

**BSÉ LTD**  
**ACKNOWLEDGEMENT**

Acknowledgement No	: 1307201807122027	Date & Time	: 13/07/2018 07:12:20 PM
Scrip Code	: 532541		
Entity Name	: NIIT TECHNOLOGIES LIMITED		
Compliance Type	: Regulation 27(2)- Corporate Governance		
Quarter / Period	: 30/06/2018		
Mode	: E-Filing		



**Date of Download** 13-Jul-2018

**NSE Acknowledgement**

<b>Symbol:-</b>	NIITTECH
<b>Name of the Company: -</b>	NIIT Technologies Limited
<b>Submission Type:-</b>	Corporate Governance
<b>Quarter/Period Ended: -</b>	30-Jun-2018
<b>Date of Submission:-</b>	2018-07-13 20:21:46
<b>NEAPS App. No:-</b>	47351

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**CORPORATE GOVERNANCE REPORT**

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

2. Quarter ending - **JUNE 30, 2018**

**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/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr. Rajendra S Pawar	00042516	Executive – Chairman	27/03/2018	--	02	00	-
Mr. Arvind Thakur	00042534	Executive – Vice-Chairman & Managing Director	19/01/2018	--	01	02	-
Mr. Vijay K Thadani	00042527	Non-Executive	12/12/2003	--	02	04	-
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	02	03	03
Mr. Surendra Singh	00003337	Non-Executive-Independent	07/07/2014	Till March 31, 2019	02	04	01
Ms. Holly Jane Morris**	06968557	Non-Executive-Independent	01/04/2017	Till March 31, 2022	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 3. Mr. Surendra Singh 4. Mr. Vijay K Thadani	Chairperson-Non Executive-Independent Non-Executive-Independent Non-Executive-Independent Non-Executive Non-Independent
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 Non-Independent

**NIIT Technologies Ltd.**

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
#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			
<b>III. MEETING OF BOARD OF DIRECTORS</b>			
<b>Date(s) of Meeting (if any) in the previous quarter</b>		<b>Date(s) of Meeting (if any) in the relevant quarter</b>	<b>Maximum gap between any two consecutive (in number of days)</b>
January 19, 2018 March 27, 2018		May 04, 2018	37 days
<b>IV. MEETING OF COMMITTEES</b>			
<b>Date(s) of meeting of the committee in the relevant quarter</b>	<b>Whether requirement of Quorum met (details)</b>	<b>Date(s) of meeting of the committee in the previous quarter</b>	<b>Maximum gap between any two consecutive meetings in number of days*</b>
<b>a. Audit Committee</b> May 03, 2018 May 12, 2018	Yes	January 18, 2018 February 23, 2018 March 26, 2018	37 days
<b>b. Stakeholders Relationship Committee</b> May 03, 2018	Yes	January 18, 2018	104 days
<b>c. Nomination &amp; Remuneration Committee</b> May 03, 2018, May 23, 2018	Yes	January 18, 2018 March 26, 2018	37 days
<b>V. RELATED PARTY TRANSACTIONS</b>			
<b>SUBJECT</b>		<b>COMPLIANCE STATUS YES/NO/NA</b>	
a. Whether prior approval of audit committee obtained		Yes	
b. Whether shareholder approval obtained for material RPT		There was no material related party transaction	
c. Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		Yes	
<b>VI. AFFIRMATIONS</b>			
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.			

For NIIT Technologies Limited

**Lalit Kumar Sharma**  
Company Secretary & Legal Counsel

NIIT Technologies Ltd.

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