

# PETERHOUSE INVESTMENTS LIMITED

Administrative Office:  
PO Box 287, 4th Floor, West Wing, Trafalgar Court, Admiral Park, St. Peter Port, Guernsey GY1 3RL  
Telephone: +44 1481 727571 Fax: +44 1481 723162

Our Ref: NGC/JKJ/009505

29 March 2021

<p>To <b>The Company Secretary</b> M/s Usha Martin Education Solutions Ltd Godrej Waterside, 12th Floor, Unit No. – 1206, Tower – 2 Block - DP, Sector V, Salt Lake City, Kolkata-700091</p> <p><u>Email:</u> <a href="mailto:Rituparna.das@umesl.co.in">Rituparna.das@umesl.co.in</a></p>	<p>To, <b>The Secretary</b> National Stock Exchange of India Ltd Exchange Plaza, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra ( East) Mumbai – 400 051</p> <p>Email: <a href="mailto:takeover@nse.co.in">takeover@nse.co.in</a></p>	<p>To, <b>The Secretary</b> Bombay Stock Exchange Limited Floor 25, Phiroze Jeejeebhoy Towers, Dalal Street Mumbai – 400 001</p> <p>E-mail: <a href="mailto:corp.relations@bseindia.com">corp.relations@bseindia.com</a></p>
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Dear Madam/Sir,

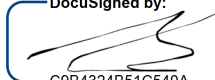
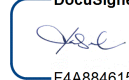
Enclosed please find herewith declaration under Regulation 29 (2) of the SEBI (SAST) Regulations, 2011 for sale of equity shares of Usha Martin Education & Solutions Limited for your reference and necessary action.

Kindly acknowledge the receipt.

Yours faithfully

**PETERHOUSE INVESTMENTS LIMITED**

Per:

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**TRIDENT CORPORATE SERVICES (NO.2) LIMITED**  
**Director**

Registered Office: Trident Chambers, P O Box 146, Wickhams Cay, Road Town, Tortola, British Virgin Islands  
Incorporation Number : 248779 Place of Incorporation: British Virgin Islands  
Directors : Trident Corporate Services (No.2) Limited

#VPW:TGG.167150#


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


Name of the Target Company (TC)	USHA MARTIN EDUCATION & SOLUTIONS LIMITED		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Peterhouse Investments Limited and other promoters as PAC		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	Bombay Stock Exchange (BSE), The National Stock Exchange of India Ltd. (NSE)		
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/disposal under consideration, holding of :</b>			
a) Shares carrying voting rights	19,38,291 Equity Shares	7.34%	7.34%
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)	<b>19,38,291</b> Equity Shares	<b>7.34%</b>	<b>7.34%</b>
<b>Details of acquisition/sale</b>			
a) Shares carrying voting rights acquired/sold	<b>1,75,000</b> <b>equity shares</b>	<b>0.66%</b>	<b>0.66%</b>
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)	<b>1,75,000 Equity Shares</b>	<b>0.66%</b>	<b>0.66%</b>
<b>After the acquisition/sale, holding of:</b> a) Shares carrying voting rights 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	17,63,291 Equity Shares	6.68%	6.68%
e) Total (a+b+c+d)	<b>17,63,291 Equity Shares</b>	<b>6.68%</b>	<b>6.68%</b>
Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.)	Open Market (NSE)		
Date of acquisition/ sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	26.03.2021		
Equity share capital / total voting capital of the TC before the said acquisition/ sale	19,38,291		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	17,63,291		
Total diluted share/voting capital of the TC after the said acquisition	17,63,291		

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

(\*\*) 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.

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**Signature of the acquirer / seller / Authorized Signatory**

Place: Guernsey

Date: 29.03.2021