

**Annexure A**

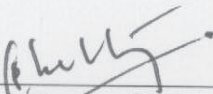
**Format for Disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011**

|                                                                                                                                                                                 |                                                                              |                                                          |                                                   |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------|
| 1. Name of the Target Company (TC)                                                                                                                                              | MT Educare Limited                                                           |                                                          |                                                   |
| 2. Name of the acquirer and Persons Acting in Concert (PAC) with the acquirer                                                                                                   | Mahesh R. Shetty                                                             |                                                          |                                                   |
| 3. Whether the acquirer belongs to promoter / Promoter group                                                                                                                    | Yes                                                                          |                                                          |                                                   |
| 4. Name of the Stock Exchanges where the shares of TC are listed                                                                                                                | The BSE Limited (BSE) and the National Stock Exchange of India Limited (NSE) |                                                          |                                                   |
| 5. Details of the acquisition of shares / voting rights / holding of the Acquirer and PAC                                                                                       | Number of shares                                                             | % w.r.t total share / voting capital wherever applicable | % of total diluted share/voting capital of TC (*) |
| Before the acquisition under consideration, holding of :                                                                                                                        |                                                                              |                                                          |                                                   |
| a. Shares carrying voting rights                                                                                                                                                | 1,69,66,885                                                                  | 42.64945                                                 | 42.64945                                          |
| b. Voting Rights (otherwise than by shares)                                                                                                                                     | Nil                                                                          | Nil                                                      | Nil                                               |
| c. Warrants/convertible securities /any other instruments that would entitle the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) | Nil                                                                          | Nil                                                      | Nil                                               |
| Total (a+b+c)                                                                                                                                                                   | 1,69,56,885                                                                  | 42.62432                                                 | 42.62432                                          |
| Details of acquisition                                                                                                                                                          |                                                                              |                                                          |                                                   |
| a. Shares carrying voting rights                                                                                                                                                | 60,311                                                                       | 0.15160                                                  | 0.15160                                           |
| b. Voting Rights (otherwise than by shares)                                                                                                                                     | Nil                                                                          | Nil                                                      | Nil                                               |
| c. Warrants/convertible securities /any other instruments that would entitle the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) | Nil                                                                          | Nil                                                      | Nil                                               |
| Total (a+b+c)                                                                                                                                                                   | 60,311                                                                       | 0.15160                                                  | 0.15160                                           |
| After the acquisition, holding of:                                                                                                                                              |                                                                              |                                                          |                                                   |
| a. Shares carrying voting rights                                                                                                                                                | 1,70,27,196                                                                  | 42.80105                                                 | 42.80105                                          |
| b. Voting Rights (otherwise than by shares)                                                                                                                                     | Nil                                                                          | Nil                                                      | Nil                                               |
| c. Warrants/convertible securities /any other instruments that would entitle the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) | Nil                                                                          | Nil                                                      | Nil                                               |
| Total (a+b+c)                                                                                                                                                                   | 1,70,27,196                                                                  | 42.80105                                                 | 42.80105                                          |

*Chetty*

|                                                                                                                                                                                                               |                           |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------|
| 6. Mode of Acquisition (e.g. open market / public issue / right issue / preferential allotment / inter-se transfer, etc)                                                                                      | Open Market               |
| 7. Date of acquisition of/date of receipt of intimation of allotment of shares / voting rights/ warrants/convertible securities/ any other instruments that entitles the acquirer to receive shares in the TC | 03/06/2013 and 04/06/2013 |
| 8. Equity share capital / total voting capital of the TC before the said acquisition                                                                                                                          | Rs.39,78,21,870/-         |
| 9. Equity share capital / total voting capital of the TC after the said acquisition                                                                                                                           | Rs.39,78,21,870/-         |
| 10. Total diluted share/voting capital of the TC after the said acquisition                                                                                                                                   | Rs.39,78,21,870/-         |

Note: (\*) 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.

  
**Mahesh Raghu Shetty**  
(Promoter and Acquirer)

Place: Mumbai  
Date: June 5, 2013