

January 22, 2019

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (East),
Mumbai - 400 051

Scrip Code - 532400

Symbol: KPIT

Dear Sirs,

Ref: Disclosure under Regulation 10(6) of Securities and Exchange Board of India
(Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Sub: Composite Scheme of Arrangement involving KPIT Technologies Limited
("KPIT") and Birlasoft (India) Limited ("BSIL") and KPIT Engineering
Limited ("KEL") and their respective shareholders ("Scheme").

Pursuant to Regulation 10(6) of Securities and Exchange Board of India (Substantial
Acquisition of Shares and Takeovers) Regulations, 2011 (hereinafter referred to as
'SEBI (SAST)'), we wish to inform you that we, NATIONAL ENGINEERING
INDUSTRIES LTD and CENTRAL INDIA INDUSTRIES LIMITED have acquired
Equity Shares of KPIT TECHNOLOGIES LIMITED, a company listed on your
esteemed Stock Exchange on 18th January, 2019 pursuant to the Scheme.

In this connection, please find enclosed the disclosure as per Regulation 10(6) of the
SEBI (SAST).

Request you to kindly take the same on record and oblige.

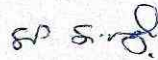
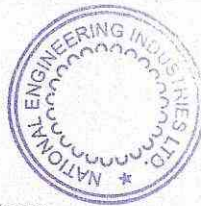
Thanking you,

Yours faithfully,

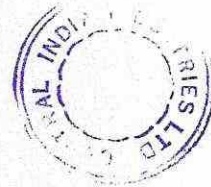
For National Engineering Industries Limited For Central India Industries Limited



Company Secretary



Director



Encl: as above.

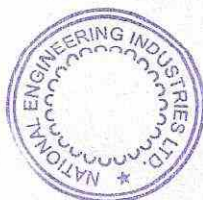
Cc: The Company Secretary
KPIT Technologies Limited
35 & 36, Phase - 1,
Rajiv Gandhi Infotech Park,
MIDC, Hinjewadi, Pune,
Maharashtra, 411057

Format for Disclosures under Regulation 10(6) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	KPIT Technologies Limited (“KPIT”)	
2.	Name of the acquirer(s)	National Engineering Industries Limited (“Acquirer 1”) Central India Industries Limited (“Acquirer 2”)	
3.	Name of the stock exchange where shares of the TC are listed	BSE Limited and National Stock Exchange of India Limited	
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Composite Scheme of Arrangement involving KPIT and Birlasoft (India) Limited (“BSIL”) and KPIT Engineering Limited (“KEL”) and their respective shareholders (“Scheme”)	
5.	Relevant regulation under which the acquirer is exempted from making open offer.	10(1)(d)(ii)	
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, - Whether disclosure was made and whether it was made within the timeline specified under the regulations. - Date of filing with the stock exchange.	Not applicable	
7.	Details of acquisition	Disclosures required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made ¹
	a) Name of the transferor / seller	Not Applicable	<ul style="list-style-type: none"> Pursuant to the Scheme, 7,14,75,555 equity shares of KPIT are issued and allotted to the Acquirer 1; and Pursuant to the Scheme, 51,69,511 equity shares of KPIT are issued to the Acquirer 2.
	b) Date of acquisition	Not Applicable	18 th January, 2019
	c) Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	Not Applicable	<ul style="list-style-type: none"> Pursuant to the Scheme, 7,14,75,555 equity shares of KPIT are issued and allotted to the Acquirer 1; and Pursuant to the Scheme, 51,69,511 equity shares of KPIT are issued and allotted to the Acquirer 2.
	d) Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	Not Applicable	<ul style="list-style-type: none"> 7,14,75,555 equity shares - 26.07%; and 51,69,511 equity shares - 1.89%
	e) Price at which shares are proposed to be acquired / actually acquired		As determined in the Scheme.

¹**Note:** The disclosure under Regulation 10(5) is not required for the current transaction. Disclosure is required for Regulation 10(6) and the same is being made under this column for completeness purposes.

Sumar



8.	Shareholding details	Pre-Transaction		Post-Transaction	
		No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
-	Each Acquirer / Transferee (*)				
	• National Engineering Industries Limited	14,81,241	0.75	7,29,56,796	26.61
	• Central India Industries Limited	Nil	-	51,69,511	1.89
-	Each Seller / Transferor	Not Applicable	-	Not Applicable	-

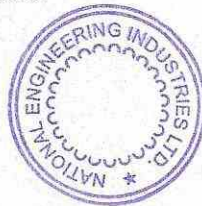
Note:

- (*) Shareholding of each entity shall be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

For National Engineering Industries Limited



Company Secretary
Date: January 22, 2019
Place: Kolkata



For Central India Industries Limited



Director
Date: January 22, 2019
Place: Kolkata

