

September 03, 2019

To,

The Company Secretary, KPIT Technologies Limited Plot No.17,Rajiv Gandhi Infotech Park, MIDC-SEZ, Phase-III, Maan, Taluka - Mulshi, Hinjawadi, Pune MH 411057.	The Manager, Listing Department, National Stock Exchange of India Limited, Exchange Plaza, 5 <sup>th</sup> Floor, Plot No. – C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai – 400051.  Symbol: KPITTECH	The Manager, Listing Department, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001.  Scrip Code: 542651
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**Subject: - Disclosure pursuant to Regulation 29 (2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011.**

Dear Sir / Madam,

Proficient Finstock LLP (“LLP”) had filed Public Announcement with Stock Exchanges (BSE Limited and National Stock Exchange of India Limited) with respect to the open offer pursuant to Regulation 3 (1) and (4) read with regulations 13(4), 14(3) and 15(2) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 (“SEBI (SAST) Regulations, 2011”) **along with Kishor Patil and Persons Acting in Concert (PAC’s) for acquisition of up to 7,12,77,391 fully paid-up equity shares, representing 26% (twenty six percent) of the fully diluted voting equity share capital of KPIT Technologies Limited (erstwhile KPIT Engineering Limited) from the Public Shareholders.**

The Open Offer was made to the Public Shareholders in accordance with regulations 3(1) and 4 of the SEBI (SAST) Regulations, 2011 pursuant to the substantial acquisition of shares, voting rights and control over KPIT Technologies Ltd. by Acquirers in accordance with and subject to the terms of the investment agreement executed by and among the Acquirers, PACs and National Engineering Industries Limited and Central India Industries Limited on January 29, 2018 (“KEL Investment Agreement”).

Accordingly, Proficient Finstock LLP and Mr. Kishor Patil have acquired shares of the Company from National Engineering Industries Limited and Central India Industries Limited as per the terms of the KEL Investment Agreement.

Pursuant to **Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011** (hereinafter referred to as 'SEBI (SAST)'), please find attached disclosure from Kishor Patil, and Proficient Finstock LLP for purchase equity shares of KPIT Technologies Limited.

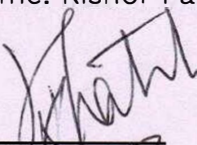
Kindly take the same on your records.

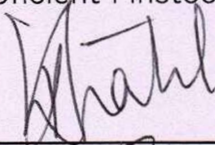
Thanking you,

Yours faithfully,

Name: Kishor Patil

For Proficient Finstock LLP

  
\_\_\_\_\_  
Signature

  
\_\_\_\_\_  
Authorized Representative



**Encl.:-** As mentioned above.

**Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Name of the Target Company (TC)	KPIT Technologies Limited (Formerly KPIT Engineering Limited)		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	<u>Acquirer</u> Proficient Finstock LLP Mr. Kishor Patil  <u>PAC</u> Ms. Anupama Patil Mr. Shashishekhar Pandit Ms. Nirmala Pandit Mr. Chinmay Pandit Ms. Hemlata Shende Mr. Shrikrishna Patwardhan Mr. Ajay Bhagwat Ms. Ashwini Bhagwat Mr. Sachin Tikekar K & P Management Services Private Limited		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited (BSE) National Stock Exchange of India Limited (NSE)		
Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition/ disposal under consideration, holding of :			
a) Shares carrying voting rights			
• Proficient Finstock LLP	27141718	9.90	9.90
• Kishor Patil	2989080	1.09	1.09
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 T C (specify holding in each category)	-	-	-
e) Total (a+b+c+d)	30130798	10.99	10.99

Details of acquisition/ <del>sale</del> :			
a) Shares carrying voting rights acquired/ <del>sold</del> <ul style="list-style-type: none"> <li>• Proficient Finstock LLP</li> <li>• Kishor Patil</li> </ul>	55222574 14679419	20.14 5.35	20.14 5.35
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 / invoked/released by the acquirer	-	-	-
e) Total (a+b+c+/-d)	69901993	25.50	25.50
After the acquisition/ <del>sale</del> , holding of:			
a) Shares carrying voting rights <ul style="list-style-type: none"> <li>• Proficient Finstock LLP</li> <li>• Kishor Patil</li> </ul>	82364292 17668499	30.04 6.44	
b) Shares encumbered with the acquirer	-	-	-
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	-	-	-
e) Total (a+b+c+d)	100032791	36.48	
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Inter-se transfer		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	August 30, 2019		
Equity share capital / total voting capital of the TC before the said acquisition / sale	274143808 shares of INR 10 each		

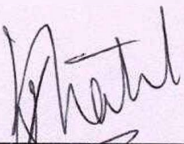
Equity share capital/ total voting capital of the TC after the said acquisition / sale	274143808 shares of INR 10 each
Total diluted share/voting capital of the TC after the said acquisition	Not Applicable

(\*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchanges.

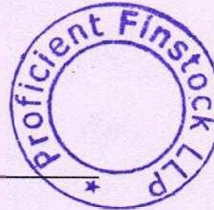
(\*\*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

**Signature of the acquirer / ~~seller~~ / Authorised Signatory**

For PROFICIENT FINSTOCK LLP

  
 \_\_\_\_\_  
 Kishor Patil

  
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 Authorised Signatory



**Place:** Pune

**Date:** September 03, 2019