs/KPIs and annual performance reviews to monitor quality and identify risks early.
Regulatory & Compliance Risk	Trade restrictions, data localization, and evolving tax/regulatory regimes may impact margins, global delivery models, compliance costs, and delay expansion or service rollout.	Limited regulatory oversight in the training industry makes the risk medium. However current external factors like Tariffs, immigration rules, DPDP and evolving regulations increase compliance costs, while expansion and acquisitions heighten exposure risks. A robust compliance management system supports effective risk mitigation.
Environmental /Climatic /ESG Risk	Business continuity risks from climate change and natural disasters, including increasing extreme weather events, operational disruptions, and rising ESG and net-zero compliance requirements.	Most customers tend to request ESG data (BRSR, EcoVadis, CDP, SBTi) and undertake independent assurance, indicating rising compliance expectations. Business continuity measures are in place, with natural calamities, pollution, and evolving regulations posing operational and compliance risks. Air quality monitoring supports mitigation.

Risk Universe



Conflicts of interest

NLSL's Related Party Policy defines the process and procedures to identifying and managing conflicts of interests involving members of the Board. The policy elaborates on the guidance and mechanism in place for board members to address potential conflict of interests that may arise in certain business transactions. Before entering any transaction with a Related Party of a Board member, Company ensures that the Audit Committee approval is taken. Where any director is interested in any contract or arrangement with a Related Party, the director shall not participate during discussions on the subject matter of the resolution relating to such contract or arrangement.

NLSL's governance practices emphasize a purpose-driven, people-centric, and performance-oriented approach. The governance framework, guided by robust policies and standards, ensures that no conflicts of interest arise among stakeholders. Non- Executive Chairman at NLSL is designed to positively influence organizational performance. The Executive Director & CEO remuneration comprises of Short-term employee benefits and post-employment benefits. Share based payments, Commission, sitting fees, Remuneration and Other reimbursements to Non-Executive & Independent Directors which is determined by the Nomination and Remuneration Committee (NRC) based on the achievement of annual goals.

Conflicts of interest, if not appropriately identified and managed, may affect the objectivity and independence of business and governance decisions and may adversely impact on the interests of shareholders, employees, customers, suppliers and other stakeholders. NLSL therefore considers effective conflict-of-interest management an important component of responsible corporate governance. The Company's disclosure, review, approval and recusal mechanisms are designed to reduce the risk of biased decision-making, preferential treatment, inappropriate related-party transactions and potential financial or reputational impacts. By promoting transparency and independent oversight, these mechanisms support ethical business practices, stakeholder trust and long-term value creation.

Total number of complaints on Directors' conflict of interest	FY26	FY25
Number of complaints received in relation to issues of Conflict of Interest of the Directors.	Nil	Nil

Stakeholder Engagement

In FY26, stakeholder engagement process was undertaken to identify and prioritize material ESG topics. The engagements were conducted with internal departments and relevant external stakeholders through discussions, surveys, and feedback sessions. These interactions ensure alignment with company standards, stakeholders' expectations, and NIIT's strategic sustainability goals. Our stakeholders are integral to our business model, driving long -term sustainability, goal setting and strategic growth.

We prioritise stakeholders based on their relevance, influence and impact on our operations. Through organized and consistent communication, we nurture strong relationships, enabling us to adapt our business model to meet their needs. This approach ensures that we continue to create value for both our stakeholders and the organization.

Strategic Approach to Stakeholder Engagement

Stakeholder Group	Stakeholder Type	Medium / Channels of Communication	Frequency of Engagement	Key Expectations, Purpose & Scope of Engagement
Employees	Internal	Employee engagement surveys, Focus Group Discussions, Performance appraisal reviews, Internal Training sessions, Intranet portal my learning section also have Assist section for HR, IT services, financial services & commercial services, Accounts, Townhalls, Rewards & recognition programs, Employee well-being programs, HR interactions, Self-service portal, AI BOT for CEO connect, Newsletter, Weekly news updates, Website	Regularly, Weekly, Monthly, Quarterly, Annually	• Career Growth & Skill Development • Fair compensation & Job security • Work-life balance • Feedback & grievance redressal • Team productivity & performance improvement • Well-being, fun at work, motivation, and passion
Customers	External	Training modules, Client meetings, Feedback/Customer satisfaction surveys, Online platforms for discussions, Client Advisory Board, Account management (enterprise), Customer experience management (retail)	Weekly, Monthly, Annually	• High-quality learning solutions • Timely delivery & strict SLA maintenance • Measurable learning outcomes • Resolution of delivery challenges • Feedback on technology & services implemented
Investors / Shareholders	External	Investor calls/meets, Annual General Meetings, Annual Reports, Group Discussions, Shareholder Grievance Process, Continuous disclosures	Quarterly, Annually, or as needed	• Business growth & Return on investment • Transparency & continuous performance updates • Regulatory/Stock Exchange disclosures on market trends and potential impacts
Government & Regulatory Bodies	External	Compliance Reports, Official Correspondence	As per legal requirement	• Compliance with regulations • Tax obligations • Data privacy adherence
Suppliers / Value Chain Partners	External	Emails, Portals, Vendor Meets, Training sessions, Online discussions, Monitoring & feedback sessions, Specified vendor management team	Periodic, On actual need-basis	• Fair business practices & timely payments • Long-term partnerships • Onboarding compliance (privacy, anti-corruption, anti-bribery, human rights, ethical practices) • Clarity on rights & grievance redressal mechanisms

Stakeholder Group	Stakeholder Type	Medium / Channels of Communication	Frequency of Engagement	Key Expectations, Purpose & Scope of Engagement
Academic & Content Partners	External	Joint Workshops, Online Platforms	Periodic / Project-based	• Collaborative content development • Quality standards
Communities	External	CSR Activities, Community events, Media news releases, Electronic & social media	Periodic, Half-Yearly, Annually	• Needs assessment for CSR projects • Education access & employability programs • Social impact • Grievance redressal
Industry Associations	External	Forums, Events, Memberships	Periodic	• Knowledge sharing • Policy advocacy • Industry updates

NIIT Learning System Limited (NLSL) is dedicated to maintaining a fair, safe, transparent, and productive work environment by ensuring that employee grievances regarding unfair, discriminatory, or unjustified acts are addressed sensitively and expeditiously. Employees are empowered to voice their concerns through multiple flexible channels, including informal verbal discussions with Managers, HR, or Grievance Redressal Committee members, as well as formal written submissions sent to Manager/Business HR or the dedicated email handle (GrievanceCell@niitmts.com) accessed by an authorized HR leadership representative. To guarantee heightened confidentiality and independence, direct email access to the Chief People Officer is provided via CPO@niitmts.com, while an AI-powered HR engagement portal enables periodic milestone feedback and completely anonymous submissions directly to the CEO and CPO. Operating under a strict zero-tolerance framework for harassment, NLSL adheres to regulatory guidelines for Prevention of Sexual Harassment (POSH) by establishing an independent committee to manage gender-neutral matters via POSH@niitmts.com within defined timelines. Furthermore, the organization mandates rigorous compliance with its Ethics & Business Conduct policy—upholding top-tier standards of integrity, transparency, and anti-corruption—while safeguarding fundamental human rights by strictly prohibiting forced or child labor, guaranteeing non-discriminatory employment practices, and conducting regular educational sessions to inform stakeholders of their ethical rights and responsibilities.

Freedom of association and collective bargaining

NLSL recognizes that its employee may be interested in joining professional associations or involving themselves in social development activities in their personal capacities, provided such activities do not create an actual or a potential conflict with the interests of the Company. While NLSL does not restrict any employee from being a member of any employee-related association and provides freedom, it ensures that it abides by the local laws across the geographies that it operates in.

Our ESG Polices

NIIT Learning Systems Limited's ESG framework embeds sustainable practices across its managed learning operations, focusing on environmental stewardship, social equity, and ethical governance aligned with the nine NGRBC principles. Environmentally, the policy drives operational decarbonization by monitoring Scope 1, Scope 2, and Scope 3 emissions, integrating solar energy, and enforcing e-waste recycling and single-use plastic elimination. Socially, it prioritizes human capital growth, workplace diversity, equitable compensation, leadership inclusivity, and local MSME sourcing. Underpinning these efforts, NLSL maintains rigorous corporate governance supported by Board oversight, third-party compliance assurance, data privacy frameworks, anti-corruption policies, and ISO 9001:2015 and ISO 27001:2022 certifications.

ESG Policies	Objective
Code of Conduct	It outlines the ethical standards, values, and professional behaviour expected from employees, directors, consultants, and partners. It emphasizes integrity, respect, legal compliance, human rights, anti-harassment, data protection, fair dealings, and avoidance of conflicts of interest. The Code reinforces commitments to anti-corruption, equal opportunity, environmental responsibility, and transparent communication, strengthening trust, accountability, and corporate reputation. https://info.niit.com/hubfs/section46-of-the-lodr/code-of-conduct-policies/Code%20of%20Conduct.pdf
Privacy Policy	This policy showcases the commitment to protecting users' privacy and personal information. It outlines data collection, use, storage, sharing, consent, security, cross-border transfers, third-party disclosures, and user rights. It also addresses cookies and mechanisms to access, modify, or delete information, reinforcing transparency, data security, compliance, and user control. https://info.niit.com/hubfs/section46-of-the-lodr/BRSR-policies/privacy-policy.pdf
Corporate Social Responsibility (CSR)	This policy reflects NLSL's commitment to inclusive growth and sustainable development through education, skill development, community welfare, and environmental sustainability. It establishes governance mechanisms for CSR project selection, funding, implementation, monitoring, and impact assessment. The policy emphasizes transparency, legal compliance, stakeholder engagement, and employee participation while promoting learning, quality of life, social equity, and ethical practices. https://info.niit.com/hubfs/section46-of-the-lodr/code-of-conduct-policies/CSR%20Policy.pdf
Equal Opportunity Policy	This policy outlines commitment to creating an inclusive, accessible, and discrimination-free workplace for persons with disabilities. It promotes fair recruitment, equal opportunities, barrier-free access, assistive devices, and reasonable accommodation. Senior management oversees implementation and grievance resolution, ensuring equity and inclusion for all employees throughout their employment journey. https://info.niit.com/hubfs/section46-of-the-lodr/BRSR-policies/equal-opportunity-policy.pdf
Grievance Redressal Mechanism Policy	This policy outlines commitment to maintaining a fair, transparent, and supportive workplace through a structured grievance redressal mechanism. It addresses concerns related to work, behaviour, roles, and employment conditions, providing confidential investigation, informal resolution, and formal escalation through designated personnel or committees, ensuring timely and equitable resolution. https://info.niit.com/hubfs/section46-of-the-lodr/BRSR-policies/grievance-redressal-policy.pdf
Health, Safety and Environment Policy	This policy reflects the organization's commitment to a safe, healthy, and environmentally responsible workplace. It emphasizes injury prevention, employee well-being, legal compliance, risk assessment, awareness, sustainable practices, and continuous improvement across operations to strengthen health, safety, and environmental performance. https://www.niitmts.com/policies/BRSR/Health_Safety_and_Environment_Policy.pdf
Health and Wellness Policy	This policy reflects the organization's commitment to promoting employee well-being through health screenings, fitness support, wellness platforms, counselling, insurance coverage, and preventive care, fostering holistic health for employees and their families. https://info.niit.com/hubfs/section46-of-the-lodr/BRSR-policies/health-and-wellness-policy.pdf

