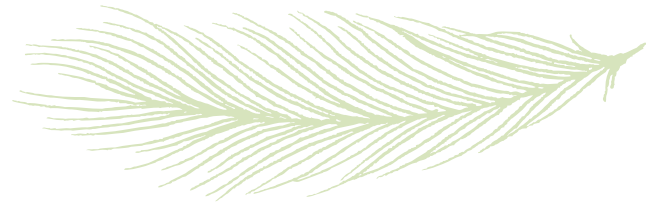


# Mahesh Shetty

A/1303, Kalinga, Nirmal Nagar, Mulund(W), Mumbai. 400080



November 29, 2020

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400 001.

**National Stock Exchange of India Limited**

Exchange Plaza, Bandra Kurla Complex,  
Bandra (East), Mumbai - 400 051

Dear Sir,

**Ref: Disclosure by the Promoter(s) to the stock exchange and to the Target Company for encumbrance of shares/release of encumbrance, in terms of Regulation 31 (1) and 31 (2) SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

With reference to disclosure requirements by the Promoter(s) to the stock exchange and to the Target Company for encumbrance of shares/invocation of encumbrance/release of encumbrance, in terms of Regulation 31(1) and 31(2) SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find attached herewith our disclosure for creation/ release/ invocation of pledge on the equity shares of MT Educare Limited.

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

Thanking you,

**Mahesh Shetty**

**Encl: As above**

**CC: Mt Educare Limited**

220, 2<sup>nd</sup> Floor, Flying Colors,  
Pt. Din Dayal Upadhyay Marg,  
L.B.S Cross Road,  
Mulund West,  
Mumbai – 400080.

| (Format for Disclosure by the Promoter (s) to the stock exchange and to the Target Company for encumbrance of shares /invocation of encumbrance / release of encumbrance, in terms of Regulation 31 (1) and 31 (2) SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011) |   |                          |   |                          |  |  |  |                           |              |                          |  |              |                          |
|--|---|--------------------------|---|--------------------------|--|--|--|---------------------------|--------------|--------------------------|--|--------------|--------------------------|
| Name of the Target Company (TC)  |   |                          |   |                          |  |  |  |                           |              |                          |  |              |                          |
| Name of the stock exchanges where the shares of the target company are listed  |   |                          |   |                          |  |  |  |                           |              |                          |  |              |                          |
| Date of Reporting  |   |                          |   |                          |  |  |  |                           |              |                          |  |              |                          |
| Name of the Promoter or PAC on whose shares encumbrance has been created /invoked /released  |   |                          |   |                          |  |  |  |                           |              |                          |  |              |                          |
| Details creation of encumbrance:   |   |                          |   |                          |  |  |  |                           |              |                          |  |              |                          |
| Name of Promoter (s) or PACs with him *  | Promoter Holding in the target company(1) |                          | Promoter holding already encumbered (2) |                          | Details of Event pertaining to encumbrance (3) |  |  |                           |              |                          |  |              |                          |
|  | No of Shares                              | % of total share Capital | No of Shares                            | % of total share Capital | Type of event (creation/release/invocation)    | Date of creation/invocation/release of encumbrance | Type of encumbrance (pledge/lien/non disposal/undertaking/other) | Reasons for encumbrance** | No of Shares | % of total share capital | Name of the entity in whose favor shares encumbered*** | No of Shares | % of total share capital |
| Mr. Mahesh Shetty  | 1,14,69,868                               | 15.88                    | 1,10,00,000                             | 15.23                    | Invocation                                     | 25/11/2020   | Pledge   | Collateral for Loan       | 80,00,000    | 11.08                    | Xander Finance Private Limited                         | 30,00,000    | 4.15                     |
| Zee Learn Limited  | 4,27,01,173                               | 59.12                    | 2,16,68,416                             | 29.99                    | -  | -  | -  | -                         | -            | -                        | -  | 2,16,68,416  | 29.99                    |

Place : Mumbai

Date: 29<sup>th</sup> November. 2020

Mr. Mahesh Shetty  
Promoter

\*The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.

\*\* For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, etc.

\*\*\*This would include name of both the lender and the trustee who may hold shares directly or on behalf of the lender.

