

September 21, 2019

The Secretary
Bombay Stock Exchange Limited
 Corporate Relationship Department
 1st Floor, New Trading Ring,
 Rotunda Building
 Phiroze Jeejeebhoy Towers, Dalal Street,
 Mumbai-400 001

The Secretary
National Stock Exchange of India Ltd
 Exchange Plaza
 5th Floor, Plot no C/ 1, G Block
 Bandra Kurla Complex
 Bandra (East)
 Mumbai 400 051.

Sub: Details of voting results of the 27th Annual General Meeting of the Company as per Regulation 44(3) of the SEBI (Listing obligations & Disclosure Requirements) Regulations, 2015

Dear Sir,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, details of the Voting Results of the 27th Annual General Meeting of the Company held on Saturday, September 21, 2019 at 09.00 A.M. at Country Inn & Suites, 579, Main Chhatarpur Road, Shahoorpur Extension, Satbari, New Delhi, 110030, are enclosed in the prescribed format under Regulation 44 of SEBI Regulations. Based on the report of the scrutinizer the result of the remote e—voting, and voting through tablets has been announced today by the Chairman that following resolutions have been passed by the requisite majority

S.No.	Particulars of Business	Nature of Business
1.	Adoption of: (a) the audited Financial Statements of the Company for the financial year ended March 31, 2019, the Reports of the Board of Directors and Auditors thereon; and (b) the audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019 and report of the Auditors thereon;	Ordinary
2.	To reclassify the Promoter Shareholding to Public Shareholding	Ordinary
3.	To appoint Mr. Kirti Ram Hariharan (DIN: 01785506) as a Non-Executive Director of the Company	Ordinary
4.	To appoint Mr. Kenneth Tuck Kuen Cheong (DIN: 08449253) as a Non- Executive Director of the Company	Ordinary
5.	To appoint Mr. Hari Gopalakrishnan (DIN: 03289463) as a Non-Executive Director of the Company	Ordinary
6.	To appoint Mr. Patrick John Cordes (DIN: 02599675) as a Non-Executive Director of the Company	Ordinary
7.	To appoint Mr. Basab Pradhan (DIN: 00892181) as an Independent Director of the Company and as Chairperson of the Board*	Ordinary

8.	To re-appoint Mr. Ashwani Puri (DIN: 00160662) as an Independent Director of the Company for second term	Special
9.	To approve payment of Commission to Non-Executive Directors of the Company*	Special

Further, we are also enclosing the Scrutinizer's Report on remote E-voting and voting through tablets process at the AGM.

Please note that the aforesaid results and Scrutinizer's Report are available on the website of the Company www.niit-tech.com and National Securities Depository Limited www.evoting.nsdl.com

Please take note of the above and acknowledge the receipt.

Thanking you,

Yours truly,

For **NIIT Technologies Limited**



Lalit Kumar Sharma
Company Secretary & Legal Counsel

To,

Mr. Basab Pradhan
(Chairman of the AGM)
NIIT TECHNOLOGIES LIMITED ("The Company")
8, Balaji Estate,
First Floor Guru Ravi Das Marg,
Kalkaji New Delhi 110019

Sub.: Consolidated Results of voting through ballot paper at meeting and through e-voting.

Reference: 27th Annual General Meeting (the AGM) of the Company held on Saturday, 21st September, 2019.

Dear Sir,

I have submitted separate reports on result of voting through 'e- voting' and voting by 'ballot'(Via handheld tablets) at the meeting' on the resolutions contained in the notice convening the 27th Annual General Meeting of members of NIIT Technologies Limited, held on 21st September, 2019.

I submit herewith my combined report on the consolidated results on 'e-voting' and 'voting by 'ballot' (Via handheld tablets' as under:

Resolution No. 1: To receive, consider and adopt:

- i. the audited standalone financial statement of the Company for the financial year ended March 31, 2019 together with the reports of the Board of Directors and Auditors thereon; and
- ii. the audited consolidated financial statement of the Company for the financial year ended March 31, 2019 together with the report of the Auditors thereon

(i) Voted **in favour** of the resolution:

Number of votes cast in favour of the resolution	% of total number of valid votes cast
5,61,83,759	100



(ii) Voted **against** the resolution:

Number of votes cast against the resolution	% of total number of valid votes cast
0	0

(iii) **Invalid** votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
-	-

SPECIAL BUSINESS:-

Resolution No. 2: Ordinary Resolution: To re-classify the Promoter Shareholding to Public Shareholding.