ESG Policies	Objective
Nomination and Remuneration Policy	This policy outlines the framework for the appointment, evaluation, and remuneration of Directors, Key Managerial Personnel (KMP), Senior Management Personnel (SMP), and other employees of NLSL. It aims to ensure transparency, attract and retain qualified talent, and align remuneration with performance and company goals. The policy sets criteria for qualifications, independence, tenure, and evaluation of board members, and provides guidance on compensation structures which includes fixed pay, incentives, and benefits and ensure compliance with the Companies Act, 2013 and SEBI Listing Regulations. https://info.niit.com/hubfs/section46-of-the-lodr/code-of-conduct-policies/Nomination%20and%20Remuneration%20Policy.pdf
Whistle Blower Policy	This policy showcases NLSL's commitment to ethical governance by providing a secure, and confidential mechanism for employees and directors to report misconduct, ensuring protection against retaliation and promoting accountability across the organization. This policy outlines procedures for confidential reporting, investigation by the committee, and protection of whistle blowers from victimization. This ensures timely, fair investigation of genuine concerns related to fraud, abuse of authority, financial irregularities, and violations of the Code of the Conduct, thereby strengthening corporate governance and compliance. https://info.niit.com/hubfs/section46-of-the-lodr/code-of-conduct-policies/Whistle%20Blower%20Policy.pdf
Workplace Monitoring Policy	This policy outlines NLSL's commitment to maintaining a secure and productive work environment through responsible monitoring practices. It enables the organization to safeguard confidential information, ensure employee safety, uphold decorum, and comply with legal obligations. All monitoring activities are carried out with due regard for employee privacy and are strictly used for legitimate business or regulatory purposes. https://info.niit.com/hubfs/section46-of-the-lodr/BRSR-policies/workplace-monitoring-policy.pdf
Public Advocacy Policy	NLSL's Public Advocacy Policy outlines an ethical framework for engaging with industry bodies and policymakers. The document reflects the company's commitment to integrity, neutrality, and societal benefit. By establishing structured governance and prohibiting political contributions, bribery, or misrepresentation, the guidelines define responsible public engagement while driving sustainable development and innovation across the education and technology sectors. https://info.niit.com/hubfs/section46-of-the-lodr/code-of-conduct-policies/Policy-on-Public-Advocacy-Final.pdf
Anti-Bribery, Corruption, Fraud, and Money Laundering Policy	NLSL's Anti-Bribery, Corruption, Fraud, and Money Laundering Policy enforces a zero-tolerance stance against unethical business practices. Applicable globally to all employees, leadership, and third-party partners, it mandates honesty and transparency, strictly prohibiting bribes, kickbacks, illicit payments, and money laundering activities. https://www.niitmts.com/policies/BRSR/Anti-Bribery-Corruption-and-Money-Laundering-Policy.pdf

Materiality Assessment

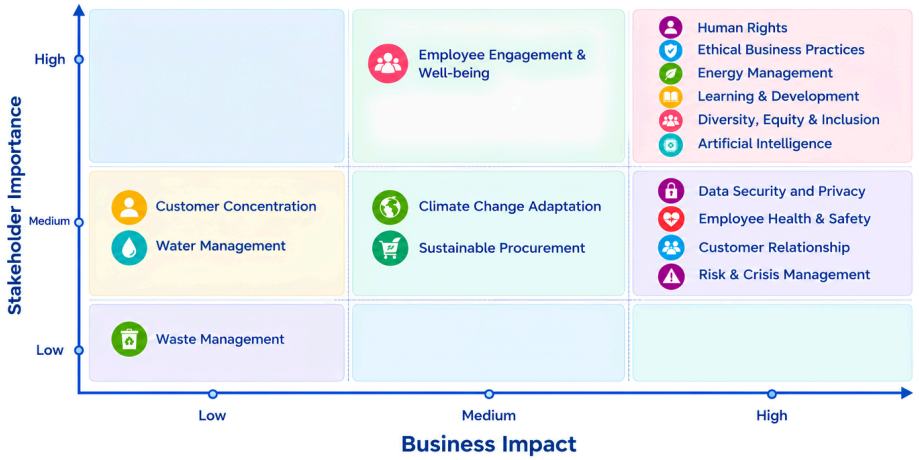
Materiality Assessment was conducted in FY25 and reviewed in FY26 to determine the environmental, social and governance issues most critical to our business and its stakeholders. We engaged employees, clients, investors, suppliers and other internal and external stakeholders to understand their expectations and concerns. Through this assessment, we evaluated sustainability risks and opportunities, considering both their significance to stakeholders and their impact on our business performance. We reviewed the Sustainability Accounting Standards Board (SASB) for the Education Services & Software & IT sectors to identify ESG issues with potential financial impact and global relevance, ensuring alignment with investor expectations and organization-specific priorities. We also analysed ESG material topics reported by key customers/clients and vendors to address issues that influence long-term business performance and reputation. In addition, a peer benchmarking exercise was conducted to study ESG disclosures, strategies and best practices within the education and digital service sectors, both globally and in India, identifying theme, best practices and competitive focus areas. Integrating the ten principles of the UNGC, covering human rights, labour, environment, and anti-corruption, as a foundation for responsible and ethical business conduct.

Our materiality approach is based on best standards, including the Global Reporting Initiative (GRI) standards, ensuring that our ESG strategy remains strong, relevant and adaptable to emerging sustainability challenges and stakeholder priorities. The outcome of this comprehensive process ensures that our operations remain resilient and adaptable, equipping us to address evolving challenges while staying committed to sustainable growth and responsible business practices.

Progress of identified material topics were conveyed to Individual Business Unit (IBU) heads and relevant management departments by Sustainability team. Progress was evaluated by head of internal Audit and Assurance, presented to various sub committees of board of director to ensure transparency, accountability, and coherence with organisational strategies and stakeholder expectations. The actual achievement against risk mitigation plan is periodically presented by IBU heads to the Board member and by chief internal auditor to the RMC and audit committee members head. Climate change risk was addressed and added as identified risk post discussion with various department heads and risk management team.

Steps to identify material issues





NLSL's Material Topics



As an organization operating in the training and service industry, our sustainability strategy focuses on key material topics across environmental, social, and governance (ESG) dimensions. Environmentally, we are committed to Energy Management and Climate Change mitigation through responsible operational practices. Socially, our priorities center on Employee Health & Safety, Diversity, Equity & Inclusion, Learning and Development, and Employee Engagement and Well-being, ensuring an empowering workplace culture alongside Sustainable Procurement practices. From a governance and operational excellence perspective, we uphold rigorous standards in Data Security and Privacy, Ethical Business Practices, Risk and Crisis Management, and robust Customer Relationship management. Furthermore, as an industry leader in technology education, we actively integrate Artificial Intelligence governance and ethics into our curriculum and operations to drive sustainable value for all stakeholders.

Climate Change Adaptation and Energy Management - NLSL is committed to building a sustainable future by promoting digital first learning, reducing resource use, and embedding ecofriendly practices across operations to support global climate goals while creating lasting value for stakeholders.

Sustainable Procurement - Sustainable Procurement is central to our quality, timeliness, and cost efficiency, directly driving customer satisfaction and profitability. To mitigate global disruption risks and sourcing the right talent for customer delivery, NLSL emphasize resilient, inclusive supply chains and local sourcing, strengthening operational stability while supporting local economies. Supported by a global partner network, NLSL rapidly mobilize resources to meet dynamic client needs. This agility lets us handle sudden demand spikes without requiring long-term commitments, delivering a flexible, high-value edge.

Learning and Development - NLSL prioritises developing own human capital through a strong learning culture and targeted leadership programs for all levels. Technology is leveraged to enhance employee experience, including Success Factors implementation, AI BOT driven engagement surveys, and a digital wellness portal.

Data Security and Privacy - There are several potential risks associated with cyber threats including ransomware attacks, data breach, Third Party Security Vulnerabilities, increased digital dependency risk, phishing / vishing / smishing, identity theft, info stealer Malware Attacks and AI enabled attacks. These threads lead to the compromise of sensitive customer data, undermining data privacy and potentially causing reputational damage. NLSL implements various security measures including Segregation of Duties (SOD), Multi-Factor Authentication (MFA), disk encryption, USB disablement, Data Loss Prevention Solution (DLP), NGFW Firewall, to safeguard against IT risks and protect data privacy. NLSL is certified on ISO 27001, ISO 22301 (BCMS), and ISO 42001 (AIMS) and adequate controls are aligned with industry standard practices.

Employee Health and Safety - Employee well-being is a key material topic to NLSL, encompassing physical, mental, and emotional health. Through our wellness portal, Round Glass, and a panel of health experts, we offer a range of health programs, medical coverage, and support for bereaved families, including financial assistance and educational aid. Over 50% of employees participated in health and wellness webinars, complemented by initiatives such as free memberships for fitness sessions. Continuous feedback through engagement surveys helps the company design and implement new well-being initiatives that foster a safe, healthy, and supportive work environment.

Diversity, Equity & Inclusion - Inadequate focus on diversity and inclusion may lead to social disparities and restricted opportunities for underrepresented cohorts, impeding their progression towards equality and fairness. NLSL maintains clear policy on equality and diversity and clearly publish its parameter in this report in various sections along with target for future.

Human Rights - We have positive regard for each one of us. We will foster career-building by creating opportunities that demand learning, thinking and innovation from each one of us. We expect each one of us to contribute to the process of organisation building and thus derive pride, loyalty and emotional ownership. We recognise the necessity of making mistakes and risk-taking when it contributes to the learning, innovation and growth of each one of us.

Ethical Business Practices - Business ethics are at the center of ensuring transparent and sustainable corporate governance frameworks. Upholding policies such as Code of Conduct and antibribery & corruption and good business ethics are important to ensure compliance with legal requirements and effective risk management.

Customer Concentration - NLSL operates across multiple enterprise sectors, primarily serving Fortune 1000 and Global 500 companies worldwide. The business model emphasises deep, long-term partnerships, integrating customer training and upskilling as core offerings. This approach often results in a concentrated customer base, with a few strategic clients contributing significantly to revenue, supported by extended customer maturity cycles. Operating across more than 55 countries, the Company is a trusted managed learning partner, delivering high-impact solutions by combining advanced learning theory, modern technology, and tailored operations to drive workforce excellence. Supported by a strong client base, high barriers to entry, and the growing global trend toward outsourced learning services, we are well positioned to capture new opportunities and drive sustained growth. The newly acquired company MST Group GmbH, specializes in orchestrating, automating, and managing comprehensive training portfolios and continuous professional development primarily for large corporations. The company brought with its flagship enterprise clients dominant in the European automotive, industrial, and energy sectors. Another such acquired company SweetRush Inc operates in the high-end enterprise B2B space, is regarded as one of the more established providers of custom corporate learning and managed learning services, with a customer base consisting primarily of large enterprises and global organizations rather than individual consumers.

Environmental Responsibility: Innovating for a Sustainable Future

Material Topics

- Energy Management
- Climate Change Adaption
- Sustainable Procurement

Focussed SDGs



Environmental Impact and Sustainability Measures

We acknowledge our responsibility to build a sustainable future. As a leading learning and talent development organization, we are committed to minimizing our environmental footprint by promoting digital-first solutions, reducing resource consumption, and encouraging eco-friendly practices across our operations. Our focus on sustainability supports global climate goals while aligning with our mission to create long-term value for all stakeholders.

Guided by ISO 14001 Environmental Management System (EMS), certified we integrate environmental stewardship into our core operations through structured policies, processes, and controls aligned with global standards and regulatory requirements. This certification reflects our proactive approach to identifying and addressing environmental risks, reducing resource consumption, minimizing waste, and lowering emissions. Our commitment has been recognized with an EcoVadis Silver Medal and an advanced environmental rating.

Environmental Goals Performance

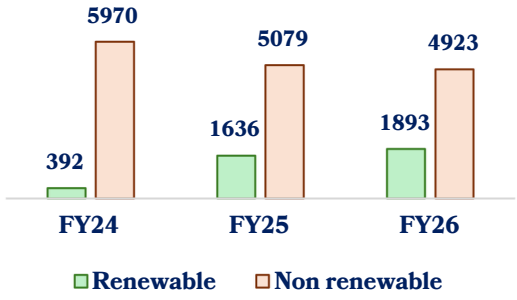
Carbon Reduction and Energy Efficiency

We understand that energy and emissions are vital for our operations and thus as a responsible business we are accounting the energy consumptions and GHG emissions Scope 1, 2 and 3. We are on the focused path to reduce our emission and energy footprints throughout our services.

Our ambitious goals and targets for Carbon Reduction and Energy Efficiency

Material Topic	Goals and Targets	Deadline	Approach / Status Quo / Current Status	Relevant SDGs & Initiatives
Energy Management	Achieve 60% of energy consumption from renewable sources[2] across all offices by 2033 compared with the baseline FY24.	2033	FY26 Progress: 27.78% of energy consumption sources[3] from renewable sources. Renewable energy consumption: 1893 GJ Total energy consumption: 6816 GJ	 Renewable Electricity: Solar PV installations.

