

BSE LTD
ACKNOWLEDGEMENT

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Scrip Code	: 532541		
Entity Name	: NIIT TECHNOLOGIES LIMITED		
Compliance Type	: Regulation 27(2)- Corporate Governance		
Quarter / Period	: 30/06/2017		
Mode	: E-Filing		

CORPORATE GOVERNANCE REPORT
FORMAT TO BE SUBMITTED BY LISTED ENTITY ON QUARTERLY BASIS

1. Name of Listed Entity - **NIIT TECHNOLOGIES LIMITED**

2. Quarter ending - **JUNE 30, 2017**

I. COMPOSITION OF BOARD OF DIRECTORS

Name of the Director with title Mr./Ms	PAN & DIN	Category# (Chairperson /Executive/ Non-Executive/Independent /Nominee)	Date of Appointment in the current term /cessation	Tenure	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stake-holder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr. Rajendra S Pawar	00042516	Executive – Chairman & Managing Director	01/06/2014	--	02	01	-
Mr. Arvind Thakur	00042534	Executive - Jt. Managing Director & Chief Executive Officer	01/06/2014	--	01	02	-
Mr. Vijay K Thadani	00042527	Non-Executive	12/12/2003	--	02	06	-
Mr. Amit Sharma	00050254	Non-Executive-Independent	07/07/2014	Till March 31, 2019	01	03	01
Mr. Ashwani Puri	00160662	Non-Executive-Independent	07/07/2014	Till March 31, 2019	03	03	03
Mr. Surendra Singh	00003337	Non-Executive-Independent	07/07/2014	Till March 31, 2019	02	06	01
Ms. Holly Jane Morris	06968557	Non-Executive-Independent	03/08/2015	Till March 31, 2017	01	-	-

\$ PAN No. of any Director would not be placed on the website of the Company

Category of Directors means Executive/Non-Executive/Independent/Nominee. The categories have been separated by hyphen where a Director is fitting into more than one category

*Tenure means the total period from which Independent Director is serving on the Board of Directors of the listed entity in continuity without any cooling off period

II. COMPOSITION OF COMMITTEES

	Name of the Committee	Name of the Committee Members	Category (Chairperson /Executive/Non-Executive/Independent /Nominee)
1.	Audit Committee	1. Mr. Ashwani Puri 2. Mr. Amit Sharma	Chairperson-Non Executive-Independent Non-Executive-Independent

		3. Mr. Surendra Singh 4. Mr. Vijay K Thadani	Non-Executive-Independent Non-Executive
2.	Nomination & Remuneration Committee	1. Mr. Amit Sharma 2. Mr. Surendra Singh 3. Mr. Vijay K Thadani	Chairperson-Non Executive-Independent Non-Executive-Independent Non-Executive
3.	Risk Management Committee (if applicable)	NOT APPLICABLE	
4.	Stakeholders Relationship Committee	1. Mr. Amit Sharma 2. Mr. Vijay K Thadani 3. Mr. Arvind Thakur	Chairperson-Non Executive-Independent Non-Executive Executive Director

#Category of Directors means Executive/Non-Executive/ independent /Nominee. The categories have been separated by hyphen where a Director is fitting into more than one category

III. MEETING OF BOARD OF DIRECTORS

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
March 24, 2017 January 17, 2017	May 05, 2017	41 days

IV. MEETING OF COMMITTEES

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
a. Audit Committee May 04, 2017 May 05, 2017	Yes	March 24, 2017 January 16, 2017	40 days
b. Stakeholders Relationship Committee May 04, 2017	Yes	January 16, 2017	107 days
c. Nomination & Remuneration Committee May 04, 2017, May 26, 2017, June 15, 2017 (June 23, 2017 through Resolution by circulation)	NA	January 16, 2017	107 days

V. RELATED PARTY TRANSACTIONS

SUBJECT	COMPLIANCE STATUS YES/NO/NA
a. Whether prior approval of audit committee obtained b. Whether shareholder approval obtained for material RPT c. Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes There was no material related party transaction Yes

VI. AFFIRMATIONS

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
a. Audit Committee
b. Nomination & Remuneration Committee
c. Stakeholders Relationship Committee
d. Risk management committee – Not applicable (applicable to the top 100 listed entities)

3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. This report shall be placed in the next Board meeting.