

Name of the Company: McNally Bharat Engineering Company Limited  
Scrip Code: MBECL  
Class of Security: Equity  
As on: September 30, 2015

| Partly paid-up shares   | No. of partly paid-up shares  | As a % of total no. of partly paid-up Shares              | As a % of total no. of shares of the company   |
|---|-------------------------------|---|--|
| Held by promoter/promoter group   | 0                             | 0   |  |
| Held by public  | 0                             | 0   |  |
| <b>Total</b>  | <b>0</b>                      | <b>0</b>  |  |
| Outstanding convertible securities  | No. of outstanding securities | As a % of total no. of outstanding convertible securities | As a % of total no. of shares of the company, assuming full conversion of the convertible securities |
| Held by promoter/promoter group   | 0                             | 0   |  |
| Held by public  | 0                             | 0   |  |
| <b>Total</b>  | <b>0</b>                      | <b>0</b>  |  |
| Warrants  | No. of warrants               | As a % of total no. of warrants                           | As a % of total no. of shares of the company, assuming full conversion of Warrants                   |
| Held by promoter/promoter group   | 3000000                       | 100   | 6.881  |
| Held by public  | 0                             | 0   |  |
| <b>Total</b>  | <b>3000000</b>                | <b>0</b>  |  |
| Total paid-up capital of the company, assuming full conversion of warrants and convertible securities | 53593818                      |   |  |