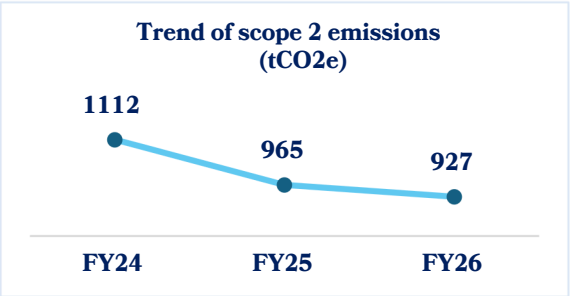
Energy Consumption (Gigajoules)

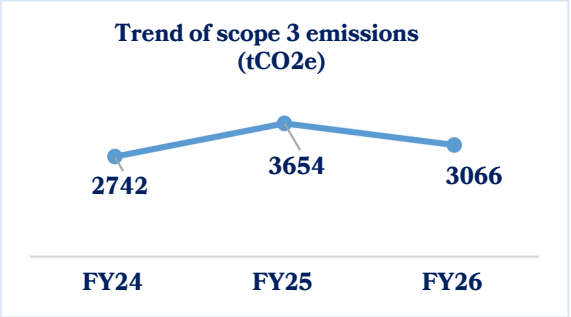


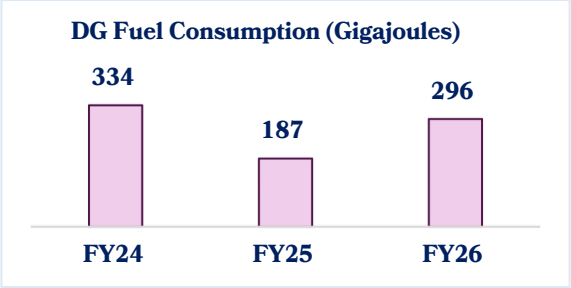
[2] Achievement of targets is subject to renewable energy through open-source access provided by local regulations.
[3] Carbon Footprint is calculated as per Emission factor used from CEA (Central Electricity Authority).

Environmental Responsibility: Innovating for a Sustainable Future

Material Topic	Goals and Targets	Deadline	Approach / Status Quo /Current Status	Relevant SDGs & Initiatives
Climate Change	10% reduction in GHG intensity[4] (scope 1, 2 & 3) by 2033 compared with the baseline FY24	2033	Scope 2 GHG Intensity Progress FY26: 6.40% reduction from baseline FY24. Scope 2 emissions in tCO2e: 927 Scope 3 GHG Intensity Progress FY26: 7.61% reduction from FY25. Scope 3 emissions in tCO2e: 3066 Achieved 0.91% reduction in scope (1+2+3) absolute emissions compared with FY25. Achieved 16.62% reduction in scope 2 absolute emissions compared with FY24. Achieved 16.09% reduction in scope 3 absolute emissions compared with FY25. Business travel reduced by 6.76% in FY26 from year FY25. DG set fuel consumption reduced by 11.27% in FY26 from baseline year FY24	 Integration of electric vehicles in employee commute fleet, collaboration with fleet vehicles for clean mobility. Reduction of GHG emissions by adoption of renewable energy, low-carbon mobility, and energy efficiency measures.







[4]GHG Intensity refers to the GHG Emissions (Scope 1+ Scope 2+Scope 3) in tCO2e per revenue from operations and tCO2e per employee head count. Emission factor used from CEA (Central Electricity Authority), GHG Protocol IPCC (Greenhouse Gas Protocol Intergovernmental Panel on Climate Change), DEFRA (Department for Environment, Food and Rural Affairs)

Energy consumption within the organization for FY26

NLSL's primary sources of energy are grid electricity and solar power together this account around 95.66% in FY26, grid electricity share was 67.88% and solar power comprising 27.78% of total electricity. Non-renewable fuel contributes 4.34% of total energy consumption.

All these energy sources were utilized entirely within the company, with no energy being sold or consumed outside of NLSL's operations.

Energy intensity

We are recording energy intensity as a key sustainability disclosure. Energy intensity has been measured and recorded in terms per rupee of turnover and per Employee head count.

Energy Consumption Outside the Organisation in FY26 (in Gigajoules)

The company continues to practice in Hybrid model, however based on customers obligation management certain deliverables requires employees to operate out of office and perform official travel. Energy consumption outside the organization is estimated at 21,911 gigajoules, comprising:

1. Home electricity consumption due to work from home was estimated at 6,967 gigajoules.
2. Personal and commercial vehicles used by our employees for daily commute to the offices and business travel was estimated at 14,944 gigajoules.

Parameter	Consumption (Gigajoules)	% Contribution
Renewable sources		
Electricity from Solar	1893.23	27.78
Non-Renewable sources		
Electricity from purchased grid power	4627.06	67.88
Fuel Consumption	295.94	4.34
Total energy consumption	**6816.23**	**100.00**
Energy Intensity (GJ/Revenue from Operations in INR)	0.00000128	
Energy Intensity (GJ/Employee Head Count)[5]	3.73	
Revenue from Operations (in INR Mn)	5319	
Employee Head Count	1828	



[5]Energy intensity (GJ/employee headcount) has been calculated based on the employee headcount in India, as NLSL's operations are carried out in India. Employees located outside India are not engaged in operational activities.

GHG Emission from scope 1, 2 and 3 within the organization for FY26

We are monitoring our scope 1, 2 and 3 GHG emissions and taking measures to reduce the same. Our expansion in solar electricity profile is one of the key achievements. We have taken an ambitious target to further reduce our GHG intensity (scope 1, 2 & 3) by 5% by 2033.

Parameter	Unit	Emission	% Contribution
Total Scope 1 emissions[6]	tCO2e	870	17.89
Total Scope 2 emissions	tCO2e	927	19.06
Total Scope 3 emissions[7]	tCO2e	3066	63.05
Total Scope 1, 2 & 3 emissions	**tCO2e**	**4863**	**100.00**
Total Scope 1 and Scope 2 emission intensity[8] per rupee of turnover	tCO2e / INR	0.00000034	
Total Scope 3 emission intensity[9] per rupee of turnover	tCO2e / INR	0.00000016	
Total Scope 1 and Scope 2 emission intensity in terms of physical output	tCO2e / Head count	0.98	
Total Scope 3 emission intensity in terms of physical output	tCO2e / Head count	1.18	
Standalone Revenue from Operations (in INR Mn)		5319	
Employee Head Count (India)		1828	
Consolidate Revenue from Operations (in INR Mn)		19520	
Total Employee Head Count		2603	

NLSL continuously puts efforts to reduce Greenhouse Gas emissions by way of selecting energy efficient air conditioning, the choice of natural lighting, reducing oil leakages, and investments in renewable energy. NLSL prioritizes solar energy for its power requirement and reduces dependency on the electricity grid. The company took the initiative of replacing old computers with energy-efficient laptops. The company moved from paper-based documents to digital documents both for customers as well as vendors. The company actively promotes online training delivery instead of offline to reduce travel, lowering carbon emission. In FY26 majority of training programs were delivered online.

[6]Scope 1 emissions are calculated for 4 categories in FY26 namely 1. DG set fuel, 2. Refilling / Purchase of Refrigerant, 3. Refilling / Purchase of Extinguisher & 4. Company Owned Vehicles.

[7]Scope 3 emissions were calculated for 5 categories in FY26 namely 1. Purchased Goods and Services, 2. Capital Goods, 3. Waste Generated, 4. Business Travel & 5. Employee Commute

[8]Total Scope 1 and Scope 2 emissions intensity has been calculated based on the employee headcount in India and revenue from standalone operation. Employees located outside India mostly operates out of client location or are working from home.

[9]Total Scope 3 emissions intensity has been calculated based on the employee headcount all country and revenue from consolidated operation.

Our emission calculation methodology for relevant category

Emissions Category	Description	Our impact
Scope 1 emissions (Direct Emissions)	Includes emissions from stationary combustion, Mobile combustion, and Fugitive.	**Stationary fuel:** Actual fuel consumption data i.e. diesel consumption in D.G sets, along with the corresponding IPCC emission factors, were used to calculate emissions. [22 metric tonnes of CO2e in the reporting period FY26]. **Mobile fuel:** Actual fuel consumption data i.e. fuel consumption in company's owned vehicles, along with the corresponding IPCC emission factors, were used to calculate emissions. [271 metric tonnes of CO2e in the reporting period FY26]. **Refrigerants, Air conditioning systems, and Extinguishers:** Actual refrigerant, air conditioning systems and extinguishers data along with the corresponding IPCC emission factors, were used to calculate emissions. [577 metric tonnes of CO2e in the reporting period FY26]. Refrigerant & Extinguisher refilling of gas as per maintenance cycle where due in FY26 and these are major contributors.
Scope 2 emissions (Indirect Emissions)	Emissions from purchased electricity	**Location based method:** Actual electricity purchase records with national grid emission factors were used to calculate the corresponding emissions. Energy consumed from renewable source i.e. solar power considered emission free with respect to scope 2 emissions. [927 metric tonnes of CO2e in the reporting year FY26].

Emissions Category	Scope 3	Other Indirect Emissions
3.1	Purchased Goods and Services	**Spend based method** as per GHG protocol Technical Guidance for Calculating Scope 3 Emissions [48 metric tonnes of CO2e in the reporting year FY26].
3.2	Capital Goods	**Spend based method** as per GHG protocol Technical Guidance for Calculating Scope 3 Emissions [212 metric tonnes of CO2e in the reporting year FY26].
3.3	Fuel and Energy-related Activities (Not included in scope 1 or scope 2 emissions.)	**Activity-based method** for work from home and **Distance-based method** for from business travel and commuting office commute. [FY26 Energy consumption outside the organization was estimated at 21,911 gigajoules, comprising 6,967 gigajoules for work from home and 14,944 gigajoules from business travel and commuting using personal or commercial vehicle.]
3.5	Waste Generated in Operations	**Waste-type-specific method** as per GHG protocol Technical Guidance for Calculating Scope 3 Emissions [0.12 metric tonne of CO2e in the reporting year FY26].
3.6	Business Travel	**Distance-based method** as per GHG protocol Technical Guidance for Calculating Scope 3 Emissions [1065 metric tonnes of CO2e in the reporting year FY26].
3.7	Employee Commute	**Distance-based method** as per GHG protocol Technical Guidance for Calculating Scope 3 Emissions [367 metric tonnes of CO2e in the reporting year FY26].

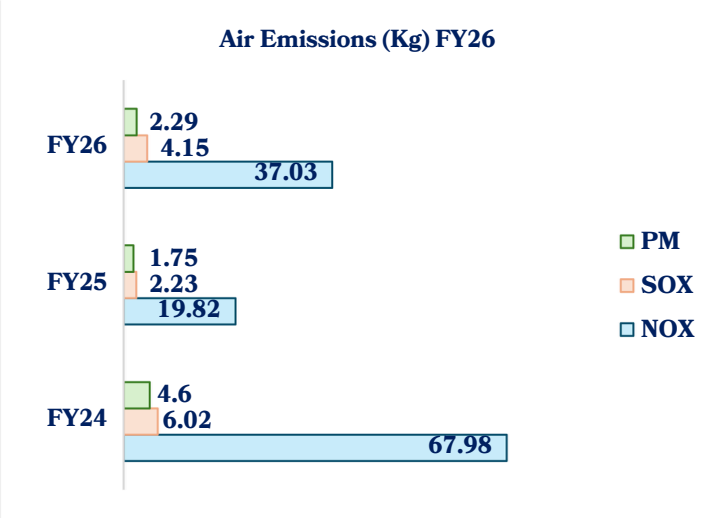
Note : Scope 3 emission category 3.8 to 3.15 are not relevant for NLSL.

Air emissions

We are being a leader digital learning company has minimalair emissions. The main sources of air emissions are from diesel generators, fuel consumption for power backup or HVAC. However, due to the limited use of such sources and a focus on energy efficiency, digital operations and a growing reliance on renewable energy our overall impact on air emission remains very low.

Air emissions from DG sets are monitored monthly throughstack emission testing in accordance with IS 11255 and IS 13270.The concentrations for PM, SO2, NOX+HC and CO are well below permissible limits. The reported annual emission value (Kg)is derived from the monthly monitoring results of all the DGs.

Persistent Organic Pollutants (POPs), Volatile Organic Compounds (VOCs) and Hazardous Air Pollutants (HAPs) are not applicable to NLSL.



Our pathways of sustainable future

In FY26, NLSL actively implemented energy saving measures to reduce its energy footprint. Our key actions:

1. Use of energy-efficient air conditioning.
2. Increased reliance on natural lighting.
3. Shift from desktop to energy efficient laptops.
4. Switching to solar power use and reduction in grid electricity.

Use of renewable electricity

NLSL is achieving 27.78% of its electricity from renewable energy source, primarily solar energy, reinforcing its commitment to clean and sustainable operations.

Key highlights FY26

Solar Plant
Renewable Energy Initiatives

Installed a 46.4kW rooftop solar plant in 2018, which was enhanced with an additional 400 kW capacity in 2024. In FY26 further solar capacity was enhanced by 60kW.

