

**MT EDUCARE LTD.**  
Office No. 220, 2nd Floor,  
"Neptune's Flying Colors",  
Pandit Din Dayal Upadhyay Marg,  
L. B. S. Cross Road, Mulund (West),  
Mumbai - 400 080, Ph. : 25937800

"Annexure I"

(1) (a) Statement showing Shareholding Pattern

Name of the Company: MT Educare Limited	BSE- 534312	NSE- MTEDECARE	Class of Security: Equity
Scrip Code, Name of the scrip, class of security:			
Quarter ended: 31st March, 2015			
<b>Partly paid-up shares:-</b>	<b>No. of partly paid-up shares</b>	<b>As a % of total no. of partly paid-up shares</b>	<b>As a % of total no. of shares of the company</b>
Held by Promoter / Promoter Group	0	0.0000	0.0000
Held by public	0	0.0000	0.0000
<b>Total</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
<b>Outstanding convertible securities:-</b>	<b>No. of outstanding securities</b>	<b>As a % of total No. of outstanding convertible securities</b>	<b>As a % of total no. of shares of the company, assuming full conversion of the convertible securities</b>
Held by Promoter / Promoter Group	0	0.0000	0.0000
Held by public	0	0.0000	0.0000
<b>Total</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
<b>Warrants:-</b>	<b>No. of warrants</b>	<b>As a % of total no. of warrants</b>	<b>As a % of total no. of shares of the company, assuming full conversion of warrants</b>
Held by Promoter / Promoter Group	0	0.0000	0.0000
Held by public	0	0.0000	0.0000
<b>Total</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
<b>Total paid-up capital of the company assuming full conversion of warrants and convertible securities</b>			<b>39794140</b>

For MT EDUCARE LTD.



Ashwin M. Patel  
Company Secretary

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Category Code	Category of shareholder	Number of shareholders	Total number of shares	Number of shares held in dematerialised form	Total shareholding as a percentage of total number of		Shares pledged or otherwise encumbered	As a percentage (IX) = (VIII)/(IV)*100
					As a percentage of (A+B) (VI)	As a percentage of (A+B+C) (VII)		
(I)	Promoter and Promoter Group (II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)
1	Indian							
(a)	Individuals/Hindu Undivided Family	1	17036803	17036803	42.8123	42.8123	870000	5.1066
(b)	Central Government/State Government(s)	0	0	0	0.0000	0.0000	0	0.0000
(c)	Bodies Corporate	0	0	0	0.0000	0.0000	0	0.0000
(d)	Financial Institutions / Banks	0	0	0	0.0000	0.0000	0	0.0000
(e)	Any Other (specify)	0	0	0	0.0000	0.0000	0	0.0000
	Sub Total (A)(1)	1	17036803	17036803	42.8123	42.8123	870000	5.1066
2	Foreign							
(a)	Individuals (Non-Resident Individuals/Foreign Individuals)	0	0	0	0.0000	0.0000	0	0.0000
(b)	Bodies Corporate	0	0	0	0.0000	0.0000	0	0.0000
(c)	Institutions	0	0	0	0.0000	0.0000	0	0.0000
(d)	Qualified Foreign Investors	0	0	0	0.0000	0.0000	0	0.0000
(e)	Any Other (specify)	0	0	0	0.0000	0.0000	0	0.0000
	Sub Total (A)(2)	0	0	0	0.0000	0.0000	0	0.0000
	Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)	1	17036803	17036803	42.8123	42.8123	870000	5.1066
(B)	Public shareholding							
1	Institutions							
(a)	Mutual Funds/UTI	5	662685	662685	1.6653	1.6653	0	0.0000
(b)	Financial Institutions / Banks	2	13720	13720	0.0345	0.0345	0	0.0000
(c)	Central Government/State Government(s)	0	0	0	0.0000	0.0000	0	0.0000
(d)	Venture Capital Funds	0	0	0	0.0000	0.0000	0	0.0000
(e)	Insurance Companies	0	0	0	0.0000	0.0000	0	0.0000
(f)	Foreign Institutional Investors	11	8441136	8441136	21.2120	21.2120	0	0.0000
(g)	Foreign Venture Capital Investors	0	0	0	0.0000	0.0000	0	0.0000
(h)	Qualified Foreign Investors	0	0	0	0.0000	0.0000	0	0.0000
(i)	Any Other (specify)	0	0	0	0.0000	0.0000	0	0.0000
	Sub Total (B) (1)	18	9117541	9117541	22.9118	22.9118	0	0.0000

