



WILLIAMSON MAGOR & CO. LIMITED

Corporate Identity Number (CIN) : L01132WB1949PLC017715

REGISTERED OFFICE : FOUR MANGOE LANE, SURENDRA MOHAN GHOSH SARANI, KOLKATA - 700 001

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24th June 2020

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

The Secretary
The National Stock Exchange
of India Ltd, Listing Dept.
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
Campus 2B, Ecospace Business Park,
11F/12 Rajarhat, Newtown,
North 24 Pargannas
Kolkata - 700156

Dear Sir,

Disclosure of Shareholding under Regulation 29 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

We, being one of the Promoters of McNally Bharat Engineering Company Limited ('the Target Company') inform you that on scrutiny of the Beneficiary Account of the Company it has been found that 63,00,000 Equity Shares of the Target Company held by our Company have been invoked from pledge by DMI Finance Private Limited ('DMI') on 16th June 2020 and intimation received by the Company on 22 June 2020. After such invocation, we hold 2,53,18,952 Equity Shares representing 11.96% of the Paid-Up Share Capital of the Target Company.

The aforesaid Disclosure in the format specified in Annexure-2 under Regulation 29 of the SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 is enclosed for your information and record.

The aforesaid Disclosure may also be treated as a Disclosure of material event in terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This disclosure may be treated as the compliance of the Company under Regulation 31 of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations 2011, if applicable.

We trust that you will find the above Disclosure in order.

Please acknowledge receipt.

Yours faithfully,
WILLIAMSON MAGOR & CO. LIMITED

(ADITI DAGA)
COMPANY SECRETARY

Encl: as above

ANNEXURE – 2

**DISCLOSURES UNDER REGULATION 29(2) 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	Persons Acting in Concert: Williamson Magor & Co. Limited Brij Mohan Khaitan Amritanshu Khaitan Isha Khaitan Williamson Financial Services Limited Babcock Borsig Limited Kilburn Engineering Limited Bishnauth Investments Limited McLeod Russel India Limited MKN Investment Pvt Limited EMC Limited		
Whether the acquirer belongs to Promoter/Promoter group	Yes.		
Name(s) of the Stock Exchange(s) where the shares of TC are listed	1. BSE Limited 2. The National Stock Exchange of India Limited		
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 (**)
Before the acquisition under consideration, holding of:			
a) Shares carrying voting rights	3,16,18,952	14.9449	14.9449
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)			
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)	Nil Nil	Nil Nil	Nil Nil
e) Total (a-b+c+d)	3,16,18,952	14.9449	14.9449
Details of acquisition/sale:			
a) Shares carrying voting rights acquired/sold	Nil	Nil	Nil
b) VRs acquired/sold otherwise than by shares	Nil	Nil	Nil
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	63,00,000	2.977	2.977
e) Total (a+b+c+d)	63,00,000	2.977	2.977

(Contd.2)

After the acquisition/sale, holding of:	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
a) Shares carrying voting rights	2,53,18,952	11.9671	11.9671
b) Shares encumbered with the acquirer	Nil	Nil	Nil
b) VRs otherwise than by shares	Nil	Nil	Nil
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	Nil	Nil	Nil
d) Total (a-b+c+d)	2,53,18,952	11.9671	11.9671
Mode of acquisition/sale (e.g. open market/off-market/public issue/ rights issue/preferential allotment/inter-se transfer etc.)	Invoked from pledged shares		
Date of acquisition/sale of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable.	16 th June 2020		
Equity share capital/total voting capital of the TC before the said acquisition/sale	Rs.2,11,57,07,570/- divided into 21,15,70,757 Equity Shares of Rs.10/- each		
Equity share capital/total voting capital of the TC after the said acquisition/sale	Rs.2,11,57,07,570/- divided into 21,15,70,757 Equity Shares of Rs.10/- each		
Total diluted share/voting capital of the TC after the said acquisition	Rs.2,11,57,07,570/- divided into 21,15,70,757 Equity Shares of Rs.10/- each		

(*) 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.

(***) Date of Invocation of pledged shares is 16.06.2020 and date of intimation received by the Company is 22.06.2020.

WILLIAMSON MAGOR & CO. LIMITED

(ADITI DAGA)
COMPANY SECRETARY

Place: Kolkata
Date: 24th June 2020