

Rakesh Jhunjhunwala

151, Nariman Bhavan, Nariman Point, Mumbai - 400 021 Board: 91-22-66590100 Fax: 91-22-66590110

Date : 7th September , 2016.

To,

The Company Secretary,

Aptech Limited

A-65, Aptech House,

M.I.D.C., Marol,

Andheri (East)

Mumbai – 400 093

Dear Sir,

Sub : Intimation for 2% change in share holding

This is to inform you that as on 8th August 2016, I along with persons acting in my concert were holding 1,80,63,800 equity shares (i.e. 45.2800 %) of Aptech Limited.

From the period from 9th August 2016 till 7th September 2016, I along with persons acting in my concert have purchased 16,03,740 equity shares of Aptech Limited . This takes our total shareholding to 1,96,67,540 equity shares of Aptech Limited which is 49.3000 % of the total issued and paid up capital of Aptech Limited of 3,98,93,560 equity shares (FV Rs.10/- each).

Now, I submit the following information in necessary format which is required under Regulation 29(2) of SEBI (Substantial Acquisition of shares and Take overs) Regulations, 2011. Please treat this as notice as required under the above regulation.

For **RAKESH JHUNJHUNWALA**



Authorised Signatory

Place : Mumbai

Encl : Statement of Disclosure under Regulation 29(2)

C.C. To:

a) The Secretary

The National stock Exchange of India Ltd.
Exchange Plaza, Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra (East), Mumbai 400 051.

b) The Secretary,

Bombay Stock Exchange,
Phiroze Jeejeebhoy Tower,
Dalal Street ,
Mumbai 400 001.

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

Name of the Target Company (TC)	Aptech Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Acquirer: Rakesh Jhunjhunwala PACs: 1. Mrs. Rekha Jhunjhunwala 2. Smt. Sushiladevi Gupta 3. Mr. Rajeshkumar Jhunjhunwala 4. Mr. Gopikishan Damani 5. Aptech Investments (Aptech Investments is a partnership firm, whose shareholding in the target company is held on its behalf by one of the partners viz., Rare Equity Private Limited)		
Whether the acquirer belongs to Promoter/Promoter group	Yes, acquirer is one of the Promoters		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited & BSE Limited		
Details of the acquisition as follows	Number	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition under consideration, holding of acquirer along with PACs of:			
a) Shares carrying voting rights			
1. Mr. Rakesh Jhunjhunwala (Acquirer)	43,19,100	10.8266	10.8266
2. Mrs. Rekha Jhunjhunwala (PAC)	40,46,001	10.1420	10.1420
3. Mr. Gopikishan Damani (PAC)	12,55,227	3.1464	3.1464
4. Aptech Investments (Aptech Investments is a partnership firm, whose shareholding in the target company is held on its behalf by one of the partners viz., Rare Equity Private Limited) (PAC)	84,43,472	21.1650	21.1650
5. Smt. Sushiladevi Gupta (PAC)	Nil	Nil	Nil
6. Mr. Rajeshkumar Jhunjhunwala (PAC)	Nil	Nil	Nil
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others) (i.e Shares encumbered with the Acquirer by way of pledge/ lien/non-disposal undertaking/ others)	NA	NA	NA
c) Voting rights (VR) otherwise than by equity shares	NA	NA	NA

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d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	NA	NA	NA
e) Total (a+b+c+d)	1,80,63,800	45.2800	45.2800

Details of acquisition

a) Shares carrying voting rights acquired/sold			
(i) Mr. Rakesh Jhunjunwala	7,00,000	1.7547	1.7547
(ii) Mrs. Rekha Jhunjunwala	5,28,739	1.3254	1.3254
(iii) Smt. Sushiladevi Gupta	1,25,000	0.3133	0.3133
(iv) Mr. Rajeshkumar Jhunjunwala	2,50,001	0.6267	0.6267
b) VRs acquired otherwise than by equity shares	NA	NA	NA
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying category) acquired	NA	NA	NA
d) Shares encumbered / invoked/released by the acquirer	NA	NA	NA
e) Total (a+b+c+/-d)	16,03,740	4.0200	4.0200

After the acquisition, holding of acquirer along with PACs of:

a) Shares carrying voting rights			
1. Mr. Rakesh Jhunjunwala (Acquirer)	50,19,100	12.5812	12.5812
2. Mrs. Rekha Jhunjunwala (PAC)	45,74,740	11.4674	11.4674
3. Mrs. Gopikishan Damani (PAC)	12,55,227	3.1464	3.1464
4. Aptech Investments (Aptech Investments is a partnership firm, whose shareholding in the target company is held on its behalf by one of the partners viz., Rare Equity Private Limited) (PAC)	84,43,472	21.1650	21.1650
5. Smt. Sushiladevi Gupta	1,25,000	0.3133	0.3133
6. Mr. Rajeshkumar Jhunjunwala	2,50,001	0.6267	0.6267
b) Shares encumbered with the Acquirer	NA	NA	NA
c) VRs otherwise than by equity shares	NA	NA	NA
d) 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	NA	NA	NA

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e) Total (a+b+c+d)	1,96,67,540	49.3000	49.3000
Mode of acquisition /sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Off Market transaction (inter-se transfer between the promoters)		
Date of acquisition /sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	9 th August 2016, 2 nd September , 2016 6 th September 2016 7 th September 2016		
Equity share capital / total voting capital of the TC before the said acquisition /sale	3,98,93,560 equity shares of Rs. 10 each i.e. Rs. 398,935,600		
Equity share capital/ total voting capital of the TC after the said acquisition /sale	3,98,93,560 equity shares of Rs. 10 i.e. Rs. 39,89,35,600		
Total diluted share/voting capital of the TC after the said acquisition	3,98,93,560 equity shares of Rs. 10 i.e. Rs. 39,89,35,600		

Note:

(*) 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.

Thanking you
Yours faithfully

Rakesh Jhunhunwala (Acquirer)

Dated: 7th September , 2016
Mumbai