

**NIIT Limited**

85, Sector 32 Institutional
Gurgaon 122 001
India
Tel: +91 (124) 4293000
Fax: +91 (124) 4293333

Registered Office:
B-234, Okhla Ph-I
New Delhi 110020, India

www.niit.com

October 22, 2010

1. The Manager

National Stock Exchange of India Ltd
Listing Department
Exchange Plaza
5th Floor, Plot no C/1, G Block
Bandra Kurla Complex
Bandra (E), Mumbai – 400 051
Fax: 022-26598237, 26598238

2. The Manager

Bombay Stock Exchange Limited
Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400 001
Fax: 022-22723121, 22722082

Subject: Outcome of the Board Meeting

Dear Sir,

Please note that the Board of Directors of the Company in their meeting held on October 22, 2010 has inter-alia approved the following:

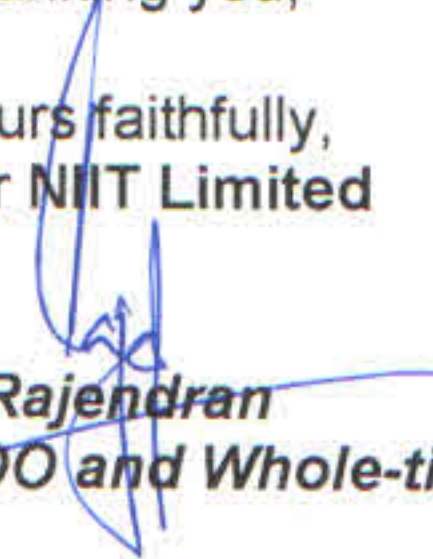
- a) Approved the Un-audited financial results of the Company for the quarter ended September 30, 2010 subject to Limited Review by the Auditors of the Company. Pursuant to the provisions of the Clause 41 of the Listing Agreement, a copy of the un-audited financial results for the quarter ended September 30, 2010 in the prescribed format is enclosed.
- b) Accepted the resignation of Mr. Parveen Jain from the post of Company Secretary & Legal Counsel of the Company. Mr. Parveen Jain also ceases to be the Compliance Officer of the Company and in his place Mr. Mr. Jitender Mahajan, CFO is appointed as a Compliance Officer of the Company for an interim period.

You are requested to take note of the same and inform your members accordingly.

Please acknowledge receipt.

Thanking you,

Yours faithfully,
For NIIT Limited


P Rajendran
COO and Whole-time Director

Encl: a/a

NIIT Limited
 Regd Office : B-234, Okhla Industrial Area Phase - I, New Delhi-110020
 Ph : 91 (11) 41407000 Fax : 91 (11) 28817344 Website : http://www.niit.com
 Email : investors@niit.com
Unaudited Financial Results (Standalone) for the Quarter Ended 30th September, 2010

(Rs. Lacs)

Particulars	3 months ended (30/09/2010)	Corresponding 3 months ended (30/09/2009)	Year to date figures for current period ended (30/09/2010)	Year to date figures for the corresponding period ended (30/09/2009)	Previous accounting year ended (31/03/2010)
	Limited Review*	Limited Review	Unaudited	Unaudited	Audited
(1)	(2)	(3)	(4)	(5)	(6)
1 a) Net Sales/Income from Operations	17,672	20,495	31,756	32,887	62,517
b) Other Operating Income	-	-	-	-	-
2 Expenditure					
a) (Increase)/ Decrease in stock	(171)	(227)	(159)	(196)	(89)
b) Purchase of traded goods	2,761	7,705	5,155	9,300	14,440
c) Personnel Cost	3,632	2,869	7,280	5,767	11,742
d) Development, Production & Execution	3,416	3,304	6,350	5,896	11,544
e) Depreciation	1,460	1,376	2,863	2,700	5,416
f) Other expenditure	5,185	4,309	9,271	8,211	15,464
g) Total	16,483	19,336	30,760	31,478	68,519
3 Profit from Operations before Other Income, Interest & Exceptional Items (1-2)	1,089	1,169	996	1,409	3,998
4 Other Income					
- Interest	191	304	370	596	1,106
- Others	252	279	679	514	1,950
5 Profit before Interest & Exceptional Items (3+4)	1,632	1,742	2,045	2,519	7,056
6 Interest Expense	701	665	1,315	1,285	2,581
7 Profit (+)/Loss(-) after Interest but before Exceptional Items (5-6)	831	1,077	730	1,234	4,485
8 Exceptional Items	-	-	-	-	-
9 Profit (+)/ Loss (-) from Ordinary Activities before tax (7+8)	831	1,077	730	1,234	4,485
10 Tax expense					
- Current Tax	109	373	113	532	1,021
- Deferred Tax Charge/ (Credit)	169	(90)	(33)	(113)	460
- Tax Charge/ (Credit) relating to earlier years	32	-	32	-	(113)
11 Net Profit from Ordinary Activities after tax (9-10)	621	794	618	615	3,117
12 Extraordinary Item	-	-	-	-	-
13 Net Profit for the period (11-12)	621	794	618	615	3,117
14 Paid-up equity share capital	3,302	3,302	3,302	3,302	3,302
Face Value	Rs. 2/- each	Rs. 2/- each	Rs. 2/- each	Rs. 2/- each	Rs. 2/- each
15 Reserve excluding revaluation reserves as per balance sheet of previous accounting year	-	-	-	-	36,098
16 Earnings Per Share (EPS) (Rs.) (not annualised)					
- Basic	0.32	0.48	0.37	0.49	1.89
- Diluted	0.32	0.48	0.37	0.49	1.89
17 Debt Service Coverage Ratio	-	-	2.06	1.56	2.27
18 Interest Service Coverage Ratio	-	-	3.65	3.73	4.31
19 Public shareholding					
- Number of shares	109,022,689	108,935,230	109,022,689	108,935,230	109,022,689
- Percentage of shareholding	66.04%	65.98%	66.04%	65.98%	66.04%
20 Promoters and promoter group Shareholding					
a) Pledged/Encumbered					
- Number of shares	Nil	Nil	Nil	Nil	Nil
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	NA	NA	NA	NA	NA
- Percentage of shares (as a % of the total share capital of the company)	NA	NA	NA	NA	NA
b) Non-encumbered					
- Number of shares	56,072,908	56,160,367	56,072,908	56,160,367	56,072,908
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	100%	100%	100%	100%	100%
- Percentage of shares (as a % of the total share capital of the company)	33.96%	34.02%	33.96%	34.02%	33.96%

