



MANAGED
TRAINING
SERVICES

Corporate Office:
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June 6, 2026

The Manager
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001

The Manager
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai - 400 051

Subject: Disclosure/ Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Scrp Code: BSE – 543952; NSE – NIITMTS

Dear Sir/ Madam,

Pursuant to Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we would like to inform you that NIIT (Ireland) Limited ("NIIT Ireland"), a wholly owned subsidiary of NIIT Learning Systems Limited ("NLSL" or "the Company"), has informed the Company (on June 6, 2026 at 2:58 am IST) regarding the decision of capital restructuring taken by its board of directors in respect of its wholly owned subsidiary: NIIT Learning Solutions (Canada) Ltd ("NIIT Canada"), which is also a step-down subsidiary of the Company. Disclosure in requisite format in terms of Regulation 30 of Listing Regulations is enclosed herewith and marked as "Annexure - A".

This is for your information and record.

Thanking you,

Yours truly,
For NIIT Learning Systems Limited

Deepak Bansal
Company Secretary
& Compliance Officer

NIIT Learning Systems Limited

(Formerly MindChampion Learning Systems Limited)

Registered Office: Plot No. 85, Sector 32, Institutional Area,
Gurugram 122 001, Haryana, India | Tel: +91 (124) 4293000 | CIN: L72200HR 2001 PLC 099478

Annexure - A

a.	Details and reasons for restructuring	<p>NIIT Learning Solutions (Canada) Ltd (“NIIT Canada”) is a wholly owned subsidiary of NIIT (Ireland) Limited.</p> <p>NIIT Canada successfully completed a large training contract in the real estate sector in September 2025.</p> <p>Post completion of the above contract, the size of operations and capital requirements have commensurately reduced.</p> <p>The existing capital of NIIT Canada is CAD 9,197,260 (9,197,260 Common shares of par value of CAD 1 each) and net-worth is CAD 11.05 Mn as of 31 March 2026.</p> <p>On March 31, 2026 the NIIT Canada had cash and bank balances of CAD 9.9 Mn. The cash balance materially exceeds the requirement of the current scale of operations.</p> <p>NIIT Ireland, as sole shareholder, approved the restructuring of share capital of NIIT Canada by reducing the par value of issued and outstanding common shares by an aggregate amount of CAD 5,058,493.00 as permitted by applicable British Columbia law, and to return this amount to NIIT (Ireland) Limited, as sole holder of the common shares of NIIT Canada.</p>
b.	Quantitative and/ or qualitative effect of restructuring	<p>The aforementioned restructuring is as per the applicable provisions of the laws of British Columbia. Post this restructuring, the share capital of NIIT Canada would reduce to CAD 4,138,767 (9,197,260 Common shares of par value of CAD 0.45 each).</p> <p>The above decision is not expected to have any adverse /material impact on the financial of these subsidiaries and consolidated financials of the Company. NIIT Canada will continue to remain a wholly owned subsidiary of NIIT Ireland and a step-down subsidiary of the Company.</p>
c.	details of benefit, if any, to the promoter/ promoter group/ group companies from such proposed restructuring	None
d.	brief details of change in shareholding pattern (if any) of all entities	<p>NIIT Canada will continue to remain a wholly owned subsidiary of NIIT Ireland and a step-down subsidiary of the Company.</p> <p>There will be no change in shareholding pattern of any entity except as mentioned above.</p>