(I)(a) Statement showing Shareholding Pattern: Quarter ended September 30, 2015

| Category Code | Category of Shareholder   | No. of Shareholders | Total No. of Shares | No. of Shares in Demat Form | Total Shareholding as a % of Tot Shares |                       | Shares Pledged or otherwise encumbered |                        |
|---------------|---|---------------------|---------------------|-----------------------------|---|-----------------------|--|------------------------|
|               |   |                     |                     |                             | As a % of (A + B)                       | As a % of (A + B + C) | Shares                                 | As a %                 |
| (I)           | (II)  | (III)               | (IV)                | (V)                         | (VI)                                    | (VII)                 | (VIII)                                 | (IX) = (VIII)/(IV)*100 |
| A.            | Promoter and Promoter Group   |                     |                     |                             |   |                       |  |                        |
|               | 1 Indian  |                     |                     |                             |   |                       |  |                        |
|               | a. Individuals/Hindu Undivided Family   | 3                   | 32,021              | 32,021                      | 0.0633                                  | 0.0633                | -                                      | -                      |
|               | b. Central / State Government(s)  | -                   | -                   | -                           | -                                       | -                     | -                                      | -                      |
|               | c. Bodies Corporate   | 9                   | 2,20,37,743         | 1,20,37,743                 | 43.5582                                 | 43.5582               | 26,00,000                              | 11.80%                 |
|               | d. Financial Institutions/Banks   | -                   | -                   | -                           | -                                       | -                     | -                                      | -                      |
|               | e. Any Other  | -                   | -                   | -                           | -                                       | -                     | -                                      | -                      |
|               | Sub Total (A1)  | 12                  | 2,20,69,764         | 1,20,69,764                 | 43.6215                                 | 43.6215               | 26,00,000                              | 11.78%                 |
|               | 2 Foreign   |                     |                     |                             |   |                       |  |                        |
|               | a. Individuals/Hindu Undivided Family   | -                   | -                   | -                           | -                                       | -                     | -                                      | -                      |
|               | b. Central / State Government(s)  | -                   | -                   | -                           | -                                       | -                     | -                                      | -                      |
|               | c. Bodies Corporate   | -                   | -                   | -                           | -                                       | -                     | -                                      | -                      |
|               | d. Financial Institutions/Banks   | -                   | -                   | -                           | -                                       | -                     | -                                      | -                      |
|               | e. Any Other  | -                   | -                   | -                           | -                                       | -                     | -                                      | -                      |
|               | Sub Total (A2)  | -                   | -                   | -                           | -                                       | -                     | -                                      | -                      |
|               | Total Shareholding of Promoter and Promoter Group A = (A)(1) + (A)(2)         | 12                  | 2,20,69,764         | 1,20,69,764                 | 43.6215                                 | 43.6215               | 26,00,000                              | 11.78%                 |
| B.            | Public Shareholding   |                     |                     |                             |   |                       |  |                        |
|               | 1 Institutions  |                     |                     |                             |   |                       |  |                        |
|               | a. Mutual Funds / UTI   | 5                   | 26,24,058           | 26,17,082                   | 5.1865                                  | 5.1865                | -                                      | -                      |
|               | b. Financial Institutions / Banks   | 4                   | 45,467              | 45,467                      | 0.0899                                  | 0.0899                | -                                      | -                      |
|               | c. Central / State Government(s)  | -                   | -                   | -                           | -                                       | -                     | -                                      | -                      |
|               | d. Venture Capital Funds  | -                   | -                   | -                           | -                                       | -                     | -                                      | -                      |
|               | e. Insurance Companies  | 4                   | 5,28,309            | 5,27,709                    | 1.0442                                  | 1.0442                | -                                      | -                      |
|               | f. Foreign Institutional Investors  | 4                   | 77,487              | 77,487                      | 0.1532                                  | 0.1532                | -                                      | -                      |
|               | g. Foreign Venture Capital Investors  | -                   | -                   | -                           | -                                       | -                     | -                                      | -                      |
|               | h. Qualified Foreign Investor   | -                   | -                   | -                           | -                                       | -                     | -                                      | -                      |
|               | i. Any Other  | -                   | -                   | -                           | -                                       | -                     | -                                      | -                      |
|               | Sub Total (B1)  | 17                  | 32,75,321           | 32,67,745                   | 6.4738                                  | 6.4738                | -                                      | -                      |
|               | 2 Non-Institutions  |                     |                     |                             |   |                       |  |                        |
|               | a. Bodies Corporate   | 472                 | 1,20,08,515         | 1,17,67,525                 | 23.7351                                 | 23.7351               | -                                      | -                      |
|               | b. Individuals holding  |                     |                     |                             |   |                       |  |                        |
|               | i. Nominal Share Capital up to Rs. 1 Lakh                                     | 14,433              | 52,88,612           | 51,15,502                   | 10.4531                                 | 10.4531               | -                                      | -                      |
|               | ii. Nominal Share Capital in excess of Rs. 1 Lakh                             | 97                  | 70,98,474           | 70,98,474                   | 14.0303                                 | 14.0303               | -                                      | -                      |
|               | c. Qualified Foreign Investor   | -                   | -                   | -                           | -                                       | -                     | -                                      | -                      |
|               | d. Any Other  |                     |                     |                             |   |                       |  |                        |
|               | Trusts  | 1                   | 1,99,990            | 1,99,990                    | 0.3953                                  | 0.3953                | -                                      | -                      |
|               | Clearing Member   | 36                  | 25,853              | 25,853                      | 0.0511                                  | 0.0511                | -                                      | -                      |
|               | Non Resident Individual   | 260                 | 6,27,289            | 6,26,579                    | 1.2399                                  | 1.2399                | -                                      | -                      |
|               | Sub Total (B2)  | 15,299              | 2,52,48,733         | 2,48,33,923                 | 49.9048                                 | 49.9048               | -                                      | -                      |
|               | Total Public Shareholding B = B(1) + (B)(2)                                   | 15,316              | 2,85,24,054         | 2,81,01,668                 | 56.3785                                 | 56.3785               | -                                      | -                      |
|               | Total (A) + (B)   | 15,328              | 5,05,93,818         | 4,01,71,432                 | 100.0000                                | 100.0000              | 26,00,000                              | 5.14%                  |
| C.            | Shares held by Custodian & against which depository Receipts have been issued |                     |                     |                             |   |                       |  |                        |
|               | 1 Promoter and Promoter Group   | -                   | -                   | -                           | -                                       | -                     | -                                      | -                      |
|               | 2 Public  | -                   | -                   | -                           | -                                       | -                     | -                                      | -                      |
|               | <b>Grand Total (A) + (B) + (C)</b>  | <b>15,328</b>       | <b>5,05,93,818</b>  | <b>4,01,71,432</b>          | <b>100.0000</b>                         | <b>100.0000</b>       | <b>26,00,000</b>                       | <b>5.14%</b>           |

McNALLY BHARAT ENGG. CO. LTD.

