

**Annexure A**

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

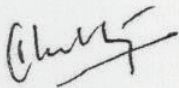
1. Name of the Target Company (TC)	MT Educare Limited		
2. Name of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Mahesh R. Shetty		
3. Whether the acquirer belongs to promoter / Promoter group	Yes		
4. Name of the Stock Exchanges where the shares of TC are listed	The BSE Limited (BSE) and the National Stock Exchange of India Limited (NSE)		
5. Details of acquisition of shares / Disposal of Shares is as follows:	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	1,39,04,803	34.942	34.942
b. Shares in the nature of encumbrance (pledge / lien/ non-disposal undertaking / others)	41,32,000	10.383	10.383
c. Voting Rights (otherwise than by shares)	Nil	Nil	Nil
d. 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+d)	1,80,36,803	45.325	45.325
Details of acquisition / Sale			
a. Shares carrying voting rights acquired / sold	10,00,000	2.513	2.513
b. Voting rights acquired / sold otherwise than by shares	Nil	Nil	Nil
c. Warrants/convertible securities /any other instruments that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired /sold	Nil	Nil	Nil
d. Shares encumbered / invoked / released by the acquirer	Nil	Nil	Nil
Total (a+b+c+d)	10,00,000	2.513	2.513

After the acquisition / sale, holding of:			
a. Shares carrying voting rights	1,29,04,803	32.429	32.429
b. Shares encumbered with the acquirer	41,32,000	10.383	10.383
c. Voting Rights (otherwise than by shares)	Nil	Nil	Nil
d. 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) after acquisition / sale	Nil	Nil	Nil
Total (a+b+c+d)	1,70,36,803	42.812	42.812
6. Mode of Acquisition / Sale (e.g. open market / public issue / right issue / preferential allotment / inter-se transfer, etc)	Open Market		
7. Date of acquisition/ sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable.	08/08/2014		
8. Equity share capital / total voting capital of the TC before the said acquisition/ sale	Rs.39,79,41,400/-		
9. Equity share capital / total voting capital of the TC after the said acquisition / sale	Rs.39,79,41,400/-		
10. Total diluted share/voting capital of the TC after the said acquisition	Rs.39,79,41,400/-		

(\*) Total share Capital / voting capital to be taken as per the latest filing done by the Company to the Stock exchange under Clause 35 of the Listing Agreement.

(\*\*) 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.

Signature of the Acquirer / Seller / Authorised Signatory



**Mahesh Raghu Shetty**  
(Promoter)

Place: Mumbai

Date: August 11, 2014