

05-03-2013

Mr. K Hari-The Manager Listing Department National Stock Exchange of India Ltd. Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (E) Mumbai - 400 051.	Corporate Services Department Bombay Stock Exchange Limited P.J Towers Dalal Street Mumbai - 400001
--	---

Dear Sir,

**Sub: Disclosures under SEBI (SAST) Regulations, 2011 and SEBI
(Prohibition of Insider Trading) Regulations, 1992 and Update on
Outstanding Loans**

With respect the captioned subject, please find enclosed the disclosures under Regulations 29(2), 31 (1) and 31 (2) of SEBI (SAST) Regulations, 2011 and Regulation 13(4A) of SEBI (Prohibition of Insider Trading) Regulations, 1992.

I have taken certain loans from Macquarie Finance India (Pvt.) Ltd. and pledged my shares of Educomp Solutions Ltd., with them as collateral. Substantial Part of the amount has already been paid and the balance loan amount is expected to continue till the remaining maturity. However, due to some technical issues, pledge on some of my shares got invoked.

In due compliance with the laws of land, I am in the process of having the shares credited back to my Demat A/c from Macquarie Finance India (Pvt.) Ltd. to bring my shareholding back to level prior to the invocation of pledge.

I also wish to clarify that no portion of my shareholding has been sold or expected to be sold by the lender.

Thanking You,



Shantanu Prakash

Date: 05-03-2013

Place : Gurgaon

Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1. Name of the Target Company (TC)	Educomp Solutions Ltd		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Shantanu Prakash		
3. Whether the acquirer belongs to Promoter/Promoter group	Yes		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	Bombay Stock Exchange Limited National Stock Exchange of India Ltd		
5. Details of the acquisition / disposal/holding of shares/voting rights/holding of the Acquirer and PAC	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/disposal under consideration, holding of:</u>			
a) Shares carrying voting rights	54838245	44.80	47.31
b) Voting rights (VR) otherwise than by shares			
c) 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)	54838245	44.80	47.31
<u>Details of acquisition/sale #</u>			
a) Shares carrying voting rights acquired/sold	9180000	7.50	6.86
b) VRs acquired /sold otherwise than by shares			
c) Warrants/convertible securities/any other instrument			

Shantanu Prakash

that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold			
Total (a+b+c)	9180000	7.50	6.86
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	45658245	37.30	40.45
b) VRs otherwise than by shares			
c) 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.			
Total (a+b+c)	45658245	37.30	40.45
6. Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Invocation of Pledge by Lender		
7. Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	02-03-2013		
8. Equity share capital / total voting capital of the TC before the said acquisition / sale	122407493 Equity Shares		
9. Equity share capital/ total voting capital of the TC after the said acquisition / sale	122407493 Equity Shares		
10. Total diluted share/voting capital of the TC after the said acquisition/sale.	133872825 Equity Shares		

(*) 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.

The invocation of pledged shares happened due to some technical reasons. I am in the process of having the shares credited back to my Demat A/c, in due compliance of all applicable legal provisions

Shantanu Prakash

Shantanu Prakash

Format for disclosure by the Promoter (s) to the Stock Exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance/ release of encumbrance, 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)					EDUCOMP SOLUTIONS LIMITED		
Name of the Promoter(s) on whose shares encumbrance was created/ invoked/ released (tick the relevant one)					MR. SHANTANU PRAKASH		
Date of reporting					05-03-13		
Names of the stock exchanges where the shares of the target company are listed					NATIONAL STOCK EXCHANGE OF INDIA LIMITED & BOMBAY STOCK EXCHANGE LIMITED		
Details of the promoters' holding: (The term "event" indicates creation/ invocation/ release of encumbrance, as the case may be)							
Promoter(s) or PACs with him	Pre-event holding		Details of events pertaining to Encumbrance/ creation/ invocation/ release		Post event holding (encumbered shares to be excluded)		(*)Details of encumbrance (pledge/lien or others- give details
Names	Number	% of total share capital	Type – creation/ invocation/ release	Date (s)	Number	% of Total share capital	
SHANTANU PRAKASH	Total Holding 44315205 Unencumbered 19138273	36.20 15.63	Creation	25-02-13	17969273	14.68	11,69,000 equity shares pledged in favor of Macquarie Finance (India) Pvt. Ltd.
SHANTANU PRAKASH	Total Holding 44315205 Unencumbered 17969273	36.20 14.68	Creation	26-02-13	14826542	12.11	24,60,000 equity shares pledged in favor of ECL Finance Ltd. 2,96,631 equity shares pledged in favor of GCIL Finance Ltd 67,171 equity shares pledged in favor of Shardul Securities Ltd. 3,18,929 equity shares pledged in favor of Winro Commercial (India) Ltd.
SHANTANU PRAKASH	Total Holding 44315205	36.20	Creation	27-02-13	12157164	9.93	203933 equity shares pledged in favor of GCIL Finance Ltd

16-1-13

	Unencumbered 14826542	12.11					46181 equity shares pledged in favor of Shardul Securities Ltd. 219264 equity shares pledged in favor of Winro Commercial (India) Ltd 1400000 equity shares pledged in favor of ECL Finance Ltd. 800000 equity shares pledged in favor of Reliance Capital Ltd.
SHANTANU PRAKASH	Total Holding 44315205 Unencumbered 12157164	36.20 9.93	Invocation #	02-03-13	12157164	9.93	Pledge invoked on 91,80,000 Equity shares by Macquarie Finance (India) Pvt. Ltd.# Total Holding after invocation of pledge 35135205 shares (28.70%)

(*) Details shall include the details regarding the person(s) on whose favor the encumbrance has been created and other important features of such encumbrance

The invocation of pledged shares happened due to some technical reasons. I am in the process of having the shares credited back to my Demat A/c, in due compliance of all applicable legal provisions

Shantanu Prakash

SHANTANU PRAKASH

Date: 05-03-13

Place: Gurgaon

FORM D

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992
[Regulation 13(4), 13(4A) and (6)]

Name & PAN No. of Promoter/ Person who is part of Promoter Group/ Director/ Officer.	Address of Promoter/ Person who is part of Promoter Group/ Director/ Officer.	No. & % of shares/ voting rights held by the Promoter/ Person who is part of Promoter Group/ Director/ Officer.	Date of receipt of allotment advice/ acquisition / sale of shares/ voting rights	Date of intimation to company	Mode of acquisition (market purchase/ public/ rights/preferential offer, etc.) / sale	No. & % of shares/ voting rights post acquisition/ sale	Trading Member through whom the trade was executed with SEBI Registration No. of the TM	Exch -nge on which the trade was executed	Sell quantity	Sell value
Shantanu Prakash AAJPP1605K	C-11/1 DLF CITY Phase-1, Gurgaon Haryana	44315205 (36.20)	02-03-2013	05-03-2013	Invocation of Pledge #	35135205 (28.70)	N.A	N.A	9180000	N.A

The invocation of pledged shares happened due to some technical reasons. I am in the process of having the shares credited back to my Demat A/c, in due compliance of all applicable legal provisions

Shantanu Prakash

Shantanu Prakash

Place : Gurgaon

Date : 05-03-2013