

McNally Bharat Engineering Company Limited

CIN : L45202WB1961PLC025181
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November 6, 2015

Bombay Stock Exchange Limited

Floor 25, Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400001

National Stock Exchange of India Ltd.

Exchange Plaza,
Plot no. C/1, G Block,
Bandra - Kurla Complex
Bandra (E)
Mumbai - 400 051

Dear Madam/Sir,

Sub: Clause 35 of the Listing Agreement

We had earlier submitted the Shareholding Pattern on our Company to your Stock Exchange on October 16, 2015, for the quarter ended September 30, 2015, as per Clause 35 of the Listing Agreement.

On September 28, 2015, our Company had allotted 10,000,000 shares to EMC Limited. On such allotment, MKN Investment Private Limited, earlier under the category of "Public" holding greater than 5% of shareholding in our Company, became a part of "Promoter Group" as it's a part of EMC Limited's group.

Therefore, we would like to re-submit the revised Shareholding Pattern for the Quarter ended September 30, 2015, reflecting the above fact.

Thanking You,
Yours Faithfully,
For **McNally Bharat Engineering Company Limited**



Prabir Ghosh

Whole Time Director & Group CFO

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

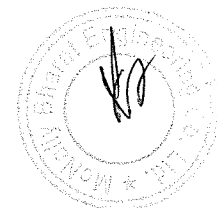
Partly paid-up shares	No. of partly paid-up shares	As a % of total no. of partly paid-up Shares	As a % of total no. of shares of the company
Held by promoter/promoter group	0	0	
Held by public	0	0	
Total	0	0	
Outstanding convertible securities	No. of outstanding securities	As a % of total no. of outstanding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

McNALLY BHARAT ENGG. CO. LTD.


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

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

Category Code	Category of Shareholder (II)	No. of Shareholders (III)	Total No. of Shares (IV)	No. of Shares in Demat Form (V)	Total Shareholding as a % of Total Shares		Shares Pledged or otherwise encumbered	
					As a % of (A + B) (VI)	As a % of (A + B + C) (VII)	Shares (VIII)	As a % (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	10	2,70,37,743	1,70,37,743	53.4408	53.4408	76,00,000	28.11%
	d. Financial Institutions/Banks	-	-	-	-	-	-	-
	e. Any Other	-	-	-	-	-	-	-
	Sub Total (A1)	13	2,70,69,764	1,70,69,764	53.5041	53.5041	76,00,000	28.08%
	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)	13	2,70,69,764	1,70,69,764	53.5041	53.5041	76,00,000	28.08%
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	471	70,08,515	67,67,525	13.8525	13.8525	-	-
	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)	15,298	2,02,48,733	1,98,33,923	40.0221	40.0221	-	-
	Total Public Shareholding B = B(1) + (B)(2)	15,315	2,35,24,054	2,31,01,668	46.4959	46.4959	-	-
	Total (A) + (B)	15,328	5,05,93,818	4,01,71,432	100.0000	100.0000	76,00,000	15.02%
C	Shares held by Custodian & against which depository Receipts have been issued							
	1 Promoter and Promoter Group	-	-	-	-	-	-	-
	2 Public	-	-	-	-	-	-	-
	Grand Total (A) + (B) + (C)	15,328	5,05,93,818	4,01,71,432	100.0000	100.0000	76,00,000	15.02%



(I)(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	as a % of grand total (A) + (B) + (C) of sub-clause (I)(a) (VIII)	Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	As a % total number of convertible securities of the same class	
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII) = (VI) / (IV)*100	(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	19.7653%	0	0.00%	0.00%	0	0	0	0	18.6589%
	MKN Investment Private Limited	AACCM0586E	5000000	9.8826%	5000000	100.00%	9.88%	0	0	0	0	9.3294%
	McLeod Russel India Limited	AAACE6196J	3052295	6.0329%	0	0.00%	0.00%	0	0	0	0	5.6952%
	Williamson Magor & Co. Limited	AAACW2369P	3879748	7.6684%	0	0.00%	0.00%	3000000	100	0	0	7.2392%
	Williamson Magor & Co. Limited	AAACW2369P	1300000	2.5695%	0	0.00%	0.00%	0	0	0	0	2.4257%
	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%
	TOTAL		27069764	53.5041%	7600000	28.08%	15.02%	3000000	100	0	0	50.5091%

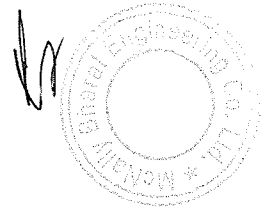


(I)(c)(i) Statement showing holding of securities (including shares, warrant, convertible securities) of persons belonging to the category 'Public' and holding more than 1% of the total no. of shares

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	Rekha Rakesh Jhunjhunwala	3498349	6.9146%	0	0	0	0	6.5275%
2	Rajasthan Global Securities Private Limited	2390338	4.7246%	0	0	0	0	4.4601%
3	Sundaram Mutual Fund A/c - Sundaram SMILE Fund	1329389	2.6276%	0	0	0	0	2.4805%
4	L&T Mutual Fund Trustee Ltd - L&T Equity Fund	835427	1.6512%	0	0	0	0	1.5588%
5	Nikung Properties Private Limited	770000	1.5219%	0	0	0	0	1.4367%
Total		8823503	17.4399%	0	0	0	0	16.4637%

(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	Rekha Rakesh Jhunjhunwala	3498349	6.9146%	0	0	0	0	6.5275%
Total		3498349	6.9146%	0	0	0	0	6.5275%



(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	MKN Investment Private Limited	AACCM0586E	50,00,000	9.8826%	Promoter
3	Williamson Magor & Co Ltd	AAACW2369P	51,79,748	10.2379%	Promoter
4	Jhunjhunwala Rekha Rakesh	AAEPJ2191B	34,98,349	6.9146%	Public
	TOTAL		2,36,78,097	46.8004%	

(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
	TOTAL	0	0	0

(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
	TOTAL		0	0

