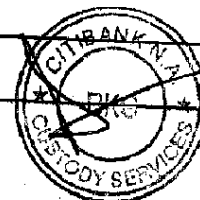


## ANNEXURE - 2

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

|                                                                                                                                                                                            |  |                                                    |                                                            |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|----------------------------------------------------|------------------------------------------------------------|
| Name of the Target Company (TC)                                                                                                                                                            |  | EDUCOMP SOLUTIONS LTD                              |                                                            |
| Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer                                                                                                              |  | CITIGROUP GLOBAL MARKETS MAURITIUS PRIVATE LIMITED |                                                            |
| Whether the acquirer belongs to Promoter/Promoter group                                                                                                                                    |  |                                                    |                                                            |
| Name(s) of the Stock Exchange(s) where the shares of TC are Listed                                                                                                                         |  | NSE & BSE                                          |                                                            |
| Details of the acquisition / disposal as follows                                                                                                                                           |  | Number                                             | % w.r.t. total share/voting capital wherever applicable(*) |
|                                                                                                                                                                                            |  |                                                    | % w.r.t. total diluted share/voting capital of the TC (**) |
| <u>Before the acquisition under consideration, holding of:</u>                                                                                                                             |  |                                                    |                                                            |
| a) Shares carrying voting rights                                                                                                                                                           |  | 4,704,217                                          | 3.84%                                                      |
| b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/ others)                                                                                                      |  |                                                    |                                                            |
| c) Voting rights (VR) otherwise than by shares                                                                                                                                             |  |                                                    |                                                            |
| d) 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)                  |  |                                                    |                                                            |
| e) Total (a+b+c+d)                                                                                                                                                                         |  | 4,704,217                                          | 3.84%                                                      |
| <u>Details of acquisition/sale</u>                                                                                                                                                         |  |                                                    |                                                            |
| f) Shares carrying voting rights acquired/sold                                                                                                                                             |  | 24,647                                             | 0.02%                                                      |
| g) VRs acquired / sold otherwise than by shares                                                                                                                                            |  |                                                    |                                                            |
| 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) acquired/sold     |  |                                                    |                                                            |
| i) Shares encumbered / invoked/released by the acquirer                                                                                                                                    |  |                                                    |                                                            |
| j) Total (a+b+c+/-d)                                                                                                                                                                       |  | 24,647                                             | 0.02%                                                      |
| <u>After the acquisition/sale, holding of:</u>                                                                                                                                             |  |                                                    |                                                            |
| e) Shares carrying voting rights                                                                                                                                                           |  | 4,679,570                                          | 3.82%                                                      |
| f) Shares encumbered with the acquirer                                                                                                                                                     |  |                                                    |                                                            |
| g) VRs otherwise than by shares                                                                                                                                                            |  |                                                    |                                                            |
| 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 |  |                                                    |                                                            |
| i) Total (a+b+c+d)                                                                                                                                                                         |  | 4,679,570                                          | 3.82%                                                      |
| Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).                                                 |  | SECONDARY MARKET SALE                              |                                                            |
| Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares,                                                                                         |  | 3-Feb-2015                                         |                                                            |
| Equity share capital / total voting capital of the TC before the said acquisition / sale                                                                                                   |  | 122,467,168                                        |                                                            |
| Equity share capital/ total voting capital of the TC after the said acquisition / sale                                                                                                     |  | 122,467,168                                        |                                                            |



|                                                                                                                                                                                        |             |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------|
| Total diluted share/voting capital of the TC after the said acquisition                                                                                                                | 122,467,168 |
| (*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.                       |             |
| (**) 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. |             |
| Signature of the acquirer, <del>relax</del> Authorised Signatory                                                                                                                       |             |
| Place: MUMBAI                                                                                                                                                                          |             |
| Date: 06-FEB-2015                                                                                                                                                                      |             |