(i) Voted **in favour** of the resolution:

Number of votes cast in favour of the resolution	% of total number of valid votes cast
5,63,22,308	100

(ii) Voted **against** the resolution:

Number of votes cast against the resolution	% of total number of valid votes cast
1,276	-



(iii) **Invalid** votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
-	-

Resolution No. 3: Ordinary Resolution To appoint Mr. Kirti Ram Hariharan (DIN: 01785506) as a Non- Executive Director of the Company.

(i) Voted **in favour** of the resolution:

Number of votes cast in favour of the resolution	% of total number of valid votes cast
5,60,59,978	99.5319

(ii) Voted **against** the resolution:

Number of votes cast against the resolution	% of total number of valid votes cast
2,63,606	0.4681

(iii) **Invalid** votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
-	-



Resolution No. 4: Ordinary Resolution To appoint Mr. Kenneth Tuck Kuen Cheong (DIN: 08449253) as a Non- Executive Director of the Company.

(i) Voted **in favour** of the resolution:

Number of votes cast in favour of the resolution	% of total number of valid votes cast
5,60,59,962	99.5319

(ii) Voted **against** the resolution:

Number of votes cast against the resolution	% of total number of valid votes cast
2,63,622	0.4681

(iii) **Invalid** votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
-	-

Resolution No. 5: Ordinary Resolution To appoint Mr Hari Gopalakrishnan (DIN: 03289463) as a Non- Executive Director of the Company.

(i) Voted **in favour** of the resolution:

Number of votes cast in favour of the resolution	% of total number of valid votes cast
5,59,22,293	99.2875



(ii) Voted **against** the resolution:

Number of votes cast against the resolution	% of total number of valid votes cast
4,01,291	0.7125

(iii) **Invalid** votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
-	-

Resolution No. 6: Ordinary Resolution To appoint Mr Patrick John Cordes (DIN: 02599675) as a Non- Executive Director of the Company.

(i) Voted **in favour** of the resolution:

Number of votes cast in favour of the resolution	% of total number of valid votes cast
5,60,59,946	99.5319

(ii) Voted **against** the resolution:

Number of votes cast against the resolution	% of total number of valid votes cast
2,63,638	0.4681

(iii) **Invalid** votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
-	-



Resolution No. 7: Ordinary Resolution To appoint Mr Basab Pradhan (DIN: 00892181) as an Independent Director of the Company and as Chairperson of the Board.

(i) Voted **in favour** of the resolution:

Number of votes cast in favour of the resolution	% of total number of valid votes cast
5,63,22,276	100

(ii) Voted **against** the resolution:

Number of votes cast against the resolution	% of total number of valid votes cast
1,308	-

(iii) **Invalid** votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
-	-

Resolution No. 8: Special Resolution:- To re- appoint Mr Ashwani Puri (DIN: 00160662) as an Independent Director of the Company for second term.

(i) Voted **in favour** of the resolution:

Number of votes cast in favour of the resolution	% of total number of valid votes cast
5,63,22,269	100



(ii) Voted **against** the resolution:

Number of votes cast against the resolution	% of total number of valid votes cast
1,308	-

(iii) **Invalid** votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
-	-

Resolution No. 9: Special Resolution:- To approve payment of remuneration to non-Executive Directors of the Company.

(i) Voted **in favour** of the resolution:

Number of votes cast in favour of the resolution	% of total number of valid votes cast
5,56,35,061	98.8065

(ii) Voted **against** the resolution:

Number of votes cast against the resolution	% of total number of valid votes cast
6,72,023	1.1935



(iii) **Invalid** votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
-	-

Thanking you,

Yours truly,

For Nityanand Singh & Co.,
Company Secretaries



Nityanand Singh (Prop.)
FCS 2668, COP 2388

A handwritten signature in blue ink, appearing to be "B Singh".

