



# WILLIAMSON MAGOR & CO. LIMITED

Corporate Identity Number (CIN) : L01132WB1949PLC017715  
REGISTERED OFFICE : FOUR MANGO LANE, SURENDRA MOHAN GHOSH SARANI, KOLKATA - 700 001  
TELEPHONE : 033-2210-1221, 2243-5391, 2248-9434, 2248-9435, FAX : 91-33-2248-3683 / 8114 / 6265  
E-mail : administrator@wmg.co.in, Website : www.wmtea.com

4<sup>th</sup> October 2017

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

The Secretary  
The National Stock Exchange  
of India Ltd, Listing Dept.  
Exchange Plaza, 5<sup>th</sup> 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 1,51,51,515 McNally Bharat Engineering Company Limited 1% Pref 29SP18 (Promoter Quota/29 Sep 2018) i.e. 1,51,51,515 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,  
**WILLIAMSON MAGOR & CO. LIMITED**

**(V. K. SINGH)**  
**AUTHORISED SIGNATORY**

Encl : as above.

**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 (LC)		<b>MCNALLY BHARAT ENGINEERING COMPANY LIMITED</b>	
Names of the Stock Exchanges where the shares of the Target Company are listed		1. Bombay Stock Exchange Limited 2. The National Stock Exchange of India Limited	
Date of reporting		4th October 2017	
Name of the Promoter or PAC on whose shares encumbrance has been created/released/invoked		<b>WILLIAMSON MAGOR &amp; CO. LIMITED</b>	

**Details of the creation of encumbrance on Equity Shares**

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		Name of the entity in whose favour shares encumbered	Number	% of total share capital	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					3	Number				
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	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	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	0.00
Williamson Magor & Co. Limited	12467437	21.72	0	0.00	N.A.	N.A.	N.A.	N.A.	0	0.00	N.A.	0	0.00	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	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	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	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	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	0.00
MKN Investment Private Limited	5000000	8.71	5000000	8.71	N.A.	N.A.	Pledge	Company's borrowing	0	0.00	IFCI Limited	5000000	8.71	8.71
EMC Limited	14287689	24.89	1700000	2.96	N.A.	N.A.	Pledge	Company's borrowing	0	0.00	IL&FS Financial Services Ltd	1700000	2.96	2.96
-Do-			2100000	3.66	N.A.	N.A.	Pledge	Company's borrowing	0	0.00	SKS Fincap Private Limited	2100000	3.66	3.66
<b>Total</b>	<b>38645142</b>	<b>67.33</b>	<b>8800000</b>	<b>15.33</b>					<b>0</b>	<b>0.00</b>		<b>8800000</b>	<b>15.33</b>	

**Details of present creation of encumbrance on McNally Bharat Engineering Company Limited 1,51,51,515 - 1% Pref 29SP18 (Promoter Quota/29 Sep 2018) [i.e. Out of 8,32,87,939 Compulsorily Convertible Preference Shares (CCPS), 1,51,51,515 CCPS of Rs.10/- each allotted by the Target Company on 30.03.2017 - (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]**

Williamson Magor & Co. Limited	15151515		10.77		Creation	28.09.2017	Pledge	Company's borrowing & Third Party pledge	15151515		15151515	10.77	15151515	10.77
	Number	% of total share capital	Number	% of total share capital					Company's borrowing & Third Party pledge	Company's borrowing & Third Party pledge				
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	10.77	
Babcock Borsig Limited	11363636	8.08	11363636	8.08	N.A.	N.A.	Pledge	Third Party pledge	0	0.00	KKR India Financial Services Ltd	11363636	8.08	
Brij Mohan Khaitan	0	0.00	0	0.00	N.A.	N.A.	N.A.	N.A.	0	0.00	N.A.	0	0.00	
Amritanshu Khaitan	0	0.00	0	0.00	N.A.	N.A.	N.A.	N.A.	0	0.00	N.A.	0	0.00	
Isha Khaitan	0	0.00	0	0.00	N.A.	N.A.	N.A.	N.A.	0	0.00	N.A.	0	0.00	
Kilburn Engineering Limited	0	0.00	0	0.00	N.A.	N.A.	N.A.	N.A.	0	0.00	N.A.	0	0.00	
Bishnauth Investments Limited	0	0.00	0	0.00	N.A.	N.A.	N.A.	N.A.	0	0.00	N.A.	0	0.00	
McLeod Russel India Limited	0	0.00	0	0.00	N.A.	N.A.	N.A.	N.A.	0	0.00	N.A.	0	0.00	
MKN Investment Private Limited	0	0.00	0	0.00	N.A.	N.A.	N.A.	N.A.	0	0.00	N.A.	0	0.00	
EMC Limited	0	0.00	0	0.00	N.A.	N.A.	N.A.	N.A.	0	0.00	N.A.	0	0.00	
<b>Total</b>	<b>41666666</b>	<b>29.62</b>	<b>26515151</b>	<b>18.85</b>					<b>15151515</b>	<b>10.77</b>		<b>41666666</b>	<b>29.62</b>	

Signature of the Authorized Signatory:



**(V. K. SINGH)**  
AUTHORISED SIGNATORY

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.