

APTECH INVESTMENTS

151-155, Nariman Bhavan, Nariman Point, Mumbai - 400 021

6th January 2016

To,
The Secretary,
Bombay Stock Exchange,
Phiroze Jeejeebhoy Tower,
Dalal Street , Mumbai 400 001.

The Secretary
The National Stock Exchange of India Ltd.
Exchange Plaza, Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra (East), Mumbai 400 051.

Dear Sir,

Sub : Transfer of equity shares of Aptech Limited by the Promoters inter-se under Regulation 10(1)(a)(ii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 – Intimation under Regulation 29(2) of the said Regulations

We , Aptech Investments (Aptech Investments is a partnership firm, whose shareholding in the target company is held on its behalf by one of the partners viz., Rare Equity Private Limited) have sold 14,90,24 equity shares of Aptech Limited to Mrs.Rekha Jhunjunwala on 4th January 2016.

Now, we submit the information in necessary formats which is required under Regulations 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

We request to take the same on record and acknowledge.

For Aptech Investments

BCR Anil Gatto
Rare Equity Pvt.Ltd.
Partner

Encls: As above

Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Aptech Limited		
Name(s) of the Seller and Persons Acting in Concert (PAC) with the Seller	<p>Seller: Aptech Investments (Aptech Investments is a partnership firm, whose shareholding in the target company is held on its behalf by one of the partners viz., Rare Equity Private Limited)</p> <p>PACs:</p> <ol style="list-style-type: none"> Mr. Rakesh Jhunjunwala Mrs. Rekha Jhunjunwala Mr. Gopikishan Damani M/s. ASK Securities Advisory Services Pvt. Ltd. 		
Whether the seller belongs to Promoter/Promoter group	Yes, seller is one of the Promoters		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited & BSE 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 sale under consideration, holding of the seller along with PACs of:			
a) Shares carrying voting rights			
1. Aptech Investments (Aptech Investments is a partnership firm, whose shareholding in the target company is held on its behalf by one of the partners viz., Rare Equity Private Limited) (Seller)	99,33,496	24.900	24.900
2. Mrs. Rekha Jhunjunwala (PAC)	25,55,977	6.407	6.407
3. Mr. Rakesh Jhunjunwala (PAC)	43,19,100	10.827	10.827
4. Mr. Gopikishan Damani (PAC)	12,55,227	3.146	3.146
5. ASK Securities Advisory Services Private Limited (PAC)	7,43,136	1.862	1.862
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others) (i.e Shares encumbered with the Seller by way of pledge/ lien/non-disposal undertaking/ others)	NA	NA	NA
c) Voting rights (VR) otherwise than by equity shares	NA	NA	NA
d) Warrants/convertible securities/any other instrument that entitles the seller to receive shares carrying voting rights in the TC (specify holding in each category)	NA	NA	NA

For Aptech Investments


 Rare Equity Private Limited
 Partner

e) Total (a+b+c+d)	1,88,06,936	47.142	47.142
Details of acquisition/sale			
a) Shares carrying voting rights acquired /sold Aptech Investments (Aptech Investments is a partnership firm, whose shareholding in the target company is held on its behalf by one of the partners viz., Rare Equity Private Limited)	14,90,024	3.734	3.734
b) VRs acquired /sold otherwise than by equity shares	NA	NA	NA
c) Warrants/convertible securities/any other instrument that entitles the seller to receive shares carrying category) sold	NA	NA	NA
d) Shares encumbered / invoked/released by the seller	NA	NA	NA
e) Total (a+b+c+/-d)	14,90,024	3.734	3.734
After the acquisition/sale, holding of the seller along with PACs of:			
a) Shares carrying voting rights 1. Aptech Investments (Aptech Investments is a partnership firm, whose shareholding in the target company is held on its behalf by one of the partners viz., Rare Equity Private Limited) (Seller) 2. Mrs. Rekha Jhunjunwala (PAC) 3. Mr. Rakesh Jhunjunwala (PAC) 4. Mr. Gopikishan Damani (PAC) 5. ASK Securities Advisory Services Private Limited (PAC)	84,43,472 40,46,001 43,19,100 12,55,227 7,43,136	21.165 10.142 10.827 3.146 1.862	21.165 10.142 10.827 3.146 1.862
b) Shares encumbered with the seller	NA	NA	NA
c) VRs otherwise than by equity shares	NA	NA	NA
d) Warrants/convertible securities/any other instrument that entitles the seller to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	NA	NA	NA
e) Total (a+b+c+d)	1,88,06,936	47.142	47.142
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Off Market transaction (inter-se transfer between the promoters)		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares;	4 th January, 2016		

For Aptech Investments

Rare Equity Private Limited
Rare Equity Private Limited
Partner

whichever is applicable	
Equity share capital / total voting capital of the TC before the said acquisition /sale	3,98,93,560 equity shares of Rs. 10 each i.e. Rs. 398,935,600
Equity share capital/ total voting capital of the TC after the said acquisition /sale	3,98,93,560 equity shares of Rs. 10 each i.e. Rs. 398,935,600
Total diluted share/voting capital of the TC after the said acquisition	3,98,93,560 equity shares of Rs. 10 each i.e. Rs. 398,935,600

Note:

(*) 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.

Thanking you

Yours faithfully

For Aptech Investments (Seller)

Amit G. G. G.

Rare Equity Pvt.Ltd.

Partner

Dated: 6th January, 2016

Mumbai