Place: New Delhi

Date: 21st September, 2019

Date of AGM: 21st September 2019

Total Number of Shareholders as on Cut-off Date i.e., 14th September 2019: 35586

No. of Shareholders present in the Meeting either in person or through proxy*:

(*Based on shareholders registering attendance)

222

Promoters and Promoter Group 2

Public 220

No of Shareholders attended meeting through Video Conferencing : N.A.

Promoters and Promoter Group Not Applicable

Public Not Applicable

ORDINARY BUSINESS

Agenda-wise disclosure

Resolution No. : 1 - To receive, consider and adopt: (a) the Audited Financial Statements of the Company for the Financial Year ended March 31, 2019 together with the Reports of the Board of Directors and Auditors thereon; and (b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2019 together with Report of the Auditors thereon

Resolution required :		Whether promoter/promoter Group are interested in the agenda/resolution:		Ordinary Resolution						
Category	Mode of Voting	No. of Shares held	No. of Votes polled	No. of Votes Polled on outstanding Shares	No. of Votes - favour	No. of Votes - against	% of Votes in favour on Votes Polled	% of Votes against on Votes Polled		
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
Promoters and Promoter Group	E-Voting	43,720,385	43,720,385	100.0000	43,720,385	0	100.0000	0.0000		
	Poll	0	0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot	0	0	0.0000	0	0	0.0000	0.0000		
	Total	43,720,385	43,720,385	100.0000	43,720,385	0	100.0000	0.0000		
Public - Institutions	E-Voting	13,306,004	11,087,686	83.3284	11,087,686	0	0.0000	0.0000		
	Poll	0	0	0	0	0	0.0000	0.0000		
	Postal Ballot	0	0	0	0	0	0.0000	0.0000		
	Total	13,306,004	11,087,686	83.3284	11,087,686	0	100.0000	0.0000		
Public - Non Institutions	E-Voting	5,391,525	625,471	11.6010	625,471	0	100.0000	0.0000		
	Poll	0	750,217	13.9147	750,217	0	100.0000	0.0000		
	Postal Ballot	0	0	0	0	0	0.0000	0.0000		
	Total	5,391,525	1,375,688	25.5157	1,375,688	0	100.0000	0.0000		
Total		62,417,914	56,183,759	90.0122	56,183,759	0	100.0000	0.0000		



Resolution No.: 2 -To re-classify the Promoter Shareholding to Public Shareholding

Whether promoter/promoter Group are interested in the agenda/resolution:	Ordinary Resolution		Yes	No	No. of Shares held	Mode of Voting	No. of Votes polled	% of Votes Polled on outstanding Shares	No. of Votes - favour	No. of Votes - against	% of Votes in favour on Votes Polled	% of Votes against on Votes Polled
	(1)	(2)										
Promoters and Promoter Group	E-Voting	43720385	100.0000									
	Poll	0	0.0000									
	Postal Ballot	0	0.0000									
	Total	43720385	100.0000		43,720,385	43720385	100.0000	43720385	0	0	100.0000	0.0000
Public - Institutions	E-Voting	11227511	84.3793									
	Poll	0	0.0000									
	Postal Ballot	0	0.0000									
	Total	11227511	84.3793		13,306,004	11227511	100.0000	11227511	0	0	100.0000	0.0000
Public - Non Institutions	E-Voting	625471	11.6010									
	Poll	750217	13.9147									
	Postal Ballot	0	0.0000									
	Total	1375688	25.5157		5,391,525	1374412	100.0000	1374412	0	0	100.0000	0.0000
	Total	56,323,584	90.2362		62,417,914	56,323,584	99.9977	56,322,308	1,276	1,276	99.9977	0.0023

Resolution 3 -To appoint Mr. Kirt Ram Hartharan (DIN: 01785506) as a Non- Executive Director of the Company.

