

January 22, 2019

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

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (East),
Mumbai - 400 051

Scrip Code - 532400

Symbol: KPIT

Dear Sirs,

Ref: **Disclosure under Regulation 29(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.**

Sub: **Composite Scheme of Arrangement involving KPIT Technologies Limited ("KPIT") and Birlasoft (India) Limited ("BSIL") and KPIT Engineering Limited ("KEL") and their respective shareholders ("Scheme").**

Pursuant to Regulation 29(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (hereinafter referred to as 'SEBI (SAST)'), we wish to inform you that we, **NATIONAL ENGINEERING INDUSTRIES LTD** and **CENTRAL INDIA INDUSTRIES LIMITED** have acquired equity shares of **KPIT TECHNOLOGIES LIMITED**, a company listed on your esteemed stock exchange on 18th January, 2019 pursuant to Scheme.

In this connection please find enclosed the disclosure as per Regulation 29(2) of the SEBI (SAST).

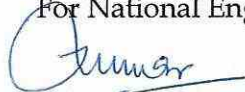
Request you to kindly take the same on record and oblige.

Thanking you,

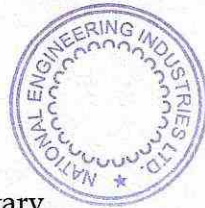
Yours faithfully,

For National Engineering Industries Ltd

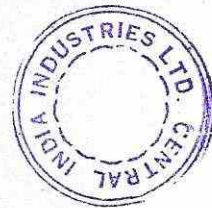
For Central India Industries Limited



Company Secretary



Director



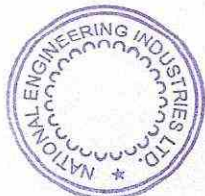
Encl: as above.

Cc : The Company Secretary
KPIT Technologies Limited
35 & 36, Phase - 1,
Rajiv Gandhi Infotech Park,
MIDC, Hinjewadi, Pune,
Maharashtra, 411057

Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	KPIT Technologies Limited		
Name(s) of the Acquirer and Persons Acting in Concert (PAC) with the Acquirer	Acquirer 1. National Engineering Industries Ltd; and 2. Central India Industries Limited PAC¹ 1. Proficient Finstock LLP; 2. Mr Kishor Patil; 3. Mr Shashishekhar Pandit; 4. Ms Nirmala Pandit; 5. Mr Chinmay Pandit; 6. Ms Hemlata Shende; 7. Ms Anupama Patil; 8. Mr Shrikrishna Patwardhan; 9. Mr Ajay Bhagwat; 10. Ms Ashwini Bhagwat; 11. Mr Sachin Tikekar; and 12. K and 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 and the National Stock Exchange of India Limited		
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 / sale under consideration, holding of:			
(a) Shares carrying voting rights			
• National Engineering Industries Ltd	14,81,241	0.75%	0.75%
• Central India Industries Limited	NIL	0%	0%
(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 Seller to receive shares carrying voting rights in the T C (specify holding in each category)	-	-	-
(e) Total (a+b+c+d)	14,81,241	0.75%	0.75%
Details of acquisition / sale			
a) Shares carrying voting rights acquired/sold			
• National Engineering Industries Ltd	7,14,75,555	26.07	26.07

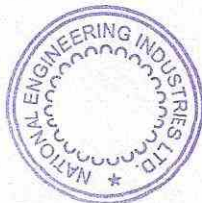
¹ Note: Prior to the acquisition of shares, pursuant to the Scheme (as defined), the Promoters along with Persons Acting in Concert held 3,73,93,530 shares aggregating to 18.93% of the total voting share capital.



• Central India Industries Limited	51,69,511	1.89	1.89
b) VRs acquired / sold otherwise than by shares	-	-	-
c) Warrants/convertible securities/any other instrument that entitles the seller to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	-	-	-
d) Shares encumbered / invoked / released by the seller	-	-	-
e) Total (a+b+c+/-d)	7,66,45,066	27.96	27.96
After the acquisition / sale, holding of:			
a) Shares carrying voting rights			
• National Engineering Industries Ltd	7,29,56,796	26.61	26.61
• Central India Industries Limited	51,69,511	1.89	1.89
b) Shares encumbered with the seller	-	-	-
c) VRs otherwise than by shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the seller to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	-	-	-
e) Total (a+b+c+d)	7,81,26,307	28.50	28.50
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.).	Pursuant to the Composite Scheme of Arrangement involving KPIT Technologies Limited and Birlasoft (India) Limited ("BSIL") and KPIT Engineering Limited ("KEL") and their respective shareholders ("Scheme")		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	18 th January, 2019		
Equity share capital / total voting capital of the TC before the said acquisition / sale (Number of Shares)	19,74,98,742 Equity Shares of INR 2 each		
Equity share capital / total voting capital of the TC after the said acquisition / sale (Number of Shares)	27,41,43,808 Equity Shares of INR 2 each		
Total diluted share / voting capital of the TC after the said acquisition / sale (Number of Shares)	27,41,43,808 Equity Shares of INR 2 each		

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015.

[Handwritten Signature]

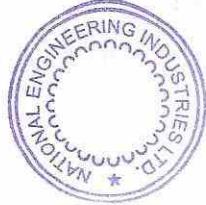


(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

For National Engineering Industries Ltd



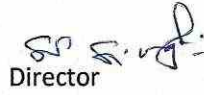
Company Secretary



Place: Kolkata

Date: January 22, 2019

For Central India Industries Limited



Director