The upgraded solar plant generates 5,25,897 kWh annually, contributing to significant carbon reduction by saving approximately 379[10] tCO2e in the reporting period.



[10]CO_2e savings are calculated by replacing consumption from grid electricity with solar energy, using the grid emission factor of 0.720 tCO_2e/MWh as per CEA guidelines.

Water Management



We are committed to responsible water stewardship.

We follow a Zero Liquid Discharge (ZLD) policy, where all waste water is treated in an in-house Sewage Treatment Plant (STP) of capacity 55 KLD (Kilo Liter Daily) and reused within our premises. Treated water is used in for flushing and horticulture. In FY26 about 12507 KLD ground water was withdrawal completely was treated through STP post consumption.

While RO reject water is effectively utilized in cooling towers for HVAC systems.

These initiatives have reduced freshwater consumption, optimized water use efficiency, and reinforced NLSL's commitment to sustainable resource management.

Parameter (in Kilolitres)	FY24	FY25	FY26
Groundwater (Primary Premises)	12515.05	13578.59	12507
Third Party Water (Micro-Hub Premises)	0	0	32.54
Total Water Consumption	12515.05	13578.59	12539.54
On-Site Primary Wastewater Treatment (Self-Operated STP)	12515.05	13578.59	12507
Water without treatment - Discharged Municipal Sewage	0	0	32.54

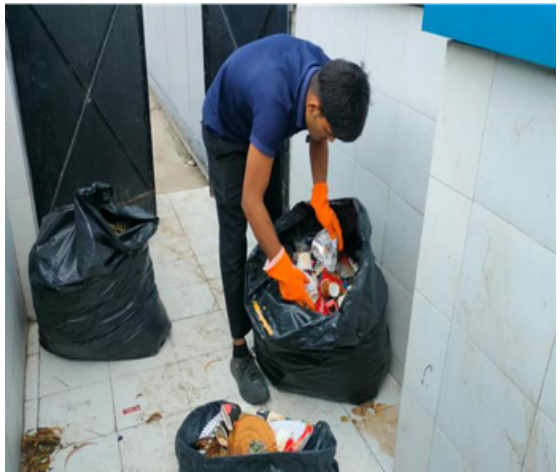
Waste Management

We are committed to sustainability by minimizing environmental impact through proper waste management. 26.14 Metric tonnes waste was recycled in FY26.

Wet waste is composted for horticulture use. Dry waste is responsibly segregated and sent to authorized vendors for recycling or disposal.

Hazardous items like e-waste, cartridges, and chemical-soaked materials are clearly labelled, stored separately, and disposed of through approved agencies in compliance with environmental regulations.

Waste Category (in Metric tonnes)	FY24	FY25	FY26
Plastic	3.72	5.67	11.16
Electronic	0.00	5.87	0.00
Battery	5.50	0.00	0.00
Hazardous	0.20	0.20	0.24
Non-hazardous	0.00	12.20	14.98
Total	9.42	23.94	26.38



Tree Plantation Initiative

We actively participated in a tree plantation drive, contributing to a greener and more sustainable environment. This initiative reflects our commitment to environmental stewardship and community well-being.

In FY26 the company took initiative to distributed 500+ neem seed and promote people to plant them. Some of these are not growing around our office.



Sustainable Procurement

Through our "Sustainable Procurement Policy", we emphasize safe working conditions, fair and respectful treatment of employees, ethical practices, protection of natural resources, compliance with quality requirements and accountability. This applies to all entities providing goods or services to NLSL. During onboarding, value chain partners are required to formally acknowledge and confirm compliance with our Code of Ethics and Privacy Policy. Our Sustainable Procurement Policy aligns with the Sustainable Development Goals (SDGs) and the UN Global Compact (UNGC) Principles.

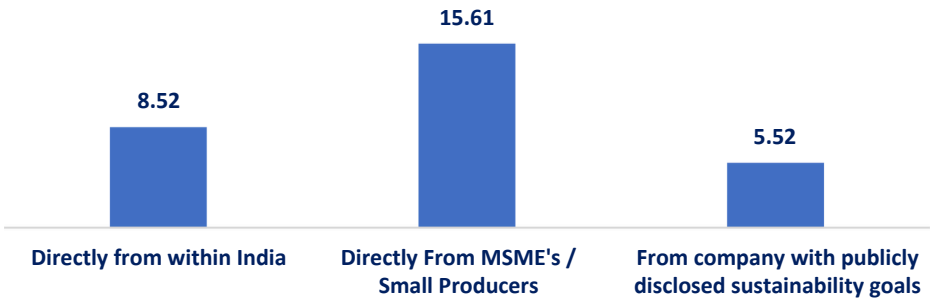
To strengthen sustainable procurement practices, our procurement team is regularly trained to integrate social and environmental issues into their decision- making process. 100% of procurement staff received training on Sustainable Procurement, ensuring awareness of sustainability risks and opportunities across our supply chain.

NLSL's procurement process actively encourages participation from Micro, Small, and Medium Enterprises (MSMEs) and vendors are evaluated on ESG parameter as per our Sustainable Procurement Policy, and preference is given to vendors with sustainability frameworks and operational agreements to ensure customer satisfaction and supply chain resilience. For the selection of electrical, electronic, and computer items, environmental parameters form an integral part of the evaluation criteria.

No significant actual or potential negative ESG impacts were identified in our supply chain during the reporting period.

Currently, 5.52% of total procurement is sourced from organizations with publicly disclosed sustainability goals, while 15.61% of procurement in India is made from MSMEs and 8.52 % material is procured directly from suppliers within India.

FY26 Percentage of materials sourced



Our goals and targets on Sustainable Procurement.

Material Topic	Goals and Targets	Deadline	Approach / Status Quo / Current Status	Relevant SDGs & Initiatives
Sustainable Procurement	100% of key suppliers[11] are evaluated based on ESG metrics.	2027	10% of top suppliers are targeted for assessment on Environmental & Social criteria, with gradual increase in coverage in subsequent years	 Promoting transparency, ethical sourcing, sustainable procurement practices, across supply chain.
	100% of key suppliers sign the supplier code of conduct.	Ongoing	At the time of value chain partner onboarding, the practice of confirmation to code of ethics and privacy policy is obtained.	
	50% of suppliers will be engaged through sustainable procurement training by 2030 compared with the baseline FY25.	2030	In current year based on supplier's quantum of engagement assessment process has commenced.	
	Inclusion of MSME suppliers up to 20% into the supply chain.	2030	15.61% MSME Suppliers in the supply chain.	



[11]For NIIT, Key suppliers are defined as vendors and service providers who collectively account for a significant portion of NLSL's total procurement spend, or who are critical to business continuity and delivery of core training and learning solutions.

Social Pillar: Empowering People, Fostering Inclusion, and Community Development

Social Impact Empowering our People and Communities

At NIIT Learning Systems, our social impact is rooted in a people-centric culture that values respect, opportunity, learning and continuous growth. We believe that every individual should have the opportunity to learn, think, innovate and contribute meaningfully. Guided by our vision of having positive regard for each one of us, we foster an environment where employees are encouraged to build careers, take responsible risks, learn from mistakes and embrace new ideas. We invest in continuous learning and development to strengthen capabilities, encourage innovation and enable our people to adapt to an evolving world. We promote an inclusive and respectful workplace where fairness, integrity, collaboration and individual contribution are valued. Our commitment to people extends beyond our workforce to learners, customers and communities. Through technology-enabled learning, skill development and community-oriented initiatives, we seek to expand access to knowledge, strengthen employability and contribute to social and economic progress. We recognise that empowered individuals can become catalysts for positive change in their families, workplaces and communities. By combining learning, innovation and social responsibility, NIIT strives to create lasting value for people and society, while building a culture in which individuals can take pride, develop a sense of ownership and collectively contribute to a more capable, inclusive and resilient future.

Social Goals Performance

Employee Health and Safety

NLSL recognize to provide a safe, healthy, and supportive workplace that promotes employee well- being and proactive safety practices. Our health and safety programs cover employees, contractual personnel, and trainees working at our premises or under our operational control.

We conduct regular health, safety, and environmental training, workshops, and awareness sessions covering safety protocols, emergency preparedness and response, firefighting equipment training, cardiopulmonary resuscitation (CPR), incident management, environmental responsibility topics, resource conservation, and employee well-being.

NLSL is ISO 45001:2018 certified for its Occupational Health and Safety Management System (OHSMS[12]), reinforcing our commitment to safeguarding people, enhancing workplace wellness, and maintaining a strong safety culture across our operations. Our facilities comply with the HSE Policy.





[12]Our Occupational health and Safety management system are based on ISO 45001:2018 standards. 70% of our employees are covered under the ISO 45001:2018 certified Occupational, health and safety management system. The remaining 30%, primarily located outside India are currently not within the scope of this certification.

Our goals and targets for Employee Health and Safety

Material Topic	Goals and Targets	Deadline	Approach / Status Quo / Current Status	Relevant SDGs & Initiatives
Employee Health & Safety	To achieve and maintain executive check-ups – India at 38% as compared to 43% achieved in FY24.	2028	Achieved in 38% in FY26.	 
	To achieve 100% health, safety, and environmental training covering all employees as compared to 89% in FY24.	2028	Achieved 94.81% in FY26.	
	To achieve fitness reimbursement – India at 60% as compared to 52% in FY24.	2028	Achieved 76% in FY26.	
	Zero safety incidents to be maintained.	Ongoing	Zero safety incidents were recorded.	
	Maintain and conduct fire safety drills twice a year at primary office.	Ongoing	Fire and safety drills are conducted.	

Health and Safety services for Employees

We provide comprehensive health services to our employees whose work or workplace is under our operational control. We provide fully funded annual medical health check-up to our employees ensuring early detection and proactive management of health conditions. Additionally, to further strengthen healthcare access, doctors are also made available at our key locations. They offer free medical consultation to employees and workers on a scheduled basis. Partnering with Rentokil Hygiene Services, the company installed dedicated sanitary pad disposal units in all female washrooms to ensure high hygiene standards and sustainable waste management.

All the eligible employees are covered under Employee State Insurance (ESI) scheme, ensuring access to medical consultations, hospitalizations, and other health-related benefits. In addition, employees are covered under medical insurance policies, thus provide extended protection for themselves and their families. For employees based outside of India, are covered under the applicable local healthcare schemes, in line with the regional regulations and company policy.

The Food Committee performs regular hygienic audits of cafeteria services, monitors meal quality, and enforces strict food safety guidelines to protect students and staff.

The Emergency Response Team and Rescue Committee conduct develops robust emergency preparedness procedures, organizes periodic evacuation drills, and responds swiftly to physical or medical crises.

The Internal Complaints Committee, comprising 11 members as of March 31, 2026, addresses workplace sexual-harassment complaints in accordance with the POSH Act, 2013.

These governance mechanisms, supported by ISO 45001:2018 and ISO 22301:2019 aligned systems, reinforce a safe, healthy, and resilient workplace.

Employee Connect Committees or Team

Employee Connect Committees / Team	Male	Female	Total
ICC Committee (POSH)	2	9	11
HSE Committee	9	3	12
Food Committee	11	3	14
Emergency Rescue Team (ERT)	30	1	31
Business Continuity Planning Team (BCP)	19	10	29
Total	**71**	**26**	**97**

Details related to health and safety related incidents, assessment and training

KPI's (As per ISO 45001:2018 standards)	FY26 Figures
Number of total recordable work-related injuries	Nil
Rate of recordable work-related injuries	Nil
Number of high-consequence work-related injuries (Excluding fatalities)	Nil
Rate of high-consequence work-related injuries (Excluding fatalities)	Nil
Number of Fatalities	Nil
Lost time injury frequency rate (LTIFR)[13]	Nil
Sites for which Employee Health and Safety Risk Assessment is conducted	100%
Employees covered by Health & Safety training	2468

[13]Lost time injury frequency rate (LTIFR) is measured based on number of Reportable work-related injuries (injured person absent for 48 hours or more) per million hours worked. This includes the incidents from contract workers.

Hazard Identification and Risk Assessment

Hazard identification and risk assessment is effectively implemented and used to proactively identify, assess and mitigate work-related hazards across both in our routine and non-routine operations. We have designated Project Coordinators who is responsible for addressing workplace health and safety concerns. These coordinators are responsible for monitoring risk factors on a continual basis, supporting incident resolution, and promoting a safety work culture across the organization.