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2		Non-institutions									
(a)	Bodies Corporate	247	2293876	2293876	5.7644	5.7644	0	0.0000			
(b) (i)	Individuals - shareholders holding nominal share capital up to Rs 1 Lakh	11077	3595291	3559101	9.0347	9.0347	0	0.0000			
(ii)	Individual shareholders holding nominal share capital in excess of Rs. 1 Lakh	60	3583593	3502413	9.0053	9.0053	0	0.0000			

Category Code	Category of shareholder	Number of Shareholders	Total number of Shares	Number of shares held in Dematerialised form	Total shareholding as a percentage of total number of shares		Number of shares pledged or otherwise encumbered	As a percentage (IX) = (VIII) / (IV)*100
					As a percentage of (A+B)	As a percentage of (A+B+C)		
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)
(c)	Qualified Foreign Investors	0	0	0	0.0000	0.0000	0	0.0000
(d)	Any Other							
i	Non Resident Indians (Repat)	309	222655	222655	0.5595	0.5595	0	0.0000
ii	Non Resident Indians (Non Repat)	75	58260	58260	0.1464	0.1464	0	0.0000
iii	Foreign Portfolio Investor (Corporate)	1	875271	875271	2.1995	2.1995	0	0.0000
iv	Clearing Member	136	175138	175138	0.4401	0.4401	0	0.0000
v	Directors / Relatives	3	1918251	1918251	4.8204	4.8204	0	0.0000
vi	Trusts	1	912961	912961	2.2942	2.2942	0	0.0000
vii	Foreign Nationals	1	4500	4500	0.0113	0.0113	0	0.0000
	Sub Total (B)(2)	11910	13639796	13522426	34.2759	34.2759	0	0.0000
	Total Public Shareholding Public Group (B)=(B)(1)+(B)(2)	11928	22757337	22639967	57.1877	57.1877	0	0.0000
	Total (A)+(B)	11929	39794140	39676770	100.0000	100.0000	870000	2.1863
(C)	Shares held by custodians and against which Depository Receipts have been issued							
i	Promoter and Promoter group	0	0	0	0.0000	0.0000	0	0.0000
ii	Public	0	0	0	0.0000	0.0000	0	0.0000
	Sub Total (C)	0	0	0	0	0	0	0.0000
	GRAND TOTAL (A)+(B)+(C)	11929	39794140	39676770	100.0000	100.0000	870000	2.1863

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"Annexure II"

(1)(b) Sr. No.	Name of the shareholder	Details of Shares held			Encumbered shares			Details of warrants			Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
		Number of shares held	As a % of grand total (A)+(B)+(C)	No.	As a percentage (VI)=(V)/(III)*100	As a % of grand total (A)+(B)+(C) of sub-clause (I)(a)	Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	As a % total number of convertible securities of the same class			
1	Mahesh Raghun Shetty AIP56338R	17036803	42.8123	870000	5.1066	2.1869	0	0.0000	0	0.0000	0	0.0000	42.8123
	<b>TOTAL</b>	<b>17036803</b>	<b>42.8123</b>	<b>870000</b>	<b>5.1066</b>	<b>2.1869</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0.0000</b>	<b>42.8123</b>

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(1)(c)(i) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Public" and holding more than 1% of the total number of shares "Annexure III"

