

BABCOCK BORSIG LIMITED

CORPORATE IDENTITY NUMBER (CIN) : U67120WB1993PLC058690

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

TELEPHONE : 033-2210-1221, 2243-5391/5393, 2248-9434/9435

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4th October 2017

The Secretary
BSE Limited
P.J. Towers, 25th Floor
Dalal Street,
MUMBAI -400 001

The Secretary
The National Stock Exchange
of India Ltd, Listing Dept.
Exchange Plaza, 5th Floor
Plot No.C/1, G-Block
Bandra-Kurla Complex
Bandra (E)
MUMBAI - 400 051

The Secretary
McNally Bharat Engineering Company Limited
Four Mangoe Lane
Surendra Mohan Ghosh Sarani
Kolkata - 700001

Dear Sir,

**SECURITIES & EXCHANGE BOARD OF INDIA
(SUBSTANTIAL ACQUISITION OF SHARES & TAKEOVERS) REGULATIONS, 2011
- DISCLOSURE FOR ENCUMBRANCE ON
MCNALLY BHARAT ENGINEERING COMPANY LIMITED 1% PREF 29SP18
HELD BY THE COMPANY**

We inform you that 1,13,63,636 McNally Bharat Engineering Company Limited 1% Pref 29SP18 (Promoter Quota/29 Sep 2018) i.e. 1,13,63,636 Compulsorily Convertible Preference Shares of Rs.10/- each of McNally Bharat Engineering Company Limited allotted on 30.03.2017 (convertible into 1 Equity Share of Rs.10/- within 18 months from the date of allotment i.e. 30.03.2017) held by our Company have been pledged on 28th September 2017. We submit herewith the required information in this regard in Annexure-1 as specified by SEBI in terms of Regulation 31(1)/(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, which we trust you will find in order.

Please acknowledge receipt.

Yours faithfully,
BABCOCK BORSIG LIMITED


(A.GUHA SARKAR)
DIRECTOR

Encl : as above.



A Member of the Williamson Magor Group of Companies

ANNEXURE - 1

Disclosure by the Promoter(s) to the Stock Exchanges and to the Target Company for encumbrance of shares/invocation of encumbrance/release of encumbrance, in terms of Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)
 Names of the Stock Exchanges where the shares of the Target Company are listed
 Date of reporting
 Name of the Promoter or PAC on whose shares encumbrance has been created/released/invoked
Details of the creation of encumbrance on Equity Shares

McNALLY BHARAT ENGINEERING COMPANY LIMITED
 1. Bombay Stock Exchange Limited
 2. The National Stock Exchange of India Limited
 4th October 2017
BABCOCK BORSIG LIMITED

Name of the Promoter(s) or PACs with him*	Promoter holding in the Target Company		Promoter holding already encumbered		Type of event (creation/release/invocation)	Date of creation/release/invocation of encumbrance	Type of encumbrance (pledge/lien/non-disposal/under-taking/others)	Reasons for encumbrance **	Details of Events pertaining to encumbrance			Post event holding of encumbered shares {creation [(2)+(3)]/release [(2)-(3)]/invocation [(1)-(3)]}	
	Number	% of total share capital	Number	% of total share capital					Number	% of total share capital	Name of the entity in whose favour shares encumbered		
Brij Mohan Khaitan	21	0.00	0	0.00	N.A.	N.A.	N.A.	N.A.	0	0.00	N.A.	0	0.00
Amritanshu Khaitan	8000	0.01	0	0.00	N.A.	N.A.	N.A.	N.A.	0	0.00	N.A.	0	0.00
Isha Khaitan	24000	0.04	0	0.00	N.A.	N.A.	N.A.	N.A.	0	0.00	N.A.	0	0.00
Williamson Maqor & Co. Limited	12467437	21.72	0	0.00	N.A.	N.A.	N.A.	N.A.	0	0.00	N.A.	0	0.00
Williamson Financial Services Ltd	1551000	2.70	0	0.00	N.A.	N.A.	N.A.	N.A.	0	0.00	N.A.	0	0.00
Kilburn Engineering Limited	854300	1.49	0	0.00	N.A.	N.A.	N.A.	N.A.	0	0.00	N.A.	0	0.00
Bishnauth Investments Limited	99400	0.17	0	0.00	N.A.	N.A.	N.A.	N.A.	0	0.00	N.A.	0	0.00
McLeod Russel India Limited	3052295	5.32	0	0.00	N.A.	N.A.	N.A.	N.A.	0	0.00	N.A.	0	0.00
Babcock Borsig Limited	1301000	2.27	0	0.00	N.A.	N.A.	N.A.	N.A.	0	0.00	N.A.	0	0.00
MKN Investment Private Limited	5000000	8.71	5000000	8.71	N.A.	N.A.	N.A.	Company's borrowing	0	0.00	IFCI Limited	5000000	8.71
EMC Limited	14287689	24.89	1700000	2.96	N.A.	N.A.	N.A.	Company's borrowing	0	0.00	IL&FS Financial Services Ltd	1700000	2.96
-Do-			2100000	3.66	N.A.	N.A.	N.A.	Company's borrowing	0	0.00	SKS Fincap Private Limited	2100000	3.66
Total	38645142	67.33	8800000	15.33					0	0.00		8800000	15.33