*** Notes:-**

- Development, Production & Execution expenditure includes Course execution charges amounting to Rs. 1,761 Lacs for the current quarter (corresponding quarter and previous year Rs. 2,081 Lacs and Rs. 7,538 Lacs respectively). Other expenses includes advertisement expenses amounting to Rs. 2,010 Lacs for the current quarter (corresponding quarter and previous year Rs. 1,898 Lacs and Rs. 5,318 Lacs respectively).
- During the quarter the Company has made following long term investments in its subsidiaries
 - NIIT Multimedia Limited : Rs 20 Lacs
- Under the Employee Stock Option Plan 2005 (ESOP 2005), approved by the shareholders, during the current quarter 171,485 options have lapsed and 7,066,177 Options remains unexercised under various grants as at quarter end.
- The sub businesses are fully aligned to global learning business of the Company and the same are being viewed by the management as a single primary segment, i.e. Learning Business.
- At the beginning of the quarter, there was no investor complaint pending for resolution, 12 complaints were received during the current quarter, 10 complaints were resolved and 2 complaints were pending for resolution as on September 30, 2010 which have been subsequently resolved.
- Formula used for calculation of Debt Service Coverage ratio and Interest Service Coverage Ratio are as follows:
 (a) Debt Service Coverage Ratio = Profit after tax but before Interest expense and Depreciation / loan repayments (excluding working capital and other short term loan repayments) and interest expense
 (b) Interest Service Coverage Ratio = Profit after tax but before Interest expense and Depreciation / interest expense

7) STATEMENT OF ASSETS AND LIABILITIES

PARTICULARS	(Rs. Lacs)	
	AS AT 30/09/2010 Limited Review	AS AT 30/09/2009 Unaudited
SHAREHOLDERS' FUNDS		
Share Capital	3,302	3,302
Reserves and Surplus	36,716	36,336
LOAN FUNDS		
TOTAL	68,355	60,780
FIXED ASSETS	17,985	20,030
INVESTMENTS	20,342	19,285
CURRENT ASSETS, LOANS AND ADVANCES		
a) Inventories	1,172	1,120
b) Sundry Debtors	25,032	18,347
c) Cash and Bank Balances	2,873	2,518
d) Other Current Assets	7,128	9,059
e) Loans and Advances**	15,943	13,656
Less : CURRENT LIABILITIES AND PROVISIONS		
a) Current Liabilities	21,142	22,099
b) Provisions	978	1,136
TOTAL	68,355	60,780

** Includes Deferred Tax Assets (Net) aggregating to Rs. 19 Lacs (amount in the corresponding previous period Rs 575 lacs)

- The figures of the previous quarter/ year, to the extent feasible, have been regrouped/ reclassified to conform to the current quarter classification.
- The above results have been approved and taken on record by the Board of Directors of the Company at its meeting held on October 22, 2010.

By order of the Board
For NIIT Limited

Vijay K. Thadani
CEO & Whole-time Director

Place : New Delhi
Date : October 22, 2010