

December 19, 2014

1. BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001
2. National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block G
Bandra Kurla Complex
Bandra (E)
Mumbai – 400 051
3. Commercial Engineers & Body
Builders Company Limited
124, Napier Town
Jabalpur - 482 001
Madhya Pradesh

Dear Sirs,

SUB: Disclosure under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

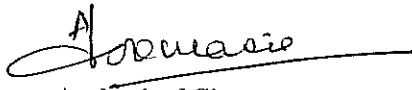
Pursuant to Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, attached please find Disclosure Form (in the format prescribed) in respect of pledge over 35,00,000 equity shares of Commercial Engineers & Body Builders Company Limited ("Target Company") comprising of 6.37% of the Equity Share Capital of the Target Company created in favour of Tata Capital Financial Services Limited.

We request you to kindly take this information on record and acknowledge receipt.

Thanking you,

Yours faithfully,

For TATA CAPITAL FINANCIAL SERVICES LIMITED


Authorised Signatory

Encl : as above

TATA CAPITAL FINANCIAL SERVICES LIMITED

Tower A 1101 Peninsula Business Park Ganpatrao Kadam Marg Lower Parel Mumbai 400 013 India

Tel 91 22 6606 9000 Fax 91 22 6656 2699 Web www.tatacapital.com

Registered Office One Forbes Dr V B Gandhi Marg Fort Mumbai 400 001 India

Corporate Identity Number : U67100MH2010PLC210201

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

Name of the Target Company (TC)	Commercial Engineers & Body Builders Company Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Acquirer: Tata Capital Financial Services Limited ("TCFSL") PAC: Tata Capital Growth Fund 1("TCGF")		
Whether the acquirer belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Ltd.		
Details of the acquisition/disposal as follows	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 under consideration, holding of :</u>			
a) Shares carrying voting rights (Held by TCGF)	60,05,401	10.93	10.93
b) Shares in the nature of encumbrance (pledge/lien/ ~~non-disposal undertaking/others~~)(in favour of TCFSL)	32,13,443	5.85	5.85
c) Voting rights (VR) otherwise than by shares	-	-	-
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)	-	-	-
e) Total (a+b+c+d)	92,18,844	16.78	16.78
<u>Details of acquisition / sale</u>			

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a) Shares carrying voting rights acquired/sold	-	-	-
b) VRs acquired /sold otherwise than by shares	-	-	-
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	-	-	-
d) Shares encumbered ~~/invoked/~~ released by the Acquirer	35,00,000	6.37	6.37
e) Total (a+b+c+d)	35,00,000	6.37	6.37
<u>After the acquisition/sale, holding of:</u>			
a) Shares carrying voting rights (Held by TCGF)	60,05,401	10.93	10.93
b) Shares encumbered with the Acquirer	67,13,443	12.22	12.22
c) VRs otherwise than by shares	-	-	-
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	-	-	-
e) Total (a+b+c+d)	127,18,844	23.15	23.15
Mode of acquisition ~~/sale~~ (e.g. open market / off-market /public issue / rights issue /preferential allotment / inter-se transfer, etc.)	Pledge over shares of the TC created in favour of TCFSL		
Date of acquisition ~~/sale~~ of shares/ VR or date of receipt of intimation of allotment of shares, whichever is applicable	35,00,000 shares pledged in favour of TCFSL on 19/12/2014		
Equity share capital / total voting capital of the TC before the said	5,49,42,964 nos/ Rs.54,94,29,640/-		

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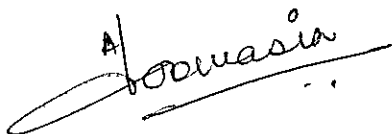
acquisition/sale	
Equity share capital/ total voting capital of the TC after the said acquisition/sale	5,49,42,964 nos/ Rs.54,94,29,640/-
Total diluted share/voting capital of the TC after the said acquisition/sale	5,49,42,964 nos/ Rs.54,94,29,640/-

(*) 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.

Signature of the acquirer / seller / Authorised Signatory

For **TATA CAPITAL FINANCIAL SERVICES LIMITED**



Authorised Signatory

Place: Mumbai

Date: December 19, 2014