We have practices such as Job Safety Analysis (JSA) and toolbox talks to create a structured approach toward hazard identification and risk assessment. These practices facilitate ongoing engagement with employees and workers, encouraging them to assess their working environment, identify potential hazards and report risks in a timely manner. We have implemented a Safety Incident Reporting and Management System. Through this system, all the safety incidents including accidents, near-misses, unsafe acts and unsafe conditions have been reported and tracked. Each reported case is reviewed, investigated, and closed with appropriate corrective and preventive actions.

In line with our Organizational Employee health and safety policy, all employees and workers operating under our control are encouraged to report work-related hazards and withdraw from unsafe conditions without fear of retaliation. Regular training sessions and mock safety drills have been conducted to raise awareness about emergency protocols and empower the workforce with the knowledge and confidence to respond effectively to potential risks.

Senior leadership and the Board actively govern HSE performance by regularly evaluating KPIs, strategic goals, and control measure effectiveness. To drive continuous improvement across our protocols, incident lessons are systematically documented and shared with all employees and key stakeholders.

The organization hold and maintains ISO14001:2015 certification for its India location for the global office similar standard practices is followed.

Employee Engagement and Well-Being

We have consistently created a safe, healthy, and supportive work environment that nurtures the physical, emotional and mental wellness of our workforce.

Even prior to the COVID-19 pandemic, we had launched an integrated wellness platform "Round Glass" that supports the health and wellness programs. This includes access to a panel of mental health experts, webinars on physical and emotional wellbeing, and tools to promote holistic health practices. Our commitment to the safety and security of employees is also reflected in the comprehensive medical coverage provided to all employees, which includes insurance against death and permanent disablement. During the pandemic, we extended monthly financial support and educational assistance to the children of bereaved families, reinforcing our care and responsibility toward our employees.

Provident Fund: We offer a PF Scheme to promote long-term financial security to our employees. Under this scheme, both the employees and the organisation make regular contributions. The accumulated amount, along with the accrued interest, is maintained in the employee's Provident Fund account and is available upon retirement or separation from the company, ensuring financial stability in the later stages of life.

Gratuity: We provide gratuity benefits as a token of appreciation for the sustained contributions of our employees. In accordance with the Payment of Gratuity Act, 1972, this monetary benefit is provided to eligible employees upon completion of the prescribed period of continuous service, defined by the Payment of Gratuity Act, 1972.

Disability/Invalidity Coverage: Provided to employees in the event of a disability or invalidity coverage arising from accidents, work-related incidents. This insurance offers financial support by compensating a portion of the employee's lost income who are unable to work due to a disability or illness. This benefit ensures continued financial stability for affected employees and their families who have lost their earning capacity.

Work-Life Balance

Beyond healthcare, we have implemented a wide range of policies and initiatives to strengthen employee engagement, well-being, and work–life balance. Our Lifelong Learning Scheme and Training Policy encourage continuous upskilling and professional growth, while Children's Benefits, the Creche Policy, and the Child Care Leave Policy support employees in balancing their career and family responsibilities. Through V-Support, we extend financial assistance to employees adopting a child and provide counsellor services for employees and their dependents to promote mental well-being. Preventive healthcare and fitness are further reinforced through the Gymnasium Reimbursement Policy and Executive health check-up initiatives. We also celebrate important life events by offering benefits such as the Special Dating Allowance, Happy Nappy Day, Wedding Gift, and Wedding Loan. To encourage rejuvenation and personal development, our Take a Break program sponsors a portion of employees' vacations, hobbies, or learning opportunities. Sabbatical Leave policy grants time off for personal and professional growth, community service, or personal commitments, helping employees' recharge and return fully prepared for industry demands.

Employee coverage under the schemes/services

Schemes / Services	% of Employees covered
PF	100
Gratuity	100
ESI	14
Others- Superannuation (Voluntary)	4
Mediclaim/Healthcare services	99
Accidental coverage	98

Cultural events and activities- Games, Music, and Laughter: A day of office fun.











In recognition of performance, we have instituted the Star Performance Award, Long Service Award, and a structured Rewards and Recognition Framework to nurture a high-performance culture, encourage teamwork, and reward outstanding contributions. Employees are also given the opportunity to take time away through our Sabbatical Policy, enabling them to pursue personal or professional development, community service, or research, and return re-energized. Financial security is supported through Group Personal Accident Insurance, Group Term Life Insurance, Mediclaim Policy, National Pension Scheme, and Superannuation. In addition, benefits such as Data Card and Mobile Bill Reimbursement ensure employees remain connected and efficient at work.



Rewards and Recognitions

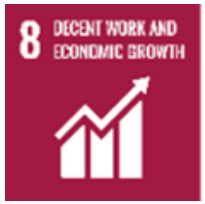








Our goals and targets for Employee Engagement and Well-Being

Material Topic	Goals and Targets	Deadline	Approach / Status Quo / Current Status	Relevant SDGs & Initiatives
Employee Engagement and Well-Being	Conduct Employee Satisfaction Survey (ESS) at all offices every year with 80% response rate.	Ongoing	Achieved response rate on employee satisfaction survey with 95% this year.	 
	Conduct annual performance appraisals and career development review with 100% employee coverage.	Ongoing	Achieved annual performance appraisals and career development review with 100% employee courage, this year.	
	Ensure 100% health insurance coverage for all eligible employees and their dependents.	2026	Achieved 99.16% employee coverage for health insurance, this year.	
	Rejuvenation breaks with 95% employee's coverage.	2028	Rejuvenation break benefit maintained at 84%.	
	Maintain attrition rate at 16%.	Ongoing	Attrition rate maintained at 15%.	

Cultural Activities: Painting Smiles- A Creative Day for Employees' Children.
Employee's children are given chance of showing their painting creativity. All participating children enjoy day with canvas, brush and colours and draw painting. All participating children receive prize and token of appreciation. Selected paintings are part of NLSL's yearly Calander.









Diversity, Equity and Inclusion

We adhere to the principle of equal pay for equal work, ensuring that all our employees, including men and women receive fair and equal compensation. We foster a culture of diversity, equity, and inclusion, supporting diverse perspectives and ensuring equal opportunities for growth and advancement for all employees and workers. We recognize and value the significant contributions of women in our organization, appreciating their role in enhancing diversity and driving innovation. We are proud to highlight that our governance body maintains a 3:1 male-to-female ratio.

Our goals and targets for Diversity, Equity and Inclusion

Material Topic	Goals and Targets	Deadline	Approach / Status Quo / Current Status	Relevant SDGs & Initiatives
Diversity, Equity & Inclusion	Maintain women participation by 25% in the BOD and leadership roles as compared with the baseline year FY24.	Ongoing	Current women participation stands at 25% in BOD.	 
	Enhance gender diversity by targeting 46.5% women's representation in the total workforce, as compared with the baseline year FY24.	2028	Current women participation stands at 48.48% in overall workforce.	
	Inclusion of differently abled employees count to 10 by 2028 in the workforce compared with the baseline year FY24.	2028	Achieved the inclusion of 8 differently abled employees in FY26 in the total workforce.	
	Maintain women participation in senior roles - at 32% in the workforce. compared to 31.8% with the baseline year FY24.	Ongoing	Maintain women participation in senior roles of the workforce at 32%.	









Employee distribution for FY26

Gender distribution for employees

Employee category	Male	Female	Other	Total
Management[14]	586	402	0	988
Non-Management[15]	754	860	1	1615
Total	**1340**	**1262**	**1**	**2603**

Gender distribution for Differently Abled employees

Employee category	Male	Female	Total
Management	-	1	1
Non-Management	6	1	7
Total	**6**	**2**	**8**

Employee by Geography

Geography	Count	%
India	1828	70.23
USA / Canada	454	17.44
Europe	306	11.76
ROW	15	0.58
Total	**2603**	**100**

Age-Wise distribution for employees

Employee category	Age < 30	Age 30-50	Age > 50	Total
Management	43	752	193	988
Non-Management	729	779	107	1615
Total	**772**	**1531**	**300**	**2603**

Age-Wise distribution for Differently Abled employees

Employee category	Age < 30	Age 30-50	Age > 50	Total
Management	-	-	1	1
Non-Management	3	4	-	7
Total	**3**	**4**	**1**	**8**







[14]Management refers to the employees at Manager and above grade.
[15]Non-Management refers to the employees at Assistant and below grade

Learning and Development

Through our Internal Training Policy, we prioritize learning as a core organizational value, we aim to:

- Build a culture of continuous improvement and innovation.
- Enhance individual and team capabilities.
- Support career development and professional growth.
- Facilitate knowledge transfer across the organization.
- Stay adaptive and responsive to evolving industry needs.

Demonstrating a strong commitment to workforce well-being and professional growth, 95% of NLSL's employees and workers receive training on health and safety measures, while 85% undergo skill upgradation programs during the reporting period, reinforcing workforce readiness and long-term organizational retention.

NLSL prioritizes continuous skill enhancement and human capital development as a core sustainability objective, structuring its learning and development (L&D) programs to build workforce capabilities, foster career growth, and ensure long-term stability. To prepare employees for evolving technological demands and digital transformation, NLSL offers structured, tiered leadership development alongside role-specific training for individual contributors, managers, and senior leaders. By leveraging modern technology platforms and AI-enabled tools, the company delivers dynamic learning, talent management, and engagement tracking that equips its workforce with future-ready skills in high-demand domains like AI, cybersecurity, data analytics, and cloud technologies. These comprehensive initiatives empower employees to stay aligned with industry trends while driving internal capability building and career success.

Our goals and targets for Learning and Development

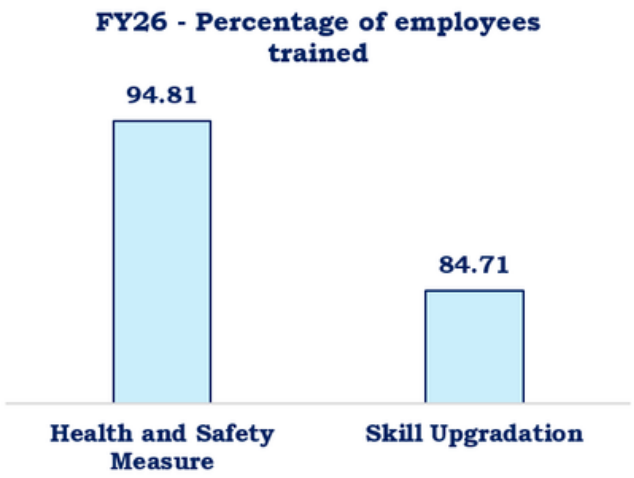
Material Topic	Goals and Targets	Deadline	Approach / Status Quo / Current Status	Relevant SDGs & Initiatives
Learning and Development	Strengthen leadership capabilities through Leader & Manager Certification Programs, with 90% employee coverage.	2028	Achieved employee coverage at 91% through Leader & Manager Certification Programs.	
	Developing Talent Readiness Programs, reaching 250 employees. Compared to 137 in FY24 baseline year.	2028	Achieved 164 employees covered through talent readiness programs in FY26.	
	Maintain 32% internal mobility rate to promote talent growth and career advancement opportunities as per FY24.	Ongoing	Maintained 32% internal mobility rate to promote talent growth and career advancement opportunities.	
	Implement leadership development programs with at least 5 employee's participation from underrepresented groups.[16]	2028	2 employees from underrepresented groups presented this year.	

[16]Underrepresented groups include differently abled employees of NLSL.

NLSL has policy on “Lifelong Learning Scheme.” which sponsors employee education to enhance expertise, boost current and future performance, and cultivate a continuous learning culture.

We are committed to develop a culture of learning, safety and professional growth within our organization. We ensure that our employees are equipped with the right skills, knowledge, and awareness to perform effectively and safely.

In FY26, most of employees had completed health and safety and skill upgradation trainings on various topics like Health, Hygiene & Safety Trainings Fire Safety trainings, Policy awareness Trainings and responsible use of AI etc., reflecting our strong focus on building a safe and secure work environment.



FY26 Total training hours per employee category

Employees Category	Male	Female
Management	18	17
Non-Management	24	27

Employee Category	Training Hours
Fixed Term Contract	16
Junior Management	25
Middle Management	18
Senior Management	10

Average training duration per employee was approx. 22 hours.





Data Security and Privacy

Data Security and Privacy is a key material topic for NLSL. Safeguarding information is integral to our commitment for ethical and responsible business practices and stakeholder trust. As a digital learning solutions provider, we recognize the critical importance of protecting sensitive data from cyber threats, including malware attacks, social engineering, and software supply chain vulnerabilities.

We have a “Privacy Policy” in place, which outlines how customer and user data is collected, processed, shared, and retained. It also defines the procedure for transferring user data to third parties and our commitment to compliance with applicable data protection regulations. We also implement robust information security measures, regular system updates, risk assessment, and employee awareness programs to ensure compliance and resilience against emerging cyber risks.

