

BRIJ MOHAN KHAITAN

10, QUEENS PARK
KOLKATA - 700001

10th April 2015

The Secretary
Bombay Stock Exchange Ltd
P.J. Towers, 25th Floor
Dalal Street,
MUMBAI -400 001
Scrip Code:532629

The Secretary
National Stock Exchange of India Ltd
Listing Department.
Exchange Plaza, 5th Fl.
Plot No.C/1, G-Block
Bandra-Kurla Complex, Bandra (E)
MUMBAI - 400 051
Scrip Code:MBECL

The Secretary
McNally Bharat Engineering Company Limited
Four Mangoe Lane
Surendra Mohan Ghosh Sarani
Kolkata - 700001

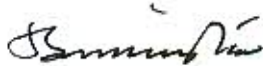
Dear Sir,

**DISCLOSURE OF SHAREHOLDING IN McNALLY BHARAT ENGINEERING COMPANY LIMITED
AS ON 31ST MARCH 2015 UNDER REGULATION 30(2) OF SEBI
(SUBSTANTIAL ACQUISITION OF SHARES & TAKEOVERS) REGULATIONS 2011**

I, being one of the Promoters of McNally Bharat Engineering Company Limited, furnish herewith the required Disclosure in the enclosed format specified under Regulation 30(2) of the SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011, which I trust you will find in order.

Please acknowledge receipt.

Yours faithfully,



BRIJ MOHAN KHAITAN

Encl. as above.

ANNEXURE-1
DISCLOSURE UNDER REGULATION 30(2) OF SEBI
(SUBSTANTIAL ACQUISITION OF SHARES & TAKEOVERS) REGULATIONS, 2011
AS ON 31ST MARCH 2015

Part-A-Details of Shareholding

1. Name of the Target Company (TC)	McNALLY BHARAT ENGINEERING COMPANY LIMITED		
2. Name(s) of the Stock Exchange(s) where the shares of the TC are listed	1. Bombay Stock Exchange Limited 2. National Stock Exchange of India Limited		
3. Particulars of the shareholder a. Name of person whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the target company) is more than 25% of the share or voting rights of the TC. or b. Name(s) of promoter(s), member of the promoter group and Persons Acting in Concert (PAC) with him.	Not Applicable Brij Mohan Khaitan Amritanshu Khaitan Isha Khaitan Williamson Magor & Co. Limited Williamson Financial Services Limited Bishnauth Investments Limited McLeod Russel India Limited Babcock Borsig Limited Kilburn Engineering Limited		
4. Particulars of the holding of persons mentioned at (3) above As of March 31 st of the year, holding of: (a) Shares	Number As on 31.03.2015	% w.r.t. total share/voting capital wherever applicable	% of total diluted share/voting capital of TC (*)
Brij Mohan Khaitan	21	00.00	00.00
Amritanshu Khaitan	8000	00.02	00.02
Isha Khaitan	24000	00.06	00.06
Williamson Magor & Co. Limited	5179748	12.76	11.88
Williamson Financial Services Limited	1551000	03.82	03.56
Bishnauth Investments Limited	99400	00.25	00.23
McLeod Russel India Limited	3052295	07.52	07.00
Babcock Borsig Limited	1301000	03.20	02.98
Kilburn Engineering Limited	854300	02.10	01.96
	12069764	29.73	27.69
(b) Voting Rights (otherwise than by shares)	Nil	Nil	Nil
(c) Warrants: Allotted to Williamson Magor & Co. Limited on 13.03.2015	3000000	100.00	06.88
(d) Convertible Securities	Nil	Nil	Nil
(e) any other instrument that would entitle the holder to receive shares in the TC.	Nil	Nil	Nil

[Contd...2]