Details of present creation of encumbrance on McNally Bharat Engineering Company Limited 1,51,51,515 - 1% Pref 29SP18 (Promoter Quota/29 Sep 2018) (Convertible into 1 Equity Share of Rs.10/- within 18 months from the date of allotment) - % w.r.t. total diluted share/voting capital of the Target Company]
 [i.e. Out of 8,32,87,939 Compulsorily Convertible Preference Shares (CCPS), 1,13,63,636 CCPS of Rs.10/- each allotted by the Target Company on 30.03.2017 -

Babcock Borsig Limited	11363636	8.08	0	0.00	Creation	28.09.2017	Pledge	Third Party pledge	Company's borrowing & Third Party pledge		11363636	8.08
									Company's borrowing	Third Party pledge		
Williamson Maqor & Co. Limited	15151515	10.77	15151515	10.77	N.A.	N.A.	Pledge	Company's borrowing	0	0.00	KKR India Financial Services Ltd	11363636
Williamson Financial Services Ltd	15151515	10.77	15151515	10.77	N.A.	N.A.	Pledge	Company's borrowing & Third Party pledge	0	0.00	KKR India Financial Services Ltd	15151515
Brij Mohan Khaitan	0	0.00	0	0.00	N.A.	N.A.	N.A.	Company's borrowing	0	0.00	KKR India Financial Services Ltd	15151515
Amritanshu Khaitan	0	0.00	0	0.00	N.A.	N.A.	N.A.	Company's borrowing	0	0.00	KKR India Financial Services Ltd	15151515
Isha Khaitan	0	0.00	0	0.00	N.A.	N.A.	N.A.	Company's borrowing	0	0.00	KKR India Financial Services Ltd	15151515
Kilburn Engineering Limited	0	0.00	0	0.00	N.A.	N.A.	N.A.	Company's borrowing	0	0.00	KKR India Financial Services Ltd	15151515
Bishnauth Investments Limited	0	0.00	0	0.00	N.A.	N.A.	N.A.	Company's borrowing	0	0.00	KKR India Financial Services Ltd	15151515
McLeod Russel India Limited	0	0.00	0	0.00	N.A.	N.A.	N.A.	Company's borrowing	0	0.00	KKR India Financial Services Ltd	15151515
MKN Investment Private Limited	0	0.00	0	0.00	N.A.	N.A.	N.A.	Company's borrowing	0	0.00	KKR India Financial Services Ltd	15151515
EMC Limited	0	0.00	0	0.00	N.A.	N.A.	N.A.	Company's borrowing	0	0.00	KKR India Financial Services Ltd	15151515
Total	41666666	29.62	30303030	21.54					11363636	8.08		41666666



BABCOCK BORSIG LIMITED
 (A. GUHA SARKAR)
 DIRECTOR

Place: Kolkata
 Date: 4th October 2017

(*) The names of all the promoters, their shareholding in the Target Company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.
 (***) For example, for the purpose of collateral for loans taken by the Company, personal borrowing, third party pledge etc.
 (****) This would include name of both the lender and the trustee who may hold shares directly or on behalf of the lender.