Our goals and targets for Data Security and Privacy

Material Topic	Goals and Targets	Deadline	Approach / Status Quo / Current Status	Relevant SDGs & Initiatives
Data Security and Privacy	Ensure resolution of all customer complaints for the customer satisfaction within 10 working days	Ongoing	Resolved 100% of received customer complaints within the required timeframe.	
	To Achieve 100% completion of mandatory cybersecurity and data privacy training annually.	2027	Achieved 94.81% training completion of all employees on data privacy and cyber-security.	

During the reporting period FY26

4 complaints were received relating to cybersecurity or customer data privacy.
No data breaches occurred.
No personally identifiable information (PII) of customers was compromised.
No regulatory actions or penalties were imposed related to product or service safety.

We are committed to continuous improvement in cybersecurity practices and data protection measures to uphold the highest standards of confidentiality, integrity, and availability of customer information. By maintaining strong governance, advanced security protocols, and transparent communication, we aim to foster lasting trust with our customers and partners.

Customer Relationship

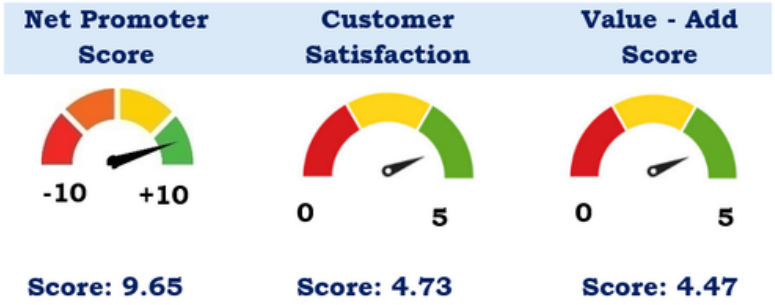
Building and nurturing strong customer relationships is central to NLSL success. We serve as a trusted partner to some of the world's most leading organizations across the sectors including Banking and Financial services, Life Sciences and Healthcare, Manufacturing, Consumer Products, Technology, Insurance, and more. Our Mission is to deliver transformative learning and talent development solutions that drive measurable outcomes for our business.

Our approach begins with the listening to our customers. The Voice of Customer Survey serves as a key feedback mechanism, helping us to capture valuable insights and continuously enhance our services.

Our goals and targets for Customer Relationship

Material Topic	Goals and Targets	Deadline	Approach / Status Quo / Current Status	Relevant SDGs & Initiatives
Customer Relationship	To maintain achieved an average score of 4.39 out of 5 on Customer Satisfaction survey.	Ongoing	Customer Satisfaction Score increased to 4.73 in FY26 as compared to 4.39 of FY25.	17 PARTNERSHIPS FOR THE GOALS; 8 DECENT WORK AND ECONOMIC GROWTH

In FY26 our score on various parameters.





Industry-leading Customer renewal rate, reflecting strong partnerships and satisfaction of our long-term partners. Guided by the principle **"Listening to customers is in NIIT's DNA".**

Our customer relationships are built on trust, collaboration, innovation and measurable value creation. By integrating customer feedback, embracing technological advancements, and consistently delivering high-quality solutions, we strength our partnerships that contribute to mutual growth and success.

Empowering our communities

The Company's CSR initiatives during the year were enriched by the continued active and enthusiastic participation of its employees. CSR activities in the education sector (for awarding scholarships to meritorious students at NIIT University and for education research methodology development). Through initiatives such as "Gift a Smile", essential items were donated to underserved communities, spreading joy and support. The "Gift of Technology" initiative continued during the period under review and helped bridge the digital divide by providing laptops and desktop computers, through partner NGOs, to support education and digital connectivity. We continued with our global commitment and partnered with an NGO in the USA to support its holiday donation drive, bringing warmth and cheer to families with hospitalized children.

Beneficiaries of CSR Projects

1. NLSL has funded Rs. 21.75 Mn to NIIT university for providing support to meritorious 133 students for academic excellence.

2. Gift of Breeze Proceeds from the NIIT MTS Carnival funded the donation of 10 ceiling fans to deaf school.

3. Gift a Smile - School Supplies 1000+ school essentials donated to NGO Sapno ke Pankh.

4. Gift a Smile Over 1000 gifts including clothes, footwear, stationery, & daily use essentials donated to children and families supported by the Karunaanjali Foundation positively touching the lives of individuals.

5. Gift of Technology 100 computers which were donated to 7 NGOs (Kolkata School, Noida Deaf Society, Sunrise Learning Foundation, Neo Fusion Creative Foundation, Computer Shiksha, Little Star, Omshya Foundation), enabling access to technology-led education for 1400 underserved students.

6. Gift of Learning LC Team volunteered at Logos Transformation and NGO Vivekdeep, fostering empathy, meaningful connections, and a renewed commitment to purpose-led impact.

7. Gift of Hope Support provided to Guard Family who lost life by donating Rs. 5 lacs.

8. Gift of Time Eleven Norway team members participated in the Rosa Sløyfe Run for breast cancer fundraising.

9. Gift of Joy Initiative by STC raising US$ 20,000 to uplift foster-care children & homeless.









Partnership with The Writing Revolution

NLSL has established a transformational partnership with The Writing Revolution (TWR), a 4-star rated non-profit organization dedicated to improving writing and critical thinking skills for underserved students across the United States. This partnership demonstrates how commercial technology solutions can drive significant social impact for historically marginalized communities. The partnership began with substantial pro bono consulting services where NIIT developed a comprehensive 3-year digital transformation roadmap for TWR. This CSR investment established the foundation for a commercial engagement where TWR invested in NIIT's support to develop a bespoke, AI-enhanced educational platform.

Social Impact

The partnership directly serves teachers working with underprivileged students, English language learners, and students in underserved communities who lack access to quality writing instruction. Current implementations include school districts in Louisiana, Baltimore, Arkansas, and Washington DC, with significant documented improvements in student writing performance, standardized test results across subjects, and teacher effectiveness. In its first year, from launch in July 2025, the user base grew from zero to 12,000 educators in one year and has now generated more than 200,000 methodologically conformant writing activities.

Expected Outcomes 2026

Further, 13,000 teachers and 350,000 students are projected to be reached.
The goal of this initiative -

- 50,000-100,000 teachers empowered with AI-enhanced tools (10x increase in TWR's reach).
- 5+ million students receiving improved writing instruction.
- Measurable gains in writing performance for historically marginalized students.
- Global accessibility removing geographic barriers to quality professional development.

Governance: Integrity, Accountability and Responsible Conduct

Governance and Ethical Integrity

At NIIT Learning Systems, governance is grounded in integrity, fairness, accountability and responsible decision-making. We are committed to maintaining high standards of business ethics and ensuring that our dealings with employees, customers, partners, shareholders and society are conducted with transparency, fairness and respect. We uphold our commitments and take responsibility for the impact of our decisions and actions. Our governance approach encourages responsible risk-taking and innovation while ensuring that these are aligned with ethical principles and long-term organizational interests. We strive to build trust through consistent adherence to our values, ethical conduct and accountability. By integrating integrity into business practices and fostering a culture of ownership, we seek to strengthen stakeholder confidence and support sustainable, resilient and responsible growth. Our commitment to pioneering technology and know-how is complemented by a clear responsibility to deploy them ethically and for the broader benefit of society.

We design governance framework with a holistic approach, which is essential to build stakeholder trust. It encompasses key principles and practices in corporate governance, such as risk management, ethical business practices, compliance with legal and regulatory standards, and communication protocols.

The framework is reinforced by our Code of Conduct and various policies, including the Whistle Blower Policy, Grievance Redressal Policy, etc. ensuring comprehensive ethical and responsible governance.

Ethical Business Practices

We uphold zero-tolerance policy towards corruption, including bribery, fraud, extortion, and money laundering. Our anti-corruption framework is embedded in the NLSL' Code of Conduct (NCOC), which guides all employees, governance body members, and business partners.

To manage potential conflicts of interest, NLSL has implemented robust disclosure and approval mechanisms. All employees are required to act in the best interest of the company and disclose any personal or professional relationships that may influence their judgment or decision-making. The conflicts- whether actual or perceived- must be reported to designated authorities and are addressed in accordance with internal policies. Additionally, charitable donations and sponsorships are made only within the bounds of legal and ethical standards, with clear governance to prevent misuse as disguised forms of bribery. Anti-corruption training is a mandatory part of NLSL's induction program for new joiners; also, annual refresher sessions are reinforced. Tailored communication and training are provided to individuals in high-risk roles, including suppliers and business partners. Apart from these our governance policies are publicly accessible, ensuring transparency to our stakeholder.

We have exemplary commitment to ensure fair and transparent market practices and strictly prohibits anti-competitive behaviour such as price-fixing, market allocation, cartel formation, and abuse of market dominance. Our internal policies and training programs ensure that all employees understand and comply with competition laws and ethical standards in every business transaction. We promote a competitive, open market economy and supports trade liberalization efforts while respecting the rights of competitors and avoiding any unlawful use of proprietary or confidential information.

We foster a diverse and inclusive workplace where equal opportunities are provided to all, regardless of race, gender, age, religion, disability, or socioeconomic background. The employment decisions are based solely on merit, competence, and potential. In alignment with global human rights standards and local regulations, NLSL strictly prohibits the employment of individuals below the legal working age and has implemented preventive measures such as background checks and supplier audits to ensure compliance. We also uphold the fundamental right to freedom from forced or bonded labour, human trafficking, and coercive employment practices.

Our goals and targets for Ethical Business Practices

Material Topic	Goals and Targets	Deadline	Approach / Status Quo / Current Status	Relevant SDGs & Initiatives
Ethical Business Practices	Mandatory Code of Conduct (COC) training for all employees with 100% completion every year.	2026	Achieved 94.81% completion of Code of Conduct (COC) training of our employees in FY26.	
	Resolve 100% of shareholder complaints as per regulatory requirements[17] and ensure zero pending complaints at year end.	Ongoing	No shareholder complaints recorded.	
	Zero (0) cases of human rights violation.	Ongoing	Zero cases reported on human rights violation this year.	
	Zero (0) complaints of discrimination.	Ongoing	Zero complaints reported on discrimination this year.	
	Achieve 100% site coverage in internal audits[18] and close all findings within 90 working days.	Ongoing	Timely completion of internal audits as per approved plan by Audit Committee this year.	
	Conduct ISO Surveillance audit every year.	Ongoing	Conducted internal audits during the year.	
	Achieve EcoVadis “Gold Medal” certification by 2027.	2027	Maintained “Silver Medal” for in year 2026.	

Percentage of employees trained on		
Topic	**Employee**	
	Management	**Non-Management**
Code of Conduct.	92.31%	96.35%

Note : The Code of Conduct aligns with corporate governance practices, incorporating guidance from the Companies Act, 2013 (India), SEBI regulations, and global ethical standards. It emphasizes transparency, accountability, ethical business practices, conflict of interest, anti-bribery and anti-corruption, confidentiality, fair stakeholder dealings, workplace conduct, health and safety, and responsible business behaviour within the organization.

[17]NLSL will follow SEBI guidelines as applicable.
[18]Internal audits refer to ISO surveillance audits and other internal compliance or management system audits.

