



MAHANAGAR GAS LIMITED

(GAIL, Govt. of Maharashtra & BGAPH Enterprise)

Ref: MGL/CS/SE/2018/140

Date: April 12, 2018

To,

Head, Listing Compliance Department BSE Limited P. J. Towers, Dalal Street, Mumbai - 400 001 Scrip Code/Symbol: 539957; MGL	Head, Listing Compliance Department National Stock Exchange of India Ltd Exchange Plaza, Bandra –Kurla Complex, Bandra (East), Mumbai - 400051 Script Symbol: MGL
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Sub: Disclosure under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir/Madam,

Please find enclosed herewith the disclosure received under regulation 29 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 from our promoter BG Asia Pacific Holdings Pte. Limited.

You are requested to take the above information on your records.

Thanking you,

Yours sincerely,

For Mahanagar Gas Limited

Alok Mishra
Company Secretary and Compliance Officer



Encl.: As above



BG Asia Pacific Holdings Pte. Limited
The Metropolis Tower 1
9 North Buona Vista Drive, #07-01
Singapore 138588
Mailing Address: P.O. Box 643
Singapore 9012343
Main Line: +65 6384 8000
Website: <http://www.shell.com.sg>

Date: 12 April 2018

- (1) The Company Secretary,
Mahanagar Gas Limited,
G-33 Block,
Bandra-Kurla Complex,
Bandra (East),
Mumbai-400 051.
- (2) National Stock Exchange of India Ltd.
Exchange Plaza,
Plot no. C/1, G Block,
Bandra-Kurla Complex
Bandra (E),
Mumbai - 400 051
- (3) BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001

Dear Sirs,

**RE: Disclosure under Regulation 29(2) of the Securities and Exchange Board of India
(Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Please find enclosed the disclosure form required to be filed by BG Asia Pacific Holdings Pte. Limited under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Yours faithfully

A handwritten signature in blue ink, appearing to be 'Ian Fong', written in a cursive style.

Authorised Signatory

Name: Ian Fong

Designation: Authorised Signatory

Place: Mumbai

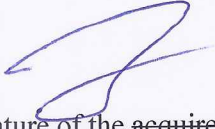
Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Mahanagar Gas Limited		
Name(s) of the acquirer Seller and Persons Acting in Concert (PAC) with the acquirer	Seller - BG Asia Pacific Holdings Pte. Limited		
Whether the acquirer Seller belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited BSE Limited		
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 (**)
Before the acquisition sale under consideration, holding of:			
a) Shares carrying voting rights	3,21,02,710	32.50%	32.50%
b) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
c) Voting rights (VR) otherwise than by equity shares	Nil	Nil	Nil
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	Nil	Nil	Nil
e) Total (a+b+c+d)	3,21,02,710	32.50%	32.50%
Details of acquisition/ sale			
a) Shares carrying voting rights acquired / sold	83,96,075	8.50%	8.50%
b) VRs acquired /sold otherwise than by equity shares	Nil	Nil	Nil
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	Nil	Nil	Nil

d) Shares encumbered / invoked/released by the acquirer	Nil	Nil	Nil
e) Total (a+b+c+/-d)	83,96,075	8.50%	8.50%
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	2,37,06,635	24%	24%
b) Shares encumbered with the acquirer	Nil	Nil	Nil
c) VRs otherwise than by equity shares	Nil	Nil	Nil
d) 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	Nil	Nil	Nil
e) Total (a+b+c+d)	2,37,06,635	24%	24%
Mode of acquisition/sale (e.g. open market / public issue / rights issue/preferential allotment/ inter-se transfer etc.)	Sale of equity shares on the open market by way of a bulk deal		
Date of acquisition/ sale of shares /VR or date of receipt of intimation of allotment of shares, whichever is applicable	11 April 2018		
Equity share capital / total voting capital of the TC before the said acquisition/sale	The issued and subscribed share capital of the TC is INR 98,77,77,780 (Indian Rupees ninety eight crores seventy seven lakhs seventy seven thousand seven hundred and eighty only) consisting of 9,87,77,778 fully paid up equity shares		
Equity share capital/ total voting capital of the TC after the said acquisition/sale	The issued and subscribed share capital of the TC is INR 98,77,77,780 (Indian Rupees ninety eight crores seventy seven lakhs seventy seven thousand seven hundred and eighty only) consisting of 9,87,77,778 fully paid up equity shares		
Total diluted share/voting capital of the TC after the said acquisition sale	The issued and subscribed share capital of the TC is INR 98,77,77,780 (Indian Rupees ninety eight crores seventy seven lakhs seventy seven thousand seven hundred and eighty only) consisting of 9,87,77,778 fully paid up equity shares		

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) 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.



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

Place: Mumbai

Date: 12 April 2018