Ordinary Resolution

Whether promoter/promoter Group are interested in the agenda/resolution:	Ordinary Resolution		Yes	No	No. of Shares held	Mode of Voting	No. of Votes polled	% of Votes Polled on outstanding Shares	No. of Votes - favour	No. of Votes - against	% of Votes in favour on Votes Polled	% of Votes against on Votes Polled
	(1)	(2)										
Promoters and Promoter Group	E-Voting	43720385	100.0000									
	Poll	0	0.0000									
	Postal Ballot	0	0.0000									
	Total	43720385	100.0000		43,720,385	43720385	100.0000	43720385	0	0	100.0000	0.0000
Public - Institutions	E-Voting	11227511	84.3793									
	Poll	0	0.0000									
	Postal Ballot	0	0.0000									
	Total	11227511	84.3793		13,306,004	10965181	100.0000	10965181	262330	0	100.0000	0.0000
Public - Non Institutions	E-Voting	625471	11.6010									
	Poll	750217	13.9147									
	Postal Ballot	0	0.0000									
	Total	1375688	25.5157		5,391,525	1374412	100.0000	1374412	1276	0	100.0000	0.0000
	Total	56,323,584	90.2362		62,417,914	56,059,978	99.5320	56,059,978	263,606	0	99.5320	0.4680



Resolution 4 – To appoint Mr. Kenneth Tuck Kuen Cheong (DIN: 08449253) as a Non- Executive Director of the Company

Resolution required :

Ordinary Resolution

Whether promoter/promoter Group are interested in the agenda/resolution:	Category	Mode of Voting	No. of Shares held	No. of Votes polled	No		No. of Votes - Favour	No. of Votes - against	% of Votes in Favour on Votes Polled	% of Votes against on Votes Polled
					% of Votes Polled on outstanding Shares	% of Votes Polled on outstanding Shares				
			(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoters and Promoter Group	E-Voting		43720385	43720385	100.0000	0	0	100.0000	0.0000	
	Poll		0	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		43720385	43720385	100.0000	0	0	100.0000	0.0000	
	Total		43,720,385	43,720,385	100.0000	0	0	100.0000	0.0000	
Public - Institutions	E-Voting		11227511	11227511	84.3793	10965181	262330	97.6635	2.3365	
	Poll		0	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		13,306,004	11227511	0.0000	0	0	0.0000	0.0000	
	Total		13,306,004	11,227,511	84.3793	10,965,181	262,330	97.6635	2.3365	
Public - Non Institutions	E-Voting		5,391,525	625471	11.6010	624179	1292	99.7934	0.2066	
	Poll		0	750217	13.9147	750217	0	100.0000	0.0000	
	Postal Ballot		5,391,525	0	0.0000	0	0	0.0000	0.0000	
	Total		5,391,525	1,375,688	25.5157	1,374,396	1,292	99.9061	0.0939	
Total			62,417,914	56,323,584	90.2362	56,059,962	263,622	99.5320	0.4680	

Resolution 5 – To appoint Mr. Hari Gopalakrishnan (DIN: 03289463) as a Non- Executive Director of the Company.

Resolution required :

Ordinary Resolution

Whether promoter/promoter Group are interested in the agenda/resolution:	Category	Mode of Voting	No. of Shares held	No. of Votes polled	No		No. of Votes - Favour	No. of Votes - against	% of Votes in Favour on Votes Polled	% of Votes against on Votes Polled
					% of Votes Polled on outstanding Shares	% of Votes Polled on outstanding Shares				
			(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoters and Promoter Group	E-Voting		43720385	43720385	100.0000	43720385	0	100.0000	0.0000	
	Poll		0	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		43,720,385	43720385	100.0000	43720385	0	100.0000	0.0000	
	Total		43,720,385	437,203,85	100.0000	437,203,85	0	100.0000	0.0000	
Public - Institutions	E-Voting		11227511	11227511	84.3793	10827528	399983	96.4375	3.5625	
	Poll		0	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		13,306,004	11227511	0.0000	10827528	399,983	96.4375	3.5625	
	Total		13,306,004	11,227,511	84.3793	10,827,528	399,983	96.4375	3.5625	
Public - Non Institutions	E-Voting		5,391,525	750217	13.9147	750217	0	100.0000	0.0000	
	Poll		0	1375688	25.5157	1,374,380	1,308	99.9049	0.0951	
	Postal Ballot		5,391,525	0	0.0000	0	0	0.0000	0.0000	
	Total		5,391,525	1,375,688	25.5157	1,374,380	1,308	99.9049	0.0951	
Total			62,417,914	56,323,584	90.2362	55,922,293	401,291	99.2875	0.7125	



Resolution 6 – To appoint Mr. Patrick John Cordes (DIN: 02599675) as a Non- Executive Director of the Company.

