MT EDUCARE LTD.

R. O. : 220, 2nd Flr., "FLYING COLORS", Pandit Din Dayal Upadhyay Marg,
L. B. S. Cross Road, Mulund (W), Mumbai - 400 080.
Ph. : 022-25937700 / 800 / 900 | Fax: 022-25937799
CIN : L80903MH2006PLC163888
Email : info@mteducare.com
Website : www.mteducare.com

Ref: MTEL/QC/2018/029

31st May, 2018

National Stock Exchange of India Limited
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex, Bandra (East)
Mumbai - 400 051
NSE Symbol: MTEDUCARE

K/A: Mr. Kautuk Upadhyay, Chief Manager

Ref: Your letter dated 30th May, 2018

Sub: Declaration pursuant to Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

With reference to your letter dated 30th May, 2018 seeking clarification on "Non-submission of Statement of Modified Opinion or in case of unmodified opinion(s), a declaration to that effect", we would like to state that the statutory auditors of the Company, M/s. MSKA & Associates, Chartered Accountants, have issued the audit report with an unmodified opinion in respect of the Audited Standalone and Consolidated Financial Results of the Company for the year ended March 31, 2018. We hereby enclose the said declaration alongwith this letter.

We would like to add that the Company inadvertently missed out to submit the said declaration alongwith its financial results. The Company had no intention of violating the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Further, in response to your email dated 30th May, 2018, in respect of non-submission of the financial results within 30 minutes from the end of board meeting, we would like to state that due to technical issues in respect of internet and server connectivity at our end we could not connect with the NEAPS online portal for submission of the said results. However, we tried to email the copy of the said results at neaps@nse.co.in in order to cater the compliance requirements. Copy of the said email is enclosed herewith for your reference.

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We further state that the Company would take due care of the aforesaid situations henceforth to avoid any non-compliance with the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We request you to take note of the above.

Thanking you

Yours faithfully,
For MT EDUCARE LIMITED

MT EDUCARE LTD.

Sandesh Naik
Chief Financial Officer & Compliance Officer

Encl: As above

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Ref: MTEL/QC/2018/028

29th May, 2018

The BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001	**National Stock Exchange of India Limited** Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (East) Mumbai - 400 051
Scrip Code : 534312	**Scrip Code: MTEDUCARE**

Subject: Declaration pursuant to Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosures) Requirements, 2015

Dear Sir/Madam,

We declare that the statutory auditors of the Company, M/s. MSKA & Associates, Chartered Accountants, have issued the audit report with an unmodified opinion in respect of the Audited Standalone and Consolidated Financial Results of the Company for the year ended March 31, 2018.

Kindly take the same on your record.

Thanking You,

For MT EDUCARE LIMITED

MT EDUCARE LTD.

Mahesh Shetty
Chairman & Managing Director
DIN: 01526975

From: Sandesh [mailto:sandeshnaik@mteducare.com]
Sent: Wednesday, May 30, 2018 1:31 AM
To: 'neaps@nse.co.in' <neaps@nse.co.in>
Subject: Disclosure of the outcome of the Board meeting held on 29th May, 2018 & the disclosure under Regulation 30 of the SEBI (LODR) Regus, 2015

Dear Sir / Madam,

This is with reference to the disclosure of the outcome of the Board Meeting of MT Educare Ltd., held on 29th May, 2018 and the disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 i.e.

Submission of Audited Financial results for the 4th Quarter Ended, 31st March 2018 and for the Financial Year ended 2018.

In this respect we wish to inform you that, due to the technical difficulties in the information technology systems of the Company, the company was facing some difficulty in uploading / filing the said Audited Financial results on the website of the National Stock Exchange and hence the filing was done within 60 minutes of the conclusion of the said Board Meeting whereas it was to be filed within 30 minutes of the conclusion of the said Board Meeting as required by Regulation 30 of the SEBI (LODR) Regulations, 2015, Copy of the said outcome of the Board meeting is being enclosed herewith for the ready reference. We are continuously trying to upload / file the outcome & Audited financial results for FY 2018.

Hence we humbly request to condone the delay caused in this respect.

Inconvenience caused is highly regretted.

Thanking you,
Yours sincerely
For MT Educare Ltd.

Sandesh Naik
Chief Financial Officer & Compliance Office

From: Sandesh [mailto:sandeshnaik@mteducare.com]
Sent: Wednesday, May 30, 2018 12:24 PM
To: 'takeover@nse.co.in' <takeover@nse.co.in>
Cc: 'Ashwini Saumil Shah' <ashwinivichare@mteducare.com>
Subject: Disclosure of the outcome of the Board meeting held on 29th May, 2018 & the disclosure under Regulation 30 of the SEBI (LODR) Regus, 2015

Dear Sir / Madam,

This is with reference to the disclosure of the outcome of the Board Meeting of MT Educare Ltd., held on 29th May, 2018 and the disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 i.e. Submission of Audited Financial results for the 4th Quarter Ended, 31st March 2018 and for the Financial Year ended 2018.

In this respect we wish to inform you that, due to the technical difficulties in the information technology systems of the Company, the company was facing difficulty in uploading / filing the said Audited Financial results (Quick results) as well as outcome of Board Meeting on the website of the National Stock Exchange.

The filing of quick results was done late by 60 minutes of the conclusion of the said Board Meeting whereas it was to be filed within 30 minutes of the conclusion of the said Board Meeting as required by Regulation 30 of the SEBI (LODR) Regulations, 2015 and the filling of Board Meeting outcome has uploaded today (30th May, 2018 at 10.37 a.m.). We hereby enclosed scanned copy of the said outcome of the Board meeting along with financial results and acknowledgements of the same for the ready reference.

Hence we humbly request to condone the delay caused in this respect.

Inconvenience caused is highly regretted.

Thanking you,
Yours sincerely
For MT Educare Ltd.

Sandesh Naik
Chief Financial Officer & Compliance Officer