

NIIT TECHNOLOGIES LIMITED

CIN L65993DL1992PLC048753

Regd. Office: 8 Balaji Estate, First Floor, Guru Ravi Das Marg, Kalkaji,

New Delhi – 110 019 Ph: 91 (11) 41675000, Fax: 91 (11) 41407120

Website: <http://www.niit-tech.com>; Email: investors@niit-tech.com

NOTICE OF 23rd ANNUAL GENERAL MEETING, E-VOTING INFORMATION AND BOOK CLOSURE DATES

Notice is hereby given that the Twenty Third Annual General Meeting ("AGM") of the Members of the Company will be held on Monday, August 03, 2015 at 9:00 A.M. at Mapple Exotica, Khasra No.123, Chattarpur Mandir Road, Satbari, New Delhi 110 074, to transact the Ordinary and Special Business, as set out in the Notice of the 23rd AGM.

The Notice of the AGM, Annual Report for FY2014-15 has been sent in electronic mode to Members whose e-mail IDs are registered with the Company or the Depository Participant(s). Physical copy of the Notice of AGM, Annual Report FY 2014-15 have been sent to all other Members at their registered address in the permitted mode. The electronic transmission/physical dispatch of Notice and the Annual Report has been completed on June 09, 2015. The Notice of the AGM and the Annual Report is also available and can be downloaded from the following link <http://www.niit-tech.com/investors>. Members, who do not receive the Notice and the Annual Report, may download it from the above link or may request for a copy of the same by writing to the Company Secretary at the above mentioned email id or registered office address of the Company.

The Company is pleased to inform that pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the Company is providing the facility to exercise the right to vote at the AGM by electronic means and the business may be transacted through the e-voting services provided by National Securities Depository Limited (NSDL). The e-voting period commences on Friday, July 31, 2015 at 9:00 A.M. and ends on Sunday, August 02, 2015 at 5:00 P.M. The e-voting module shall be disabled for voting after 5:00 P.M. on Sunday, August 02, 2015. Members of the Company holding shares in physical or dematerialized form as on the cut-off date, being July 27, 2015 may cast their vote by remote e-voting or by voting through physical ballot forms by post or by voting at the AGM. The procedure of e-voting is given in the Notice of AGM. In case of any query, Members may refer to Frequently Asked Questions (FAQs) for Members and e-voting user manual available at the Download Section of <https://www.evoting.nsdl.com> or contact Mr. Rajiv Ranjan/Mr. Amit Vishal, the officials of NSDL at 022-24994600. Members may also write to Company Secretary at the above mentioned email id or registered office address of the Company.

Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as on the cut-off date i.e. July 27, 2015, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.

Further, in terms of Clause 35B of the Listing Agreement, the Company has provided the facility for voting through physical Ballot Forms to those Members who don't have access to e-voting facility. The Members who opt to cast their votes through Physical Ballot Form by post, should ensure that Physical Ballot Forms must reach not later than August 02, 2015 at 5:00 P.M. addressed to the Scrutinizer viz., Mr. Nityanand Singh, Company Secretary (Membership No. FCS 2668) of M/s Nityanand Singh & Co., C/o 8, Balaji Estate, Guru Ravi Das Marg, Kalkaji, New Delhi – 110 019. The physical Ballot Forms received after 5:00 P.M. on August 02, 2015 shall not be considered.

Notice is hereby also given pursuant to Section 91 of the Companies Act, 2013 that the Register of Members and Share Transfer Books will remain closed from July 25, 2015 to August 03, 2015 (both days inclusive). The dividend as recommended by the Board of Directors, if approved at the AGM, will be paid to those Members whose names appear in the Register of Members or in the records of the Depositories i.e. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as beneficial owners of the shares as at the end of business hours on July 24, 2015.

For NIIT Technologies Limited

Sd/-

Lalit Kumar Sharma
Company Secretary & Legal Head

Dated: July 09, 2015

Place: New Delhi