Sr. No.	Name of the shareholder	Number of shares held	Shares as a percentage of total number of shares [i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (1)(a) above]	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				Number of warrants held	As a % of total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	
1	INDIA MAX INVESTMENT FUND LIMITED	1980000	4.9756	0	0.0000	0	0.0000	4.9756
2	BANYANTREE GROWTH CAPITAL II L.L.C	1800000	4.5233	0	0.0000	0	0.0000	4.5233
3	CHHAYA SATYANAND SHASTRI ABAP57925B	1718652	4.3189	0	0.0000	0	0.0000	4.3189
4	ASHMORE SICAV INDIAN SMALL-CAP EQUITY FUND	875271	2.1995	0	0.0000	0	0.0000	2.1995
5	KOTAK MAHINDRA (INTERNATIONAL) LIMITED	1005000	2.5255	0	0.0000	0	0.0000	2.5255
6	AVENDUS INDIA OPPORTUNITIES FUND III	912961	2.2942	0	0.0000	0	0.0000	2.2942
7	GRANDEUR PEAK EMERGING MARKETS OPPORTUNITIES FUND	843998	2.1209	0	0.0000	0	0.0000	2.1209
8	IDBI TRUSTESHIP SERVICES LIMITED	566822	1.4244	0	0.0000	0	0.0000	1.4244
9	CALIFORNIA PUBLIC EMPLOYEES' RETIREMENT SYSTEM, MANAGED BY ASHMORE EQUITIES INVESTMENT MANAGEMENT (US) LLC	559801	1.4067	0	0.0000	0	0.0000	1.4067
10	GRANDEUR PEAK GLOBAL REACH FUND	808028	2.0305	0	0.0000	0	0.0000	2.0305
11	GRANDEUR PEAK GLOBAL OPPORTUNITIES FUND	587689	1.4768	0	0.0000	0	0.0000	1.4768
12	CHANDRESH HIRJI FOORIA	470444	1.1822	0	0.0000	0	0.0000	1.1822
13	TATA INVESTMENT CORPORATION LIMITED	450000	1.1308	0	0.0000	0	0.0000	1.1308
	<b>TOTAL</b>	<b>12578666</b>	<b>31.6093</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0.0000</b>	<b>31.6093</b>

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"Annexure IV"

(1)(c)(ii) Statement showing holding of securities (including shares, warrants, convertible securities) of persons (together with PAC) belonging to the category "Public" and holding more than 5% of the total number of shares of the company

Sr. No.	Name(s) of the shareholder(s) and the Persons Acting in Concert (PAC) with them	Number of shares	Shares as a percentage of total number of shares i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (1)(a) above}	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				Number of warrants	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	
1	NIL	0	0.0000	0	0.00	0.00	0.00	0
	TOTAL	0	0.0000	0	0.00	0.00	0.00	0

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" Annexure V "

(I)(d)	Statement showing details of Locked-in shares				
Sr. No.	Name of the shareholder	Number of Locked in Shares	Locked-in shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}	Promoter / Promoter Group / Public	
1	MAHESH RAGHU SHETTY	7909575	19.8822	Promoter	
	<b>TOTAL</b>	<b>7909575</b>	<b>19.8822</b>		

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"Annexure VI (a)"

Statement showing details of Depository Receipts (DRs)

(II)(a)	Statement showing details of Depository Receipts (DRs)			
Sr. No.	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of outstanding DRs	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}
1	NIL	0	0	0
	<b>TOTAL</b>	<b>0</b>	<b>0</b>	<b>0</b>

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"Annexure VI (b) "

(II) (b)

Statement showing holding of Depository Receipts (DRs), where underlying shares held by  
"Promoter/Promoter Group" are in excess of 1% of the total number of shares

Sr. No.	Name of the Depository Receipt Holder	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares [i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above]
1	NIL		0	0
	TOTAL		0	0

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