

# PETERHOUSE INVESTMENTS INDIA LIMITED

Regd. Office : PS Srijan Techpark, DN-52, 4<sup>th</sup> Floor,  
Sector-V, Salt Lake City, Kolkata-700 091  
Phone No 33223700  
(CIN L31300WB1979PLC032347)

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26<sup>th</sup> May, 2017

The Company Secretary  
Usha Martin Education & Solutions Ltd.  
PS Srijan Techpark,  
DN-52, 4<sup>th</sup> Floor,  
Sector-V, Salt Lake City  
Kolkata - 700 091

Sir,

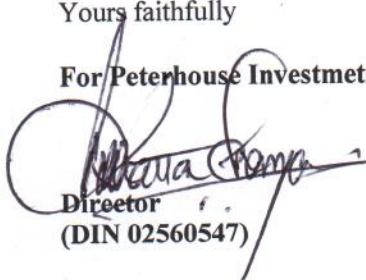
Reg : Sale of Shares

This is to inform you that, today we have sold 29,68,718 Equity shares of your company. .

We are enclosing herewith disclosures under Regulation 29(2) of SEBI Regulations, 2011, for your doing the needful.

Thanking You,  
Yours faithfully

For Peterhouse Investmetns India Ltd.



Director  
(DIN 02560547)

Encl : a/a

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

Name of the Target Company (TC) Usha Martin Education & Solutions Ltd.

Name of the acquirer and Persons Acting in Concert (PAC) with the acquirer Usha Breco Ltd.

Whether the acquirer belongs to Promoter/ Promoter group Yes

Name(s) of the Stock Exchange(s) where the shares of TC are Listed NSE/ Bombay Stock Exchange

**Details of the disposal as follows**

	Number	% w.r.t total Share/voting Capital Wherever Applicable	% w.r.t.total diluted share/voting capital of the TC
<b>Before the acquisition under consideration, holding of :</b>			<b>Not Applicable</b>
e) Shares carrying voting rights			
f) Shares in nature of encumbrance (pledge/lien / non-disposal undertaking /others)			
g) Voting rights (VR) otherwise than by shares			
h) Warrants/ convertible securities / any other instrument That entitles the acquirer to receive shares carrying voting Rights in the T C (specify holding in each category)			
Total (a+b+c+d)			

**Details of acquisition/ Sale**

e) Shares carrying voting rights acquired/sold	29,68,718	11.23%	11.23%
f) VRs acquired /sold otherwise than by shares			
g) Warrants/convertible securities /any other instrument That entitles the acquirer to receive shares carrying Voting rights in the TC (specify holding in each category) acquired/sold			
h) Shares encumbered/ invoked/ released by the acquirer			
Total (a+b+c+/-d)			

Number	% w.r.t total Share/voting Capital Wherever Applicable	% w.r.t total diluted share/voting capital of the TC
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After the sale, holding of :

- |                                                                                                                                                                                                                                                                                                                                                                                                         |            |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|
| <ul style="list-style-type: none"> <li>e) Shares carrying voting rights</li> <li>f) Shares encumbered with the acquirer</li> <li>g) VRs otherwise than by shares</li> <li>h) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition</li> </ul> <p>Total ( a+b+c+d)</p> | <p>Nil</p> |
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<p>Mode of Sale ( e.g. open market / off- market / public issue / rights issue/ preferential allotment / inter- se Transfer etc.)</p>	<p>Off-market</p>
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<p>Date of sale of shares/ VR or date of receipt of Intimation of allotment of shares, whichever is applicable</p>	<p>26-05-2017</p>
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<p>Equity share capital / total voting capital of the TC before the Said sale</p>	<p>29,68,718</p>
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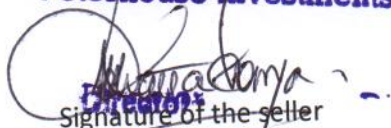
<p>Equity share capital / total voting capital of the TC after the Said sale.</p>	<p>Nil</p>
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Total diluted share/ voting capital of the TC after the said acquisition

Total share capital/voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 31 of the SEBI LODR, 2015.

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.

**Peterhouse Investments India Ltd.**

  
Signature of the seller

Place :Kolkata

Date :26-05-2017