

September 29, 2020

To,

<p>The Department of Corporate Services, <b>BSE Limited</b> 14<sup>th</sup> Floor, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001</p>	<p>The Listing Compliance Department <b>National Stock Exchange of India Ltd.</b> Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex Bandra (E), Mumbai - 400 051.</p>	<p><b>Nida Deshpande</b> Company Secretary &amp; Compliance Officer, <b>KPIT Technologies Limited</b> Plot 17, Rajiv Gandhi Infotech Park, MIDC-SEZ, Phase III, Maan, Taluka-Mulshi, Hinjawadi, Pune, Maharashtra 411057</p>
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**DISCLOSURE UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

1. Name of the Target Company (TC)	KPIT Technologies Limited ( <b>‘Company’</b> )		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Vistra ITCL (India) Limited ( <b>‘Vistra’</b> ) (In our capacity as Security Trustee) The IL&FS Financial Centre, Plot C-22, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai 400 051		
3. Whether the acquirer belongs to Promoter/Promoter group	No		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited (BSE) National Stock Exchange of India Limited (NSE)		
5. Details of the acquisition / disposal as follows	<b>Number</b>	<b>% w.r.t. total share/voting capital wherever applicable (*)</b>	<b>% w.r.t. total diluted share/voting capital of the TC (**)</b>
<b>Before the acquisition under consideration, holding of :</b> a) Shares carrying voting rights b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/ others) c) Voting rights (VR) otherwise than by shares d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	----- 2,13,16,470 ----- -----	----- 7.78% ----- -----	----- ----- ----- -----
<b>Total (a+b+c+d)</b>	<b>2,13,16,470</b>	<b>7.78%</b>	<b>-----</b>
<b>Details of acquisition/ Sale</b> a) Shares carrying voting rights acquired/ sold b) VRs acquired/sold otherwise than by shares c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold d) Shares encumbered/ <del>invoked</del> /released by the acquirer	----- ----- ----- 33,50,716 (2,30,43,576)	----- ----- ----- 1.22% (8.40%)	----- ----- ----- -----

<b>Total (a+b+c+d)</b>	<b>(1,96,92,860)</b>	<b>(7.18%)</b>	----
<b>After the acquisition/ sale holding of:</b>			
a) Shares carrying voting rights	----	----	----
b) Shares encumbered with the acquirer	16,23,610	0.60%	----
c) VRs otherwise than by shares	----	----	----
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	----	----	----
<b>Total (a+b+c+d)</b>	<b>16,23,610</b>	<b>0.60%</b>	----
Mode of acquisition/ sale (e.g. open market /off market/ public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Pledge and Release of equity shares		
Date of acquisition / sale of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable	<b>Pledge dates:</b> March 02, 2020 and September 28, 2020 <b>Release dates:</b> March 27, 2020 and September 25, 2020.		
Equity share capital / total voting capital of the TC before the said acquisition/ sale	27,41,43,808 Equity Shares (As per the Shareholding pattern available on BSE website for the quarter ended June 2020)		
Equity share capital/ total voting capital of the TC after the said acquisition/ sale	27,41,43,808 Equity Shares (As per the Shareholding pattern available on BSE website for the quarter ended June 2020)		
Total diluted share/voting capital of the TC after the said acquisition	----		

(\* ) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(\*\*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

**Note:**

1. 33,50,716 Equity Shares of the Company have been pledged on the above mentioned dates in capacity as a Security Trustee for Term loan facility availed by Krayon Pictures Pvt Ltd
2. 2,30,43,576 Equity Shares of the Company pledged with Vistra are released on the above mentioned dates in capacity as a Security Trustee for Term loan facility availed by Krayon Pictures Private Limited and Proficient Finstock LLP.

*The primary onus of complying with the provisions of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 is of the lender, debenture holder and not on the Trustee. However, out of abundant caution, Vistra in its capacity as security trustee and debenture trustee is disclosing and filing this disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.*

**For Vistra ITCL (India) Limited**



**Authorised Signatory**

Place: Mumbai