Prabir Ghosh  
Whole Time Director & Group C.F.O

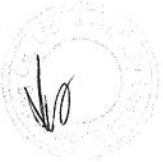
(l)(b) Statement showing holding of securities (including shares, warrant, convertible securities) of persons belonging to the category 'Promoter and Promoter Group'

Quarter ended 30/09/2015

1. Indian

c. Bodies Corporate

| Sr. No. | Name of the shareholder               | PAN of the Shareholder | Total Shares held |                                       | Shares pledged or otherwise encumbered |   |   | Details of warrants          |   | Details of convertible securities          |   | Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital |
|---------|---------------------------------------|------------------------|-------------------|---------------------------------------|--|---|---|------------------------------|---|--|---|--|
|         |                                       |                        | Number            | as a % of grand total (A) + (B) + (C) | Number                                 | as a percentage (VII) = (VI) / (IV) * 100 | as a % of grand total (A) + (B) + (C) of sub-clause (I)(a) (VIII) | Number of warrants held (XI) | As a % total number of warrants of the same class (X) | Number of convertible securities held (XI) | As a % total number of convertible securities of the same class (XII) |  |
| (i)     | (ii)                                  | (iii)                  | (iv)              | (v)                                   | (vi)                                   | (vii)                                     | (viii)  | (ix)                         | (x)   | (xi)                                       | (xii)   | (xiii)   |
|         | Amritanshu Khaitan                    | AJFPK2122H             | 8000              | 0.0158%                               | 0                                      | 0.00%                                     | 0.00%   | 0                            | 0   | 0  | 0   | 0.0149%  |
|         | B M Khaitan                           | AGEPK6970B             | 21                | 0.0000%                               | 0                                      | 0.00%                                     | 0.00%   | 0                            | 0   | 0  | 0   | 0.0000%  |
|         | Isha Khaitan                          | ALSPK2923P             | 24000             | 0.0474%                               | 0                                      | 0.00%                                     | 0.00%   | 0                            | 0   | 0  | 0   | 0.0448%  |
|         | EMC Limited                           | AAACE7582J             | 10000000          | 19.7853%                              | 0                                      | 0.00%                                     | 0.00%   | 0                            | 0   | 0  | 0   | 18.6589%   |
|         | McLeod Russel India Limited           | AAACE6198J             | 3052295           | 6.0329%                               | 0                                      | 0.00%                                     | 0.00%   | 0                            | 0   | 0  | 0   | 5.6952%  |
|         | Williamson Maqor & Co. Limited        | AAACW2369P             | 3879748           | 7.6684%                               | 0                                      | 0.00%                                     | 0.00%   | 3000000                      | 100   | 0  | 0   | 7.2392%  |
|         | Williamson Maqor & Co. Limited        | AAACW2369P             | 1300000           | 2.5695%                               | 0                                      | 0.00%                                     | 0.00%   | 0                            | 0   | 0  | 0   | 2.4275%  |
|         | Babcock Borsig Limited                | AABCD4477A             | 1301000           | 2.5715%                               | 1100000                                | 84.55%                                    | 2.17%   | 0                            | 0   | 0  | 0   | 2.4275%  |
|         | Williamson Financial Services Limited | AAACW4504A             | 1050000           | 2.0754%                               | 1000000                                | 95.24%                                    | 1.98%   | 0                            | 0   | 0  | 0   | 1.9592%  |
|         | Williamson Financial Services Limited | AAACW4504A             | 501000            | 0.9902%                               | 500000                                 | 99.80%                                    | 0.99%   | 0                            | 0   | 0  | 0   | 0.9348%  |
|         | Kilburn Engineering Limited           | AAABCK3421H            | 854300            | 1.6885%                               | 0                                      | 0.00%                                     | 0.00%   | 0                            | 0   | 0  | 0   | 1.5940%  |
|         | Bishnauth Investments Limited         | AABCM7767N             | 99400             | 0.1965%                               | 0                                      | 0.00%                                     | 0.00%   | 0                            | 0   | 0  | 0   | 0.1855%  |
|         | <b>TOTAL</b>                          |                        | <b>22069764</b>   | <b>43.6215%</b>                       | <b>2600000</b>                         | <b>11.78%</b>                             | <b>5.14%</b>  | <b>3000000</b>               | <b>100</b>  | <b>0</b>                                   | <b>0</b>  | <b>41.1797%</b>  |