Category	Mode of Voting	No. of Shares held	No. of Votes polled	Ordinary Resolution		No. of Votes - favour	No. of Votes - against	% of Votes in favour on Votes Polled	% of Votes against on Votes Polled
				% of Votes Polled on outstanding Shares	No. of Votes - favour				
Promoters and Promoter Group	E-Voting	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
	Poll								
	Postal Ballot								
Public - Institutions	Total	43,720,385	43720385	100.0000	43720385	0	100.0000	0.0000	
	E-Voting								
	Poll								
Public - Non Institutions	Total	13,306,004	11227511	84.3793	10965181	262330	97.6635	2.3365	
	E-Voting								
	Poll								
Total	Total	5,391,525	1375688	25.5157	1374380	1308	99.9049	0.0951	
	E-Voting								
	Poll								
Resolution 7 – To appoint Mr. Basab Pradhan (DIN: 00892181) as an Independent Director of the Company and as Chairperson of the Board.									
Ordinary Resolution									
Promoters and Promoter Group	E-Voting	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
	Poll								
	Postal Ballot								
Public - Institutions	Total	43,720,385	43720385	100.0000	43720385	0	100.0000	0.0000	
	E-Voting								
	Poll								
Public - Non Institutions	Total	13,306,004	11227511	84.3793	11227511	0	100.0000	0.0000	
	E-Voting								
	Poll								
Total	Total	5,391,525	1375688	25.5157	1374380	1308	99.9049	0.0951	
	E-Voting								
	Poll								



Resolution 8 – To re- appoint Mr Ashwani Puri (DIN: 00160662) as an Independent Director of the Company for second term.

Whether promoter/promoter Group are interested in the agenda/resolution:	Category	Mode of Voting	No. of Shares held	No. of Votes polled	Special Resolution		No. of Votes - against	% of Votes in favour on Votes Polled	% of Votes against on Votes Polled
					No	% of Votes Polled on outstanding Shares			
			(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	Promoters and Promoter Group	E-Voting		43720385	100.0000	43720385	0	100.0000	0.0000
		Poll		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot		0	0.0000	0	0	0.0000	0.0000
		Total	43,720,385	43720385	100.0000	43720385	0	100.0000	0.0000
		E-Voting		11227511	84.3793	11227511	0	100.0000	0.0000
		Poll		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot		0	0.0000	0	0	0.0000	0.0000
		Total	13,306,004	11227511	84.3793	11227511	0	100.0000	0.0000
		E-Voting		625464	11.6009	624156	1308	99.7909	0.2091
		Poll		750217	13.9147	750217	0	100.0000	0.0000
		Postal Ballot		0	0.0000	0	0	0.0000	0.0000
		Total	5,391,525	1375681	25.5156	1374373	1308	99.9049	0.0951
		Total	62,417,914	56,323,577	90.2362	56,322,269	1,308	99.9977	0.0023

Resolution 9 – To approve payment of remuneration to non-Executive Directors of the Company.

Whether promoter/promoter Group are interested in the agenda/resolution:	Category	Mode of Voting	No. of Shares held	No. of Votes polled	Special Resolution		No. of Votes - against	% of Votes in favour on Votes Polled	% of Votes against on Votes Polled
					No	% of Votes Polled on outstanding Shares			
			(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	Promoters and Promoter Group	E-Voting		43720385	100.0000	43720385	0	100.0000	0.0000
		Poll		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot		0	0.0000	0	0	0.0000	0.0000
		Total	43,720,385	43720385	100.0000	43720385	0	100.0000	0.0000
		E-Voting		11211011	84.2553	10540301	670710	94.0174	5.9826
		Poll		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot		0	0.0000	0	0	0.0000	0.0000
		Total	13,306,004	11211011	84.2553	10540301	670710	94.0174	5.9826
		E-Voting		625471	11.6010	624158	1313	99.7901	0.2099
		Poll		750217	13.9147	750217	0	100.0000	0.0000
		Postal Ballot		0	0.0000	0	0	0.0000	0.0000
		Total	5,391,525	1375688	25.5157	1374375	1313	99.9046	0.0954
		Total	62,417,914	56,307,084	90.2098	55,635,061	672,023	98.8065	1.1935

