

BRIJ MOHAN KHAITAN

10, QUEENS PARK
KOLKATA - 700001

4th April 2019

The Secretary
BSE Limited
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 2019 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 AND TAKEOVERS)
REGULATIONS, 2011 AS ON 31ST MARCH 2019

Part-A-Details of Shareholding

Part A-Details of Shareholding		McNALLY BHARAT ENGINEERING COMPANY LIMITED		
1. Name of the Target Company (TC)		1. Bombay Stock Exchange Limited		
2. Name(s) of the Stock Exchange(s) where the shares of the TC are listed		2. National Stock Exchange of India Limited		
3. Particulars of the shareholder a. Name of person(s) together with Persons Acting in Concert (PAC) 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 TC) is more than 25% of the voting rights of the TC. or b. Name(s) of promoter(s), member of the promoter group and 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 EMC Limited MKN Investment Private Limited		
4. Particulars of the shareholding of person(s) mentioned at (3) above As of March 31 st of the year, holding of: (a) Shares		Number of Shares as on 31.03.2019	% w.r.t. total share/voting capital wherever applicable	% of total diluted share/ voting capital of TC (%)
Brij Mohan Khaitan		21	0.00	0.00
Amritanshu Khaitan		8000	0.00	0.00
Isha Khaitan		24000	0.01	0.01
Williamson Magor & Co. Limited		27618952	16.04	12.81
Williamson Financial Services Limited		16702515	9.70	7.75
Bishnauth Investments Limited		99400	0.06	0.05
McLeod Russel India Limited		3052295	1.77	1.42
Babcock Borsig Limited		12664636	7.36	5.87
Kilburn Engineering Limited		854300	0.50	0.40
EMC Limited		11702689	6.80	5.43
MKN Investment Private Limited		1370459	0.80	0.64
Total		74097267	43.04	34.37
(b) Voting Rights (otherwise than by shares)		Nil	Nil	Nil
(c) Warrants		Nil	Nil	Nil
(d) Convertible Securities : Compulsorily Convertible Preference Shares [CCPS] of Rs.10/- each allotted to the following Companies by the Target Company on 26.03.2018 (convertible into 1 Equity Share of Rs.10/- within 18 months from the dates of allotment i.e. 26.03.2018 respectively). Williamson Magor & Co. Limited: 4000000 (26.03.2018) Williamson Financial Services Ltd: 4000000 (26.03.2018) Babcock Borsig Limited: 4000000(26.03.2018)		4000000 4000000 4000000	2.32 2.32 2.32	1.86 1.86 1.86
(e) any other instrument that would entitle the holder to receive shares in the TC.		Nil		Nil
Total		12000000	6.97	5.57

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PRIV INVESTMENT PRIVATE LIMITED

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PRIV INVESTMENT



Signature of : **BRIJ MOHAN KHAITAN**

Place: Kolkata

Date: 4th April 2019

Note:

1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.

(*) 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.

* (1) 1,20,00,000 CCPS, (2) 40,00,000 Warrants and (3) 2,74,19,000 CCPS (all Rs.10/- each and convertible into equity shares within 18 months from their respective dates of allotment) were allotted on 26.03.2018, 28.03.2018 and 29.03.2018, respectively. After the conversions, the Paid-up Equity Share Capital would be increased from Rs.1,72,15,17,570/- (divided into 17,21,51,757 Equity Shares of Rs.10/- each) to Rs.2,15,57,07,570/- (divided into 21,55,70,757 Equity Shares of Rs.10/- each).

(**) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.