(I)(c)(i) Statement showing holding of securities (including shares, warrant, convertible securities) of persons belonging to the category 'Public' and holding more than 1% of the total no. of shares

| Sr. No.      | Name of the shareholder                        | Number of shares | Shares as a percentage of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above) | Details of warrants     |   | Details of convertible securities     |  | Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital |
|--------------|--|------------------|--|-------------------------|---|---------------------------------------|--|--|
|              |  |                  |  | Number of warrants held | As a % total number of warrants of the same class | Number of convertible securities held | % w.r.t total number of convertible securities of the same class |  |
| 1            | MKN Investment Private Limited                 | 5000000          | 9.8826%  | 0                       | 0   | 0                                     | 0  | 9.3294%  |
| 2            | Rekha Rakesh Jhunjhunwala                      | 3498349          | 6.9146%  | 0                       | 0   | 0                                     | 0  | 6.5275%  |
| 3            | Rajasthan Global Securities Private Limited    | 2390338          | 4.7246%  | 0                       | 0   | 0                                     | 0  | 4.4601%  |
| 4            | Sundaram Mutual Fund A/c - Sundaram SMILE Fund | 1329389          | 2.6276%  | 0                       | 0   | 0                                     | 0  | 2.4805%  |
| 5            | L&T Mutual Fund Trustee Ltd - L&T Equity Fund  | 835427           | 1.6512%  | 0                       | 0   | 0                                     | 0  | 1.5588%  |
| 6            | Nikung Properties Private Limited              | 770000           | 1.5219%  | 0                       | 0   | 0                                     | 0  | 1.4367%  |
| <b>Total</b> |  | <b>13823503</b>  | <b>27.3225%</b>  | <b>0</b>                | <b>0</b>  | <b>0</b>                              | <b>0</b>   | <b>25.7931%</b>  |

(I) (c)(ii) Statement showing Shareholding of persons belonging to the category "Public" and holding more than 5% of the total number of shares

| Sr. No.      | Name of the shareholder   | Number of shares | Shares as a percentage of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above) | Details of warrants     |   | Details of convertible securities     |  | Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital |
|--------------|---------------------------|------------------|--|-------------------------|---|---------------------------------------|--|--|
|              |                           |                  |  | Number of warrants held | As a % total number of warrants of the same class | Number of convertible securities held | % w.r.t total number of convertible securities of the same class |  |
| 1            | MKN Investment Pvt Ltd    | 5000000          | 9.8826%  | 0                       | 0   | 0                                     | 0  | 9.3294%  |
| 2            | Rekha Rakesh Jhunjhunwala | 3498349          | 6.9146%  | 0                       | 0   | 0                                     | 0  | 6.5275%  |
| <b>Total</b> |                           | <b>8498349</b>   | <b>16.7972%</b>  | <b>0</b>                | <b>0</b>  | <b>0</b>                              | <b>0</b>   | <b>15.8570%</b>  |



(I)(d) Statement showing details of locked-in shares

| Sr. No. | Name of the shareholder   | PAN of the Shareholder | Number of locked-in shares | Locked-in shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above} | Promoter / Promoter Group / Public |
|---------|---------------------------|------------------------|----------------------------|--|------------------------------------|
| 1       | EMC Limited               | AAACE7582J             | 1,00,00,000                | 19.7653%   | Promoter                           |
| 2       | Williamson Magor & Co Ltd | AAACW2369P             | 51,79,748                  | 10.2379%   | Promoter                           |
| 3       | Jhunjhunwala Rekha Rakesh | AAEPJ2191B             | 34,98,349                  | 6.9146%  | Public                             |
|         | <b>TOTAL</b>              |                        | <b>1,86,78,097</b>         | <b>36.9177%</b>  |                                    |

(II)(a) Statement showing details of Depository Receipts (DRs)

| Sr. No. | Type of outstanding DR (ADRs, GDRs, SDRs, etc.) | Number of outstanding DRs | Number of shares underlying outstanding DRs | Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above} |
|---------|---|---------------------------|---|---|
| 1       | Nil   | 0                         | 0   | 0   |
|         | <b>TOTAL</b>                                    | <b>0</b>                  | <b>0</b>                                    | <b>0</b>  |

(II)(b) Statement showing holding of Depository Receipts (DRs), where underlying shares held by 'promoter/promoter group' are in excess of 1% of the total no. of shares as on 30/09/2015

| Sr. No. | Name of the DR Holder | Type of Outstanding DR (ADRs, GDRs, SDRs, etc) | Number of shares underlying outstanding DRs | Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above} |
|---------|-----------------------|--|---|---|
| 1       | Nil                   | 0  | 0   | 0   |
|         | <b>TOTAL</b>          | <b>0</b>                                       | <b>0</b>                                    | <b>0</b>  |

