

21st March, 2017

Manager (CRD) BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai-400001	Manager – Listing Department National Stock Exchange of India Limited Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (East) Mumbai-400051
Scrip Code: 534312	Scrip Code: MTEDUCARE

Dear Sir,

Subject: Advance Intimation under Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for proposed acquisition of Equity shares of MT Educare Limited by way of inter-se transfer

With reference to the captioned subject and pursuant to Regulation 10(5) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and in the matter of proposed acquisition not exceeding 1,66,00,000 equity shares representing approximately 41.69% of total paid up capital of MT Educare Limited, I wish to inform you the details of proposed acquisition in the prescribed format.

Kindly take the same on your records.

Thanking you,



Mrs. Roopa M. Shetty

Encl: A/a

CC: Compliance Officer
MT Educare Limited
220, 2nd Floor, "Flying Colors",
Pandit Din Dayal Upadhyay Marg,
L.B.S. Cross Road, Mulund(West),
Mumbai 400 080.

Format for Disclosures under Regulation 10(5) – Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company(TC)	MT Educare Limited
2.	Name of the acquirer(s)	Mrs. Roopa Mahesh Shetty
3.	Whether the acquirer(s) is/are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters.	No. The acquirer is immediate relative (spouse) of the Promoter.
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Mr. Mahesh Shetty
	b. Proposed date of acquisition	On or after 27 th March, 2017
	c. Number of shares to be acquired from each person mentioned in 4(a) above	1,66,00,000 Equity Shares
	d. Total shares to be acquired as % of share	41.69%
	e. Price at which shares are proposed to be acquired	At the market price prevailing on the date of acquisition subject to proviso to Regulation 10(1)(a) and subject to SEBI circular on Block Deals
	f. Rationale, if any, for the proposed transfer	Inter-se transfer amongst Promoter Group between Immediate Relatives
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	10(1)(a)(i) of SEBI (SAST) Regulations, 2011
6.	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.	Rs. 113.46 per equity share (Based on trades on NSE)
7.	If, in-frequently traded, the price as determined in terms of clause(e) of sub-regulation (2) of regulation 8.	Not Applicable
8.	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	The acquirers confirm that the acquisition price would not be higher by more than 25% of the price computed in point 6.



9.	<p>i. Declaration by the acquirer, that the transfer or and transferee have complied (during 3 years prior to the date of proposed acquisition)/will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)</p> <p>ii. The aforesaid disclosures made during previous 3 years prior to the date of proposed acquisition to be furnished.</p>	<p>Transferor has complied during 3 years prior to the date of proposed acquisition with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011.</p> <p>Since, the Transferee has not been holding any equity shares during 3 years prior to the date of proposed acquisition; provisions of Chapter V of the Takeover Regulations, 2011 were not applicable to her. However, the Acquirer will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011.</p> <p>Refer 'Annexure A' for disclosures made by the Transferor during 3 years prior to the date of proposed acquisition.</p>			
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	The Acquirer has complied with all the conditions specified under regulation 10(1)(a)(i) with respect to exemptions.			
11.	Shareholding details	Before the Proposed transaction		After the proposed transaction	
		No. of shares /voting rights	%w.r.t total share capital of TC	No. of shares /voting rights	%w.r.t total share capital of TC
	a Acquirer(s) and PACs (other than sellers)(*) Mrs. Roopa Mahesh Shetty	0	0.00	16600000	41.69
	b Seller (s) Mr. Mahesh Shetty	17036803	42.78	436803	1.10

Note:

- (*) Shareholding of each entity may be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.


Mrs. Roopa Mahesh Shetty

Place: Mumbai

Date: 21/03/2017

Mahesh R. Shetty

A-1302, Kalinga, Nirmal Nagar, Mulund - Goregoan Link Road, Mulund (W), Mumbai - 400 080.

April 9, 2016

To, The BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001	To, National Stock Exchange of India Ltd. Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (East) Mumbai - 400 051
Scrip Code : 534312	Scrip Code: MTEDUCARE

Sub: Disclosure under Regulation 30(2) of the SEBI (Substantial Acquisition of shares and Takeover Regulations, 2011

Dear Sir/ Madam,

With reference to the captioned subject, Please find enclosed "Annexure A" giving disclosure under Regulation 30 (2) of SEBI (Substantial Acquisition of shares and Takeover Regulations, 2011 in the prescribed format, as of 31st March, 2016.

You are requested to kindly take the same on record. Apology for the delay in forwarding the disclosure.

Thanking you

Yours faithfully,



Mahesh R. Shetty
(Promoter)

Encl: as above

CC: MT Educare Limited
220, 2nd Floor, "FLYING COLORS"
Pandit Din Dayal Upadhyay Marg,
L.B.S Cross Road, Mulund (West),
Mumbai 400080

Annexure -1

Format for Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

Part A – Details of Shareholding

1. Name of the Target Company (TC)	MT Educare Limited		
2. Name(s) of the Stock Exchange(s) where the shares of the TC are listed	The BSE Limited (BSE) and The National Stock Exchange of India Ltd. (NSE)		
3. Particulars of the shareholder(s): a. Name of person(s) together with Person Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the share or voting rights of the TC. <p align="center">Or</p> b. Name(s) of promoter(s), member of the promoter group and PAC with him.	Mr. Mahesh R. Shetty – Promoter		
4. Particulars of the shareholding of person(s) mentioned at (3) above	Number	% w.r.t. total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*)
As on March 31 of the year, holding of: a) Shares b) Voting Rights (otherwise than by shares) c) Warrants, d) Convertible Securities e) Any other instrument that would entitle the holder to receive shares in the TC.	17036836 - - -	42.7837 - - -	42.7837 - - -
Total	17036803	42.7837	42.7837



Mahesh R. Shetty

Place: **Mumbai**

Date: **9th April, 2016.**

Note:

1. In case of Promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30 (1) is required.
- (*) 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.
- (**) Part-B shall be disclosed to the stock exchanges but shall not be disseminated.