

Rekha Jhunjhunwala

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

Date : 12th March 2015

To,
The Company Secretary
McNally Bharat Engineering Company Limited,
Ecospace Campus 2 B,
11 F /12 (Old Plot No. AAI/Blk 3),
New Town, Rajarhat,
Kolkata,
West Bengal 700 156.

Dear Sir,

**Sub : Submission of Revised disclosure - under Regulation 29(1) of SEBI
(Substantial Acquisition of shares and Take overs) Regulations, 2011.**

Ref : My Letter on 5th March 2015

This has reference to my letter dated 5th March 2015, intimating my shareholding above 5% in McNally Bharat Engineering Company Limited .

On a recent review of the forms, it was discovered that the holding of my husband, Shri. Rakesh Jhunjhunwala of 500,000 shares in the said company was missed to be included in the total shareholding.

The comparative statement of disclosure on 5th March 2015 and the actual holding is as under:

Share Holders	Holding as on 3 rd March 2015	Preferential Allotment on 4 th March 2015	Holding as on 5 th March 2015	Holding as on 5 th March 2015 DISCLOSED
Rekha Jhunjhunwala (self)	9,98,349 (3.2108%)	25,00,000	34,98,349 (9.8285%)	34,98,349 (9.8285%)
Rakesh Jhunjhunwala (husband)	5,00,000 (1.6080%)	Nil	5,00,000 (1.4047%)	Nil
Total	14,98,349 (4.8188%)	25,00,000	39,98,349 (11.2333%)	34,98,349 (9.8285%)

This is purely an error of fact and unintentional. I hope that the above explanation will help you understand the reason to file the fresh disclosures and set out the correct factual positions.

Rekha Jhunjhunwala

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No sooner the above stated error has been identified, I am herewith taking steps to rectify the error by filling / submitting the revised disclosure form as mentioned below, reflecting my actual shareholdings along with the persons acting in my concert :

1. Disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of shares and Take overs) Regulations, 2011.

I regret the inconvenience caused in this regard and request you to take this on record.

Thanking you,


REKHA JHUNJHUNWALA

Place : Mumbai

Encl : As mentioned above

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.

**REVISED - Disclosures under Regulation 29(1) of
SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

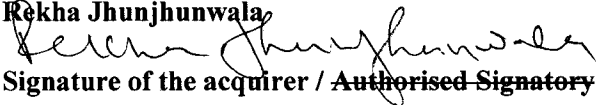
Name of the Target Company (TC)	McNally Bharat Engineering Company Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Acquirer - Smt. Rekha Jhunjunwala PAC - Rakesh Jhunjunwala		
Whether the acquirer belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange and Bombay Stock Exchange .		
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 :			
a) Shares carrying voting rights	a) shares	a) shares	N.A
b) Voting rights (VR) otherwise than by equity shares	14,98,349	4.8188%	
c) 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)			
d) Total (a+b+c)	d) Total 14,98,349	d) Total 4.8188%	
Details of acquisition			
a) Shares carrying voting rights acquired	a)Preferential shares allotted	a)Preferential shares allotted	N.A
b) VRs acquired otherwise than by equity shares	25,00,000	8.0402%	
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			
d) Total (a+b+c)	d) Total 25,00,000	d) Total 8.0402%	
After the acquisition, holding of:			N.A
a) Shares carrying voting rights	a) shares	a) shares	
b) VRs otherwise than by equity shares	39,98,349	11.2333%	
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) after acquisition			
d) Total (a+b+c)	d) Total 39,98,349	d) Total 11.2333%	
Mode of acquisition (e.g. open market / public issue / rights issue- / preferential allotment- / inter-se transfer etc).	Preferential Allotment		

Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	N.A
Date of acquisition of / date of receipt of intimation of allotment of shares / VR / warrants / convertible securities / any other instrument that entitles the acquirer to receive shares in TC.	Preferential allotment Intimation received on 4 th March 2015
Equity share capital / total voting capital of the TC before the said acquisition	Rs.31,09,38,180
Equity share capital/ total voting capital of the TC after the said acquisition	Rs.35,59,38,180
Total diluted share/voting capital of the TC after the said acquisition	N.A

Note :

(*) 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.

Rakha Jhunjhunwala


Signature of the acquirer / ~~Authorised Signatory~~

Place: Mumbai

Date: 12th March 2015