Our status on Compliance with laws and regulations

Confirmed incidents of corruption and actions taken	Response
Total number and nature of confirmed incidents of corruption.	NIL
No. of internal corruption incident	NIL
No. of external corruption incident	NIL
Total number of confirmed incidents in which employees were dismissed or disciplined for corruption.	NIL
Total number of confirmed incidents when contracts with business partners were terminated or not renewed due to violations related to corruption	NIL
Public legal cases regarding corruption brought against the organization or its employees during the reporting period and the outcomes of such cases.	NIL
No. of Public cases	NIL

Issues	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labour	NLSL has conducted self-assessment for 100% of its offices. The organization's Code of Conduct requires engagement of people considering child labor, modern slavery, and ethical practices. NLSL also has an Internal Complaints Committee and has clear channels of reporting any workplace sexual harassment. NLSL creates awareness of human rights through various modes of communication.
Forced/involuntary labour	
Sexual harassment	
Discrimination at workplace	

Risk and Crisis Management

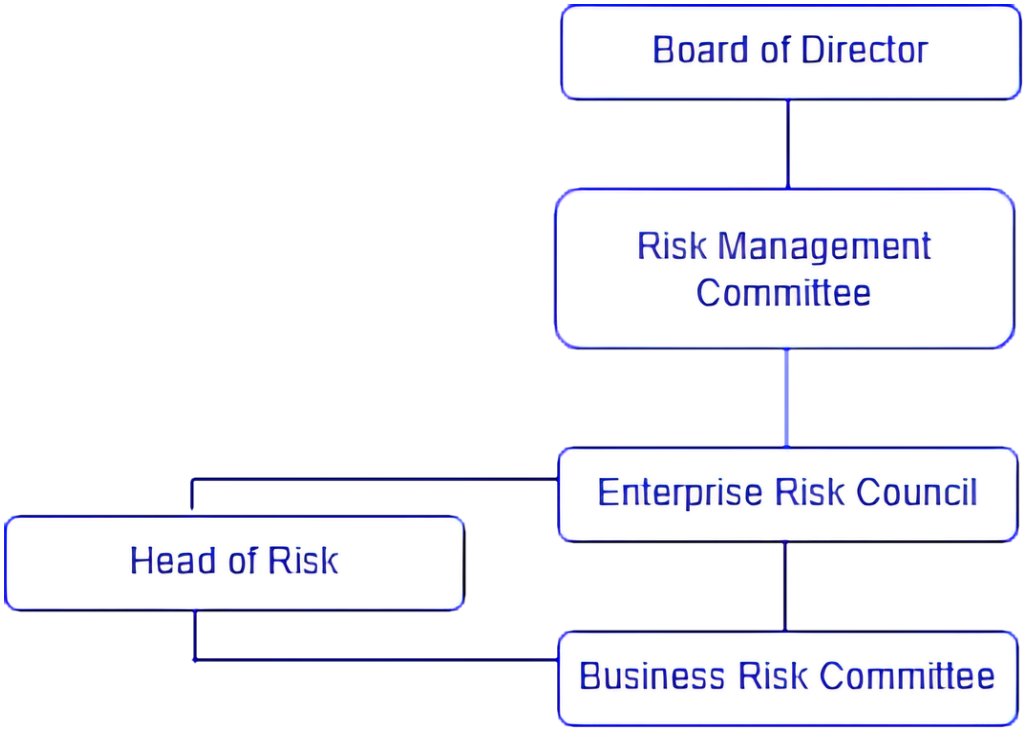
"In compliance with the requirement of Regulation 21 of Listing Regulations, as amended from time to time, the Company has constituted Risk Management Committee (RMC)".

As a multinational enterprise, organization faces a variety of risks. Risk management is, therefore, an integral part of core process and involves recording, monitoring, independent testing, and controlling of the internal functions by establishing the Risk Control Matrix (RCM) to ensure process control, the Business Risk Management (BRM) framework for business objectives, and Entity Level Control (ELC) for comprehensive risk reporting. The rapid changes in technology across the globe have necessitated a dynamic change in the Company's business and delivery models.

NLSL has implemented an Enterprise Risk Management framework across the organization, strengthening the existing risk management process and enhancing the risk culture across the company. A robust structure based on global standards and best practices has been developed. The company's Enterprise Risk Management (ERM) framework supports the achievement of strategic goals under the current disruptive environment by identifying, assessing, mitigating, monitoring, and reporting any risk to these goals thereof, enabling effective and timely decisions. Strategic decisions are taken after careful consideration of key risks and residual risks. The company's risk framework encompasses strategic risks, operational risks, financial risks, governance risks, and information & technology risks.

The Risk Management Committee reviews and provides input on the overall risk framework at regular intervals, in discussion with senior management. The ERM framework is developed by incorporating the best practices based on COSO & ISO 31000 and then tailored to suit NLSL's business requirements. NLSL has taken proactive steps to identify and prioritize the risks upfront, document them in consultation with the business groups, and define the risk management framework. These risks include customer concentration, competition, people, cyber security and data protection, investments, and exchange rate. The Company has laid out internal controls over Financial Reporting to be followed by the Company. Such internal financial controls are adequate and operate effectively.

Risk Management Structure



The Head of Risk plays a pivotal role in the oversight and execution of a company's risk management function. Working closely with the CEO, CFO, and Risk Management Committee, the Head of Risk is responsible for developing and implementing risk assessment policies, monitoring strategies, and implementing risk management framework. The Head of Risk key objective is to help the Board and executive management to determine the risk-reward trade-offs in the business and bring unfettered transparency into the risk profile of the business. The Head of Risk will be supported by a team of risk specialists and will constitute the Risk Office. The Head of Risk works closely with the business units to identify risks and then evaluate and negotiate risk response plans based on cost-benefit analysis.

Head of Risk Office will be responsible for coordinating with the Business Risk Committee's and Enterprise Risk Council, consolidating the quarterly and annual risk register. Based on the inputs from the Business Risk Committee, the Head of Risk will present the quarterly risk management report to the Enterprise Risk Council. The Board of Directors shall constitute the Risk Management Committee of the Company. The Risk Management Committee shall coordinate its activities with other board committees, in instances where there is any overlap with activities of such committees and will keep the board of directors informed about its discussions, recommendations and actions to be taken. The Risk Management Committee may also consult and seek inputs of internal people and/or external domain experts or consultants, if needed.

Risk Management Process

At the entity level, NLSL's risk management framework addresses all significant risks of the businesses as envisaged by the management from time to time, based on the experience, the environment surrounding each business activity, and future initiatives, to achieve the business group's objectives along with the relevant mitigation strategy. The mitigation strategy is simultaneously addressed by the respective business groups for each of the identified risks while finalizing the strategic and operational parameters of the business.

The compliances and assurance of the risk mitigation strategies are addressed by the Internal Audit and Assurance Group. The Company has identified the major and significant risks into two broad categories, External Risks, and Internal Risks, with mitigation strategies for each.

With the Enterprise Risk Management (ERM) process in place, the company has a robust mechanism for risk management, and the strategies for risk management are reviewed at appropriate levels at regular intervals. The Company is diversified in both its service offerings and geographic reach. However, there is currently some concentration risk related to certain customers in Technology and BFSI sectors. The Company has been investing in both organic and inorganic initiatives to diversify its customer mix, including targeting working professionals and expanding offerings across emerging sectors. To capitalize on the opportunities presented by Generative AI, the Company has undertaken multiple initiatives to stay ahead of the competition and address market needs. This approach will also mitigate the risks associated with a changing technological environment.



To address environmental risks, the Company has adopted the 3R Principle (Reduce, Reuse, Recycle). It has taken the initiative to increase the use of renewable energy and achieve zero waste through water recycling. The Company has also implemented constant monitoring of fuel consumption, hazardous materials, and plastic usage. A strong balance sheet and liquidity position provide the Company with the ability to withstand external shocks and instil confidence in all stakeholders, including its global customers and employees.

Risk management is our fundamentals to protect our organization from the Company has the Risk Management Committee also, to review the risk assessment, management & mitigation process. A detailed note on risk & concern is provided in the Management Discussion and Analysis Report, forming part of the Board's Report. The Company has procedures to inform the Board Members about risk assessment and minimization procedures. The Company has the Risk Management Committee also, to review the risk assessment, management & mitigation process.

Risk Identification and Assessment

Risk management is a structured process in our organization, that enables the organization to identify, assess, and respond to potential threats that could impact its strategic, operational, financial, and sustainability objectives.

Risks are evaluated using a multi-dimensional framework that includes likelihood, velocity, impact, and a calculated risk score.

- Likelihood assesses the probability of a risk occurring, ranging from Improbable (1) to Probable (4).
- Velocity measures the speed at which a risk may materialize, from Very Low (occurring over two years or more) to High (instantaneous with little or no warning).
- Impact evaluates the severity of consequences, from Acceptable (minimal effect) to Intolerable (potentially disastrous outcomes).

Each risk is assigned a risk score based on its impact and likelihood, which determines its priority level.

- Low Risk: Score of 3 or less
- Medium Risk: Score between 4 and 8
- High Risk: Score of 9
- Very High Risk: Score of 12 and above

Artificial Intelligence

We recognise that Artificial Intelligence (AI) as a transformative force that will redefine the way learning is designed, delivered and experienced. We have Generative AI, capable of creating simulation-based environments that adapt to learners' input, provide real-time coaching, and deliver immediate solutions. Our AI vision is driven by a dedicated team of AI professionals who combine deep expertise with the years of practical experience. Leveraging our secure AI learning environment, we rapidly develop AI ecosystems that integrate the latest tools to meet the evolving needs of learners and organizations. By embedding AI into our learning solutions, NLSL is not only advancing educational outcomes but also contributing to the sustainable knowledge development. AI enables us to optimise resource use, tailored learning experiences to align innovation with our long-term commitment to responsible growth and societal growth.

While Generative AI offers transformative potential, it also presents emerging risks such as leverage AI for their own content creation, potentially reducing demand for externally developed materials. However, we continue to invest in more sophisticated, higher impact trainings and embedded automation, intelligent bots, and Robotic Process Automation (RPA) into our learning administrative processes. Although AI may not entirely redefine our service portfolio, but it enables to enhance operational efficiency, introduce innovative products and strengthen our offerings.

Effectiveness of AI solutions is assessed through customer feedback and Net Promoter Scores (NPS), which reflect the impact on learning outcomes and user experience. Internally, operational efficiency is tracked through performance metrics across implementations. From a strategic standpoint, NLSL's growing competitiveness is reflected in industry recognitions and awards, including its positioning in the top quadrant of the Fosway Grid, as well as in revenue growth from AI-enabled initiatives.

Looking ahead, our strategy for future is centred in the development of AI enabled solutions. The significant investment was made from FY24 to advance our AI capabilities, with further substantial investments is planned to be made in FY27 to drive both internal efficiency gain and enhanced customer outcomes. We got ISO 42001:2023 certified in FY26.

GRI Index

GRI Standard	Disclosure	Section Mapping / Page Number
GRI 2: General Disclosures 2021	2-1 Organizational details	About the Report / 1 About NIIT Learning System Limited / 3
	2-2 Entities included in the organization's sustainability reporting	About the Report / 1
	2-3 Reporting period, frequency and contact point	About the Report / 1
	2-4 Restatements of information	About the Report / 1
	2-5 External assurance	About the Report / 1 Assurance Statement / 55
	2-6 Activities, value chain and other business relationships	About NIIT Learning System Limited / 3 Sustainable Procurement / 29
	2-7 Employees	About NIIT Learning System Limited / 3 Diversity, Equity and Inclusion / 37-38
	2-8 Workers who are not employees	Not applicable. The entire workforce of NLSL is categorized as "Employees" and none as "Workers". Engagement of outside resources are mostly made by way of job assignment with administrative control given to contractor, such people are not considered in any assessment.
	2-9 Governance structure and composition	Governance Leadership Structure and Composition / 8 Composition of Board Committees / 9 Collective Knowledge and Skills of BOD /10
	2-10 Nomination and selection of the highest governance body	Nomination and Renumeration process of Governance body / 11
	2-11 Chair of the highest governance body	Governance Leadership Structure and Composition / 8
	2-12 Role of the highest governance body in overseeing the management of impacts	ESG Governance / 12 Materiality Assessment & Steps to identify material issues / 19
	2-13 Delegation of responsibility for managing impacts	ESG Governance / 12
	2-14 Role of the highest governance body in sustainability reporting	ESG Governance / 12 Materiality Assessment & Steps to identify material issues / 19

GRI Standard	Disclosure	Section Mapping / Page Number
GRI 2: General Disclosures 2021	2-15 Conflicts of interest	Conflicts of interest /14
	2-16 Communication of critical concerns	Communication of critical concerns / 12
	2-17 Collective knowledge of the highest governance body	Collective Knowledge and Skills of BOD /10
	2-18 Evaluation of the performance of the highest governance body	Performance evaluation of Governance body / 11
	2-19 Remuneration policies	Nomination and Renumeration process of Governance body / 11 Performance evaluation of Governance body / 11
	2-20 Process to determine remuneration	Nomination and Renumeration process of Governance body / 11
	2-21 Annual total compensation ratio	Nomination and Renumeration process of Governance body / 11
	2-22 Statement on sustainable development strategy	Message from Chief Executive Officer (CEO) / 2
	2-23 Policy commitments	Strategic Approach to Stakeholder Engagement / 15 Our ESG Polices / 16 - 18
	2-24 Embedding policy commitments	Strategic Approach to Stakeholder Engagement / 15 Freedom of association and collective bargaining / 16
	2-25 Processes to remediate negative impacts	Strategic Approach to Stakeholder Engagement / 15 - 16
	2-26 Mechanisms for seeking advice and raising concerns	ESG Governance / 12 Strategic Approach to Stakeholder Engagement / 15 - 16
	2-27 Compliance with laws and regulations	Our Corporate Governance / 7 - 9 Our status on Compliance with laws and regulations / 47
	2-28 Membership associations	Membership & Associations and Public Policy Advocacy / 4
	2-29 Approach to stakeholder engagement	Stakeholder Engagement / 14 - 16
	2-30 Collective bargaining agreements	Freedom of association and collective bargaining / 16
GRI 3: Material Topics 2021	3-1 Process to determine material topics	Steps to identify material issues / 19
	3-2 List of material topics	NLSL's material topics /20
	3-3 Management of material topics	Risk Management Structure / 48

