

McNally Bharat Engineering Company Limited

CIN : L45202WB1961PLC025181

Ecospace Campus 2B 11F/12 (Old Plot No. AA II/Blk 3)

New Town Rajarhat North 24 Parganas Kolkata 700156

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February 2, 2015

National Stock Exchange of India

Exchange Plaza

Plot No. C/1, G Block

Bandra – Kurla Complex, Bandra (E)

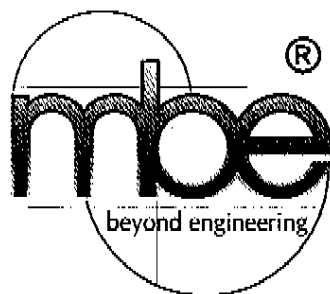
Mumbai – 400051

Sub: Outcome of Board Meeting

Further to our letter dated January 28, 2015, we would like to inform you that the Board of Directors of the Company at its meeting held on date i.e 02nd February, 2015 has decided:-

- I. To issue 9,500,000 nos of Equity Shares of the Company of face value of Rs. 10/- each for cash at an issue price of Rs. 100/- (Rupees One Hundred only) per equity share (including a premium of Rs. 90/- per equity share), aggregating upto Rs. 950,000,000 (Rupees Ninty Five Crores only) or at such prices as may be determined as per SEBI regulations whichever is higher as well as warrants convertible into 3,000,000 equity shares within a period of 18 months to the following entities/person, **on a preferential basis** subject to approval of the Shareholders in an Extra Ordinary General Meeting and other Regulatory approval, if any:

Sl. No	Name of the proposed allottees	Face Value of Subscription Shares/warrants	Issue Price of Subscription Share/warrants	No. Of Subscription Shares/warrants proposed to be allotted	Allottee is: QIB / MF / FI / Trust / Banks/ Others	Category	Amount to be Invested by each allottee (Rs.)
A	Shares						
1	Williamson Magor & Company Limited	Rs. 10	Rs. 100	2,000,000	Others	Promoter	Rs. 200,000,000
2.	MKN Investment Pvt. Ltd.	Rs. 10	Rs. 100	50,00,000	Others	Non-Promoter	Rs. 500,000,000
3	Rekha Rakesh Jhunjhunwala	Rs. 10	Rs. 100	2,500,000	Others	Non-Promoter	Rs. 250,000,000
B	Share Warrant						
1	Williamson Magor & Company Limited		Rs. 100	Warrants convertible to 30,00,000 shares	Others	Promoter	Rs. 300,000,000

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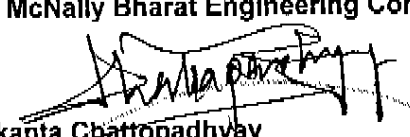
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ii. To issue further shares and increase the capital base in appropriate time

Thanking You.

Yours Faithfully,

For **McNally Bharat Engineering Company Limited**
Sukanta Chattopadhyay

Sr. V.P – Commercial & Company Secretary