

**Disclosures under Regulation 10(6) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

1.	Name of the Target Company (TC)	Aptech Limited	
2.	Name of the acquirer(s)	1. Aptech Investment ( Rare Equity Private Limited as an account holder and partner of Aptech Investments) 2. Rakesh Jhunjunwala 3. Rekha Jhunjunwala 4. Gopikishan Damani 5. ASK Securities Advisory Services P. Ltd 6. Rajiv Agarwal  Sender: Aptech Investment ( Rare Equity Private Limited as an account holder and partner of Aptech Investments)	
3.	Name of the stock exchange where shares of the TC are listed	NSE and BSE	
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Increase in percentage of voting rights of the acquirers from 38.562% to 47.163% due to buyback of equity shares of the TC which closed on 23 <sup>rd</sup> January 2014	
5.	Relevant regulation under which the acquirer is exempted from making open offer.	10(4)(c)	
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10.(5) and if so, - whether disclosure was made and whether it was made within the timeline specified under the regulations. - date of filing with the stock exchange.	Disclosure under regulation 10(5) was not applicable.	
7.	Details of acquisition	Disclosures made/required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made
	a. Name of the transferor / seller	N.A	N.A
	b. Date of increase in voting rights	23 <sup>rd</sup> January 2014	N.A
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	There was no acquisition of shares but percentage of voting rights increased to 47.163% on buyback of shares by TC	N.A
	d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	Percentage of Voting rights increased to 47.163%	N.A
	e. Price at which shares are proposed to be acquired / actually acquired	NA. Please see explanation in 'c'	NA

**For Aptech Investments**

*U.S.*  
**Rare Equity Private Limited**  
 Partner

8.	Shareholding details	Pre-Buyback		Post-Post buyback	
		No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
	Acquirer(s) and PACs				
	1. Aptech Investment ( Rare Equity Private Limited as account holder and partner of Aptech Investments)	1,05,54,403	21.632	1,05,54,403	26.456
	2. Rakesh Jhunjhunwala	43,19,100	8.852	43,19,100	10.827
	3. Rekha Jhunjhunwala	21,83,433	4.475	21,83,433	5.473
	4. Gopikishan Damani	11,00,000	2.254	11,00,000	2.757
	5. ASK Securities Advisory Services Private Limited	6,50,000	1.332	6,50,000	1.629
	6. Rajiv Agarwal	8,100	0.017	8,100	0.020
	<b>Total</b>	<b>1,88,15,036</b>	<b>38.562</b>	<b>1,88,15,036</b>	<b>47.163</b>
	Each Seller/Transferor	NA	NA	NA	NA

**Note:**

(\*) Shareholding of each entity shall 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.

**For Aptech Investments**

*Utpal Sheth*

**Partner – Rare Equity Pvt.Ltd.**

**Authorised Signatory**

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1.	Name of the Target Company (TC)	Aptech Limited			
2.	Name of the acquirer(s)	Aptech Investment ( Rare Equity Private Limited as an account holder and partner of Aptech Investments)			
3.	Name of the stock exchange where shares of the TC are listed	NSE and BSE			
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Increase in percentage of voting rights of the acquirer from 21.632% to 26.456% due to buyback of equity shares of the TC which closed on 23 <sup>rd</sup> January 2014			
5.	Relevant regulation under which the acquirer is exempted from making open offer.	10(3)			
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, - whether disclosure was made and whether it was made within the timeline specified under the regulations. - date of filing with the stock exchange.	Disclosure under regulation 10(5) was not applicable.			
7.	Details of acquisition	Disclosures made/required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made		
	a. Name of the transferor / seller	N.A	N.A		
	b. Date of increase in voting rights	23 <sup>rd</sup> January 2014	N.A		
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	There was no acquisition of shares but percentage of voting rights increased to 26.456% on buyback of shares by TC	N.A		
	d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	Percentage of Voting rights increased to 26.456%	N.A		
	e. Price at which shares are proposed to be acquired / actually acquired	NA	NA		
8.	Shareholding details	Pre-Buyback		Post-Post buyback	
		No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
	Acquirer(s) 1. Aptech Investment ( Rare Equity Private Limited as an account holder and partner of	1,05,54,403	21.632	1,05,54,403	26.456

**For Aptech Investments**

**Rare Equity Private Limited  
Partner**

	Aptech Investments)					
	PACs					
	2. Rakesh Jhunjhunwala	43,19,100	8.852	43,19,100	10.827	
	3. Rekha Jhunjhunwala	21,83,433	4.475	21,83,433	5.473	
	4. Gopikishan Damani	11,00,000	2.254	11,00,000	2.757	
	5. ASK Securities Advisory Services Private Limited	6,50,000	1.332	6,50,000	1.629	
	6. Rajiv Agarwal	8,100	0.017	8,100	0.020	
	<b>Total</b>	<b>1,88,15,036</b>	<b>38.562</b>	<b>1,88,15,036</b>	<b>47.163</b>	
	Each Seller/Transferor	NA	NA	NA	NA	

**Note:**

- (\*) Shareholding of each entity shall 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.

**For Aptech Investments**

*Utpal Sheth*

**Partner – Rare Equity Pvt.Ltd.  
(Authorised Signatory)**