

1st March, 2017

The DSC - CRD BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 BSE Scrip Code: 534312	The Manager - Listing Department National Stock Exchange of India Ltd. Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (East) Mumbai - 400 051 NSE Symbol: MTEDUCARE
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Dear Sir/ Madam,

Sub: Disclosure in terms of Regulations 31(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

I, Mahesh R. Shetty, Promoter of MT Educare Limited ("Target Company") hereby disclose the details of creation/release of pledge on Equity Shares held by me in the Target Company in favour of the following lenders to the Target Company:

1. Ambit Finvest Private Limited
2. IFCI Venture Capital Funds Limited
3. Moneywise Financial Services Private Limited
4. Venus India Asset-Finance Private Limited
5. Kotak Mahindra Bank Limited.

The required disclosure in the prescribed format under Regulations 31(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 is enclosed herewith.

Kindly take the same on record and oblige.

Thanking you,

Yours faithfully,



MAHESH R. SHETTY
Promoter

Encl: as above

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

Disclosure by the Promoter(s) to the Stock Exchanges and to the Target Company for encumbrance of shares
In terms of Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)		MT Educare Limited											
Name of the Stock Exchanges where the shares of the target company are listed		BSE Limited (BSE) and National Stock Exchange of India Limited (NSE)											
Date of Reporting		1st March, 2017											
Name of the promoter or PAC on whose shares encumbrance has been created				Mahesh R. Shetty									
Details of creation/release/invocation of encumbrance:				Creation of pledge on 23,73,239 Equity Shares and Release of pledge on 35,13,578 Equity Shares									
Name of the promoter(s) or PACs with him	Promoter holding in the target Company (1)	Promoter holding already encumbered (2)	Details of events pertaining to encumbrance (3)					Post event holding of encumbered shares {creation[2-3]/release [2-3]/invocation [1-3]}					
	Number of shares	% of total Share Capital	Number of shares	% of total Share Capital	Type of event (creation/ release/ invocation)	Date of creation/ release/ invocation of encumbrance	Type of encumbrance (pledge/lien/ non disposal undertaking others)	Reason for encumbrance **	Number	% of Share Capital	Name of the entity in whose favor shares encumbered ***	Number of shares	% of total Share Capital
Mahesh R. Shetty	1,70,36,803	42.78	1,46,62,990	36.82	Creation	18-Feb-17	Pledge	Collateral security against loan taken by the Target Company	3,50,000	0.88	Ambit Finvest Private Limited	1,50,12,990	37.70
Mahesh R. Shetty	1,70,36,803	42.78	1,50,12,990	37.70	Creation	18-Feb-17	Pledge	Collateral security against loan taken by the Target Company	12,00,000	3.01	IFCI Venture Capital Funds Limited	1,62,12,990	40.71
Mahesh R. Shetty	1,70,36,803	42.78	1,62,12,990	40.71	Creation	18-Feb-17	Pledge	Collateral security against loan taken by the Target Company	6,03,239	1.51	Moneywise Financial Services Private Limited	1,68,16,229	42.23
Mahesh R. Shetty	1,70,36,803	42.78	1,68,16,229	42.23	Creation	18-Feb-17	Pledge	Collateral security against loan taken by the Target Company	2,20,000	0.55	Venus India Asset-Finance Private Limited	1,70,36,229	42.78
Mahesh R. Shetty	1,70,36,803	42.78	1,70,36,229	42.78	Release	20-Feb-17	Pledge	Release of security due to repayment of loan.	10,00,000	2.51	Kotak Mahindra Bank Limited	1,60,36,229	40.27
Mahesh R. Shetty	1,70,36,803	42.78	1,60,36,229	40.27	Release	1-Mar-17	Pledge	Release of security due to repayment of loan.	25,13,578	6.31	Venus India Asset-Finance Private Limited	1,35,22,651	33.96

Signature :



Place: Mumbai

Date: 01/03/2017