GRI Standard	Disclosure	Section Mapping / Page Number
GRI 204: Procurement Practices 2016	204-1 Proportion of spending on local suppliers	Sustainable Procurement / 29
GRI 205: Anti-corruption 2016	205-1 Operations assessed for risks related to corruption	Ethical Business Practices / 45 - 47
	205-2 Communication and training about anti-corruption policies and procedures	Ethical Business Practices / 45 - 47
	205-3 Confirmed incidents of corruption and actions taken	Ethical Business Practices / 45 - 47
GRI 302: Energy 2016	302-1 Energy consumption within the organization	Energy consumption within the organization / 25
	302-2 Energy consumption outside of the organization	Energy Consumption Outside the Organisation / 24
	302-3 Energy intensity	Energy consumption within the organization / 24
	302-5 Reductions in energy requirements of products and services	Carbon Reduction and Energy Efficiency / Page 22 - 26
GRI 303: Water and Effluents 2018	303-3 Water withdrawal	Water Management / 28
	303-4 Water discharge	Water Management / 28
	303-5 Water consumption	Water Management / 28
GRI 305: Emissions 2016	305-1 Direct (Scope 1) GHG emissions	GHG Emission from scope 1, 2 and 3 within the organization / 25
	305-2 Energy indirect (Scope 2) GHG emissions	GHG Emission from scope 1, 2 and 3 within the organization / 25
	305-3 Other indirect (Scope 3) GHG emissions	GHG Emission from scope 1, 2 and 3 within the organization / 25
	305-4 GHG emissions intensity	GHG Emission from scope 1, 2 and 3 within the organization / 25
	305-6 Emissions of ozone-depleting substances	Same is not material to NLSL, as the organisation operates primarily as an IT services organisation with no significant emissions of ODS in its core operations.
	305-7 Nitrogen oxides (NOx), sulfur oxides (SOx), and other significant air emissions	Air emissions / 27

GRI Standard	Disclosure	Section Mapping / Page Number
GRI 308: Supplier Environmental Assessment 2016	308-1 New suppliers that were screened using environmental criteria	Sustainable Procurement / 29
	308-2 Negative environmental impacts in the supply chain and actions taken	Sustainable Procurement / 29
GRI 401: Employment 2016	401-1 New employee hires and employee turnover	Employee Engagement and Well-Being / 34 - 36
	401-2 Benefits provided to full-time employees that are not provided to temporary or part-time employees	Employee Engagement and Well-Being / 34 - 36
	401-3 Parental leave	Employee Engagement and Well-Being / 34 - 36
GRI 403: Occupational Health and Safety2018	403-1 Occupational health and safety management system	Employee Health and Safety / 31
	403-2 Hazard identification, risk assessment, and incident investigation	Hazard Identification and Risk Assessment / 33
	403-3 Occupational health services	Employee Health and Safety / 31 Health and Safety services for Employees / 32
	403-4 Worker participation, consultation, and communication on occupational health and safety	Employee Health and Safety / 31
	403-5 Worker training on occupational health and safety	Employee Health and Safety / 31
	403-6 Promotion of worker health	Employee Health and Safety / 31
	403-7 Prevention and mitigation of occupational health and safety impacts directly linked by business relationships	Employee Health and Safety / 31
	403-8 Workers covered by an occupational health and safety management system	Employee Health and Safety / 31
	403-9 Work-related injuries	Details related to health and safety related incidents, assessment and training / 33
	403-10 Work-related ill health	Details related to health and safety related incidents, assessment and training / 33
GRI 404: Training and Education 2016	404-1 Average hours of training per year per employee	Total training hours per employee category / 40
	404-2 Programs for upgrading employee skills and transition assistance programs	Learning and Development / 39 - 40
	404-3 Percentage of employees receiving regular performance and career development reviews	Employee Engagement and Well-Being / 36

GRI Standard	Disclosure	Section Mapping / Page Number
GRI 405: Diversity and Equal Opportunity 2016	405-1 Diversity of governance bodies and employees	Governance Leadership Structure and Composition / 8
	405-2 Ratio of basic salary and remuneration of women to men	Nomination and Renumeration process of Governance body / 11
GRI 418: Customer Privacy 2016	418-1 Substantiated complaints concerning breaches of customer privacy and losses of customer data	Data Security and Privacy / 41

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Independent Reasonable Assurance Statement to NIIT Learning Systems Limited on their Business Responsibility & Sustainability Report (BRSR) Core Disclosures as part of the Annual Report FY2025-26.

To the Board of Directors of NIIT Learning Systems Limited, Gurgaon, Haryana

Introduction

Intertek India Private Limited ("Intertek") was engaged by NIIT Learning Systems Limited (NLSL) to provide an independent reasonable assurance on its BRSR (Business Responsibility & Sustainability Report) Core disclosures as a part of the Annual Report FY2025-26 ("the Report"). The scope of the Report comprises the reporting periods of FY2025-26. The Report is prepared by NLSL based on SEBI's (Securities and Exchange Board of India) BRSR guidelines. The assurance was performed in accordance with the requirements of International Federation of Accountants (IFAC), International Standard on Assurance Engagement (ISAE) 3000 (Revised), Assurance Engagements other than Audits or Reviews of Historical Financial Information.

Objective

The objectives of this reasonable assurance engagement were, by review of objective evidence, to confirm whether the sustainability related disclosures in the Report are in alignment with the Business Responsibility and Sustainability Report (BRSR) requirements laid down by SEBI and were accurate, complete, consistent, transparent and free of material errors or omission in accordance with the criteria outlined below.

Intended Users

This Assurance Statement is intended to be a part of the Annual Report FY 2025-26 of NIIT Learning Systems Limited.

Responsibilities

The management of NLSL is solely responsible for the development of Report and its presentation. Management is also responsible for the design, implementation and maintenance of internal controls relevant to the preparation of the Report so that it is free from material misstatement, whether due to fraud or error.

Intertek's responsibility, as agreed with the management of NLSL, is to provide assurance and express an opinion on the data and assertions in the Report based on our verification following the assurance scope and criteria given below. Intertek does not accept or assume any responsibility for any other purpose or to any other person or organization. This document represents Intertek's independent and balanced opinion on the content and accuracy of the information and data held within.

Assurance Scope

The assurance has been provided for selected sustainability performance disclosures as per BRSR core disclosures with reference to Business Responsibility and Sustainability Reporting by listed entities as per SEBI Master Circular no. HO/49/14/14(7)2025-CFDPOD2/I/3762/2026 on 30th January 2026, presented by NLSL in its Annual Report FY2025-26. The assurance boundary included data and information for the operations of NLSL at its India offices in Gurgaon and for some indicators boundary also includes operation at their global offices. Our scope of assurance included verification of internal control systems, data and information on BRSR core disclosures reported as summarized below:

Principle 1: Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable:

- Number of days of accounts payable.
- Concentration of purchases & sales done with trading houses, dealers, and related parties.
- Loans and advances & investments with related parties.

Principle 3: Businesses should respect and promote the well-being of all employees, including those in their value chains:

- Cost incurred on well-being measures as a % of total revenue of the company.
- Safety related incidents (LTIFR, Fatality, Permanent Disabilities) for employees and workers.

Principle 5: Businesses should respect and promote human rights:

- Gross wages paid to females as percentage of wages paid.
- Complaints on POSH.

Principle 6: Businesses should respect and make efforts to protect and restore the environment:

- Total Scope 1 and Scope 2 emissions.
- GHG emissions intensity (scope 1 and 2).
- Total water consumption, water consumption Intensity and water discharge by destination and levels of treatment.
- Total energy consumed, % of energy consumed from renewable sources and energy intensity.
- Total waste generated (category-wise); waste intensity; Total waste recovered through recycling, re-using or other recovery operations; Total waste disposed by nature of disposal method; waste diverted from landfill.

Principle 8: Businesses should promote inclusive growth and equitable development:

- Input material sourced (from MSMEs/ small producers and from within India).
- Job creation in smaller towns– Wages paid to persons employed in smaller towns (permanent or non-permanent /on contract) as % of total wage cost.

Principle 9: Businesses should engage with and provide value to their consumers in a responsible manner:

- Instances involving loss / breach of data of customers as % of total data breaches or cyber security events.

Assurance Criteria

Intertek conducted the assurance work in accordance with the requirements of 'Reasonable Assurance' procedures as per the following standard:

- International Standard on Assurance Engagements (ISAE) 3000 (revised) for 'Assurance Engagements other than Audits or Reviews of Historical Financial Information'.
- International Standard on Assurance Engagements (ISAE) 3410 for 'Assurance Engagements on Greenhouse Gas Statement

A reasonable assurance engagement involved assessing the risks of material misstatement of the agreed indicators/parameters whether due to fraud or error, responding to the assessed risks as necessary in the circumstances. A materiality threshold level of 5% was applied.

Limitations

We have relied on the information, documents, records, data, and explanations provided to us by NLSL for the purpose of our review.

The assurance scope excludes:

- Any disclosures beyond those specified in the Scope section above.
- Data and information falling outside the defined reporting period.
- Data pertaining to the Company's financial performance, strategy, and associated linkages articulated in the Report.
- Assertions made by the Company encompassing expressions of opinion, belief, aspiration, expectation, forward-looking statements, and claims related to Intellectual Property Rights and other competitive issues.

While we considered the effectiveness of management's internal controls when determining the nature and extent of our procedures, our assurance engagement was not designed to provide assurance on internal controls.

The procedures did not include testing controls or performing procedures relating to checking aggregation or calculation of data within software/IT systems.

Assurance Statement

Methodology

Intertek performed assurance work using risk-based approach to obtain information, explanations and evidence that was considered necessary to provide a reasonable level of assurance. The assurance was conducted by desk reviews, visit to NLSL's office in Gurgaon India and stakeholder interviews with regards to the reporting and supporting records for the FY2025-26. Our assurance task was planned and carried out during June-July 2026. The assessment included the following:

- Assessment of the select sustainability performance disclosures in accordance with the SEBI's BRSR Core guidelines.
- Review of processes and systems used to gather and consolidate data.
- Examined and reviewed documents, data and other information made available at selected NLSL's operational sites and digitally.
- Conducted physical and remote interviews with key personnel responsible for data management from selected NLSL's operational site and corporate office.
- Assessment of appropriateness of various assumptions, estimations and thresholds used by NLSL for data analysis.
- Review of BRSR core disclosures for the duration from 1st April 2025 to 31st March of 2026 for NLSL was carried out onsite at NLSL's corporate office and select business locations.
- Appropriate documentary evidence was obtained to support our conclusions on the information and data reviewed and details were provided in a separate management report.

Conclusions

Intertek reviewed the BRSR Core Indicators in the "Report" for the reporting period from 1st April 2025 to 31st March 2026. Based on the scope of our review, we conclude with reasonable assurance that the sustainability data and information is fairly presented in all material aspects as per BRSR Core guidelines.

Intertek's Competence and Independence

Intertek is a global provider of assurance services with a presence in more than 100 countries employing approximately 43,500 people. The Intertek assurance team included competent sustainability assurance professionals, who were not involved in the collection and collation of any data except for this assurance opinion. Intertek maintains complete impartiality towards any people interviewed.

For Intertek India Pvt. Ltd.

Priyanka Agrawal
Manager- Sustainability
Intertek India
2026/08/03

Shilpa Naryal
Head of Sustainability
Intertek South Asia & MENAP
2026/08/03

No member of the verification team (stated above) has a business relationship with NIIT Learning Systems Limited stakeholders beyond that is required of this assignment. No form of bribe has been accepted before, throughout and after performing the verification. The verification team has not been intimidated to agree to do this work, change and/or alter the results of the verification. The verification team has not participated in any form of nepotism, self-dealing and/or tampering. If any concerns or conflicts were identified, appropriate mitigation measures were put in place, documented and presented with the final report. The process followed during the verification is based on the principles of impartiality, evidence, fair presentation and documentation. The documentation received and reviewed supports the conclusion reached and stated in this opinion.

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