

10th May, 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

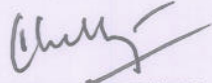
I, Mahesh R. Shetty, Promoter of MT Educare Limited ("Target Company") hereby disclose the details of creation of pledge on Equity Shares held by me in the Target Company in favour of Axis Bank Limited, one of the lenders to the Target Company.

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 05th May, 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 3000000 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)	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	80,20,200	20.14	Creation	2-May-17	Pledge	Collateral security against loan taken by the Target Company	30,00,000	7.53	Axis Bank Limited	1,10,20,200	27.67

Signature : 
 Place: Mumbai
 Date: 10/05/2017