

## Rekha Jhunjhunwala

151, Nariman Bhavan, Nariman Point, Mumbai - 400 021 Board: 91-22-66590100 Fax: 91-22-66590110

3<sup>rd</sup> April 2017

To,  
The Company Secretary  
McNally Bharat Engineering Company Limited,  
Ecospace Campus 2 B,  
11 F/12 (Old Plot No. AAII/Blk 3),  
New Town, Rajarhat,  
Kolkata, West Bengal 700 156.

Dear Sir,

### Sub : Intimation for 2% change in share holding

This is to inform you that upto 14<sup>th</sup> February 2017, I along with persons acting in my concert were holding 39,98,349 equity shares (i.e 11.2333% of then capital of 3,55,93,818 shares ) of McNally Bharat Engineering Company Limited. From 14<sup>th</sup> February 2017 till 3<sup>rd</sup> April 2017, I alongwith persons acting in my concert have sold 13,50,721 equity shares (i.e.2.5203%) of McNally Bharat Engineering Company Limited . As on 3<sup>rd</sup> April 2017 I alongwith persons acting in my concert hold 26,47,628 equity shares (ie 4.9402% ) .The total issued and paid up capital of McNally Bharat Engineering Company Limited is 5,35,93,818 equity shares.

Now, I submit the following information in necessary format which is required under Regulation 29(2) of SEBI (Substantial Acquisition of shares and Take overs) Regulations, 2011. Please treat this as notice as required under the above regulation.

Thanking you.

For Rekha Jhunjhunwala

*Anil G. Joshi*  
Authorised Signatory

CC:-

✓ The Secretary  
Bombay Stock Exchange,  
Phiroze Jeejeebhoy Tower,  
Dalal Street ,Mumbai 400 001.

The Secretary  
National Stock Exchange  
Exchange Plaza, Plot No. C/1, G Block  
Bandra Kurla Complex, Bandra (E), M'bai-51

Encl : Statement of Disclosure

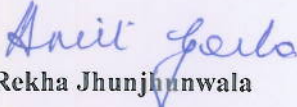
**Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

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	Acquirer Mrs. Rekha Jhunjunwala PAC – Mr. Rakesh Jhunjunwala		
Whether the acquirer belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange and Bombay Stock Exchange .		
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 (*)
<b>Before the acquisition under consideration, holding of :</b>			
a) Shares carrying voting rights	a) shares	a) shares	N.A
b) Voting rights (VR) otherwise than by shares	30,69,094	5.7266 %	
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)			
d) Total (a+b+c)	d) Total	d) Total	
	30,69,094	5.7266%	
<b>Details of acquisition/sale</b>			
a) Shares carrying voting rights acquired/sold	a) shares	a)shares	N.A
b) VRs acquired /sold otherwise than by shares	sold	sold	
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	4,21,466	0.7864%	
d) Total (a+b+c)	d) Total	d) Total	
	4,21,466	0.7864%	
<b>After the acquisition/sale, holding of:</b>			N.A
a) Shares carrying voting rights	a) shares	a) shares	
b) VRs otherwise than by shares	26,47,628	4.9402%	
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			
d) Total (a+b+c)	d) Total	d) Total	
	26,47,628	4.9402%	
Mode of acquisition / sale –(e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Market Sales – 4,21,466 shares		

*Anil Gole*

Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	Date of sale :- Mrs. Rekha Jhunjunwala – on 30 <sup>th</sup> March, 2017- 2,57,745 shares & on 31 <sup>st</sup> March 2017- 90,721 shares & on 3 <sup>rd</sup> April, 2017 -73,000 shares
Equity share capital / total voting capital of the TC before the said acquisition / sale	Rs.53,59,38,180
Equity share capital/ total voting capital of the TC after the said acquisition / sale	Rs.53,59,38,180
Total diluted share/voting capital of the TC after the said acquisition	N.A

(\*) 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.

276  
  
**Rekha Jhunjunwala**

**Signature of the acquirer / seller / Authorised Signatory**

Place: Mumbai

Date: 3<sup>rd</sup> April, 2017