

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - NIIT Technologies Limited
2. Quarter ending - 30-Sep-2019

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Initial Date of Appointment	Date of Appointment	Age	Date of Birth	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Memberships in Committees of the Company
Mr.	Basab Pradhan	00892181	AAUPB0143P	ID, C & NED	29-Jun-2019		24	18-Jun-1965	1	1	2	0	AC, SC, RMC, NRC
Mr.	Ashwani Puri	00160662	AAAPP3876F	ID	07-Jul-2014	01-Apr-2019	60	16-Nov-1956	2	2	3	3	AC
Ms.	Holly Jane Morris	06968557	CVNPM2787G	ID	03-Aug-2015	01-Apr-2017	60	09-Oct-1952	1	1	1	0	AC, NRC
Mr.	Hari Gopalakrishnan	03289463	AIGPG7852C	NED	17-May-2019			22-Mar-1977	1	0	2	0	AC, RMC, NRC
Mr.	Kenneth Tuck Kuen Cheong	08449253	ZZZZZ9999Z	NED	17-May-2019			20-May-1968	1	0	0	0	NA
Mr.	Kirti Ram Hartharan	01785506	AAVPH5577Q	NED	17-May-2019			15-Apr-1978	1	0	1	1	SC
Mr.	Patrick John Cordes	02599675	ZZZZZ9999Z	NED	17-May-2019			28-Feb-1975	1	0	2	0	AC, SC

Company Remarks	
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MID or CEO	No

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Basab Pradhan	ID, C & NED	Member	29-Jun-2019	
2	Ashwani Puri	ID	Chairperson	19-Jul-2012	
3	Hari Gopalakrishnan	NED	Member	29-Jun-2019	
4	Holly Jane Morris	ID	Member	30-Sep-2019	
5	Patrick John Cordes	NED	Member	30-Sep-2019	

Company Remarks

Whether Permanent chairperson appointed	Yes
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b. Stakeholders Relationship Committee

Sr.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date



FOR NIIT Technologies Limited

(Signature)

Company Secretary and Legal Counsel



No.	Name	Category	Chairperson	Appointment Date	Cessation Date
1	Kirti Ram Hariharan	NED	Chairperson	29-Jun-2019	
2	Patrick John Cordes	NED	Member	29-Jun-2019	
3	Basab Pradhan	ID,C & NED	Member	01-Aug-2019	
4	Hari Gopalakrishnan	NED	Member	29-Jun-2019	01-Aug-2019

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Sudhir Singh	Member	Member	29-Jun-2019	
2	Basab Pradhan	ID,C & NED	Chairperson	29-Jun-2019	
3	Hari Gopalakrishnan	NED	Member	29-Jun-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Hari Gopalakrishnan	NED	Member	29-Jun-2019	
2	Holly Jane Morris	ID	Chairperson	01-Apr-2019	
3	Basab Pradhan	ID,C & NED	Member	29-Jun-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

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	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
06-Apr-2019	23-Jul-2019	Yes	4	1
04-May-2019		Yes	6	3
17-May-2019		Yes	6	3

Company Remarks	Board of Directors Passed the Circular Resolution during the relevant quarter on following dates: 1. August 01, 2019 : To Re-constitute the Stakeholders Relationship Committee 2. September 30, 2019 : To Re-constitute the Audit Committee of the Board of Directors of the Company
Maximum gap between any two consecutive (in number of days)	66

iv. Meeting of Committees

for NIIT Technologies Limited

[Signature]
Company Secretary and Legal Counsel

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	06-Apr-2019	21-Jul-2019	Yes	2	1
Audit Committee	03-May-2019		Yes	3	2
Audit Committee	17-May-2019		Yes	3	2
Nomination & Remuneration Committee	03-May-2019	23-Jul-2019	Yes	2	1
Nomination & Remuneration Committee	17-May-2019		Yes	3	2
Stakeholders Relationship Committee	03-May-2019	23-Jul-2019	Yes	2	0
Risk Management Committee		23-Jul-2019	Yes	2	0

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	64

v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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VI. **Affirmations**

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
- The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
 - Audit Committee - **Yes**
 - Nomination & remuneration committee - **Yes**
 - Stakeholders relationship committee - **Yes**
 - Risk management committee (applicable to the top 100 listed entities) - **Yes**
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
- 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. - **Yes**

For NIIT Technologies Limited




5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 b. Any comments/observations/advice of Board of Directors may be mentioned here:

Name : Mr. Lalit Kumar Sharma
Designation : Company Secretary

ANNEXURE III

Affirmations

Broad Heading	Regulation Number	Compliance Status	Company Remark
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Name : Lalit Kumar Sharma
Designation : Company Secretary



for NIIT Technologies Limited

[Handwritten Signature]
 Company Secretary and Legal Counsel