

Annexure-B

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

1. Name of the Target Company (TC)	Navneet Education Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	HDFC Trustee Company Limited - HDFC Mutual Fund - HDFC CPO - II - 36M May 2014 - HDFC Balanced Fund - HDFC Premier Multi-Cap Fund - HDFC Prudence Fund - HDFC Small and Mid-Cap Fund - HDFC Mid-Cap Opportunities Fund - HDFC Multiple Yield Fund – Plan 2005 - HDFC Children's Gift Fund – Investment Plan - HDFC Children's Gift Fund – Savings Plan - HDFC MF Monthly Income Plan – Long Term Plan		
3. Whether the acquirer belongs to Promoter/Promoter group	No		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE limited National Stock Exchange of India Limited		
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	1,19,87,917	5.03	N.A.
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/ others)	0	0.00	N.A.
c) Voting rights (VR) otherwise than by shares	0	0.00	N.A.
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)	0	0.00	N.A.
Total (a+b+c+d)	1,19,87,917	5.03	N.A.
<u>Details of acquisition/sale:</u>			
a) Shares carrying voting rights acquired/sold	47,78,813	2.01	N.A.
b) VRs acquired /sold otherwise than by shares	0	0.00	N.A.
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) acquired/sold	0	0.00	N.A.
			N.A.

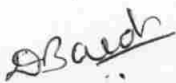


d) Shares encumbered/invoked/released by the acquirer	0	0.00	
Total (a+b+c+/-d)	47,78,813	2.01	N.A.
<u>After the acquisition/sale, holding of:</u>			
a) Shares carrying voting rights	1,67,66,730	7.04	N.A.
b) Shares encumbered with the acquirer	0	0.00	N.A.
c) VRs otherwise than by shares	0	0.00	N.A.
d) 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.	0	0.00	N.A.
Total (a+b+c+d)	1,67,66,730	7.04	N.A.
6. Mode of acquisition /sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Open Market		
7. Date of acquisition /sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	August 14, 2014		
8. Equity share capital / total voting capital of the TC before the said acquisition / sale	23,82,15,000 equity shares of Rs.2/- each		
9. Equity share capital/ total voting capital of the TC after the said acquisition / sale	23,82,15,000 equity shares of Rs.2/- each		
10. Total diluted share/voting capital of the TC after the said acquisition/sale.	N.A.		

(*) 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.

For **HDFC Asset Management Company Limited**
(Investment Manager for the Schemes of HDFC Mutual Fund)


Dhruati Barot
Senior Manager – Compliance

Place: Mumbai
Date: August 19, 2014

