

May 20, 2020

**BSE Limited
National Stock Exchange of India Limited
Luxembourg Stock Exchange**

BSE SCRIP CODE: 533287

NSE SYMBOL :ZEELEARN

Dear Sir/ Madam,

Ref: Disclosures under Regulation 30 of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

We, Zee Learn Limited one of the Promoters of MT Educare Limited together with other promoter hold in aggregate 5,59,53,626 Equity Shares comprising of 77.47% of paid-up Capital of MT Educare Limited as detailed herein:

Sr No.	Name of the Promoter	Shares	% of Paid-up Capital
1	Zee Learn Limited	4,27,01,173	59.12%
2	Mr. Mahesh Shetty	1,32,52,453	18.35%
Total		5,59,53,626	77.47%

In this regard, please find enclosed our disclosures as per regulation 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 in connection with our shareholding in MT Educare Limited

This is for your information and records please.

Thanking You,

Yours Sincerely,
For Zee Learn Limited

Sd/-
Rakesh Agarwal
Chief Financial Officer and Compliance Officer

C.C: MT Educare Limited

220, 2nd Floor, "Flying Colors",
Pandit Din Dayal Upadhyay Marg,
L.B.S Cross Road, Mulund (West),
Mumbai 400080

This letter could not be signed due to Covid-19 pandemic and the lockdown imposed by the Government and hence has been sent as Sd.

Format for Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

Part A- Details of Shareholding

1. Name of the Target Company (TC)	MT Educare Limited		
2. Name(s) of the Stock Exchange(s) where the shares of the TC are listed	1. BSE Limited 2. National Stock Exchange of India Limited		
3. Particulars of the shareholder(s): a. Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC. or b. Name(s) of promoter(s), member of the promoter group and Persons Acting in Concert (PAC) with him.	Zee Learn Limited		
4. Particulars of the shareholding of person(s) mentioned at (3) above	Number	% w.r.t.total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*)
5. As on March 31, 2020 holding of:			
Shares	4,27,01,173	59.12%	59.12%
Voting Rights (otherwise than by shares)	NIL	NIL	NIL
Warrants,	NA	NA	NA
Convertible Securities	NA	NA	NA
e) Any other instrument that would entitle the holder to receive shares in the TC.	NA	NA	NA
Total	4,27,01,173	59.12%	59.12%

Part B

Name of the Target Company (TC) : MT Educare Limited

Name of the person and Persons Acting in Concert (PAC) with the person	Whether the person belongs to promoter/promoter group	PAN of the person and PACs
<u>Promoters</u>		
Zee Learn Limited	Yes	
Mr Mahesh Shetty	Yes	

For Zee Learn Limited

Sd/-

Rakesh Agarwal
Chief Financial Officer and Compliance Officer

Note

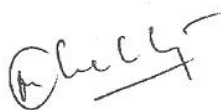
1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.

(*) 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.

(**) Part - B shall be disclosed to the Stock Exchange but shall not be disseminated

Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

1. Name of the Target Company (TC)	MT Educare Limited		
2. Name(s) of the Stock Exchange(s) where the shares of the TC are listed	1. BSE Limited 2. National Stock Exchange of India Limited		
3. Particulars of the shareholder Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC.or Name(s) of promoter(s), member of the promoter group and Persons Acting in Concert (PAC) with him.	Mr. Mahesh Shetty		
4. Particulars of the holding of persons mentioned at (3) above	Number	% w.r.t.total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*)
5. As on March 31, 2020 holding of:			
Shares	1,32,52,453	18.35%	18.35%
Voting Rights (otherwise than by shares)	NIL	NIL	NIL
Warrants	NA	NA	NA
Convertible Securities	NA	NA	NA
Any other instrument that would entitle the holder to receive shares in the TC.	NA	NA	NA
Total	1,32,52,453	18.35%	18.35%



Mahesh Shetty

1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.

(*) 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.