

December 01, 2020

To, BSE Limited Listing Department Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400001	To, National Stock Exchange of India Ltd, The Listing Compliance Department, Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai - 400051	To, Mr. Ravindra Mishra Company Secretary MT Educare Ltd 2 nd floor, Flying colors, Pandit Din Dayal Upadhyay Marg, LBS cross road, Mulund (West), Mumbai - 400080
--	---	--

Subject: Disclosure pursuant to Regulation 29(1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011

**Details of equity shares: Unit: MT EDUCARE LTD
Scrip code: 534312 ISIN: INE472M01018
Symbol: MTEDUCARE**

Dear Sir/ Madam,

This is to inform you that Xander Finance Private Limited ('the Company') has acquired 80,00,000 (Eighty Lakh) equity shares of MT Educare Ltd through invocation of pledge, constituting 11.08% of the paid-up share capital of MT Educare Ltd (as set out in the table below). The disclosure as required under Regulation 29(1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 is enclosed.

Name of Shareholder	Number of Shares Acquired	Date of Acquisition	Manner of Acquisition
Xander Finance Private Limited	80,00,000 (Eighty Lakh) equity shares of MT Educare Ltd	November 25, 2020	Acquired through invocation of pledge

We would like to inform that the Company being a systemically important non-banking financial company ('NBFC'), the disclosure requirements as prescribed under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 are not applicable to systemically important NBFC vide exemption granted under SEBI (Substantial Acquisition of Shares and Takeovers) (Third Amendment) Regulations, 2018 which are effective from December 31, 2018. However out of abundant caution, the Company has furnished the required disclosure to MT Educare Ltd.

Kindly take the above on record.

For Xander Finance Private Limited

Sandeep Chhabda

**Sandeep Chhabda
Authorised Signatory**



Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part A – Details of the Acquisition

Name of the Target Company (TC)	MT Educare Ltd		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Xander Finance Private Limited (“Acquirer”)		
Whether the Acquirer belongs to Promoter/ Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited		
Details of the acquisition 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 under consideration, holding of acquirer along with PACs of:			
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 equity 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)	-	-	-
e) Total (a+b+c+d)	-	-	-
Details of acquisition			
a) Shares carrying voting rights acquired	80,00,000 equity shares	11.08%	11.08%

b) VRs acquired otherwise than by equity 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)	-	-	-
d) Shares encumbered/ invoked/ released by the Acquirer	-	-	-
e) Total (a+b+c+/-d)	80,00,000 equity shares	11.08%	11.08%
After the acquisition, holding of acquirer along with PACs of:			
a) Shares carrying voting rights	80,00,000 equity shares	11.08 %	11.08 %
b) VRs otherwise than by equity 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) after acquisition	-	-	-
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
e) Total (a+b+c+d)	80,00,000 equity shares	11.08 %	11.08 %
Mode of acquisition/ sale (e.g. open market /off market/ public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Acquired through invocation of pledge		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares etc.	Equity shares		
Date of acquisition of/ date of receipt of intimation of allotment of shares /VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC	November 25, 2020		

Equity share capital / total voting capital of the TC before the said acquisition	7,22,28,054 equity shares having a face value of INR 10 each (As per shareholding pattern for quarter ended September 30, 2020)
Equity share capital/ total voting capital of the TC after the said acquisition	7,22,28,054 equity shares having a face value of INR 10 each (As per shareholding pattern for quarter ended September 30, 2020)
Total diluted share/voting capital of the TC after the said acquisition	7,22,28,054 equity shares having a face value of INR 10 each (As per shareholding pattern for quarter ended September 30, 2020)

(*) 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 Obligations and Disclosure Requirements) Regulations, 2015

(**) 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, Xander Finance Private Limited



Sandeep Chhabda
Authorised Signatory



Date: December 01, 2020
Place: Mumbai