



# 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 : 91-33-2248-8114 / 6265

E-mail : administrator@mcleodrussel.com, Website : www.wmtea.com

E-mail : administrator@wmg.co.in

8<sup>th</sup> February 2016

The Secretary  
Bombay Stock Exchange Limited  
P.J. Towers, 25<sup>th</sup> Floor  
Dalal Street, Fort  
MUMBAI -400 001  
Scrip Code:532629

The Secretary  
The National Stock Exchange  
of India Limited, Listing Dept.  
Exchange Plaza, 5<sup>th</sup> Fl.  
Plot No.C/1, G-Block  
Bandra-Kurla Complex  
Bandra (E)  
MUMBAI - 400 051  
Scrip Code:MBECL

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

Dear Sirs,

**Securities and Exchange Board of India  
(Prohibition of Insider Trading) Regulations, 2015  
[Regulation 7(2) read with Regulation 6(2)]  
Details of change in Shareholding**

Pursuant to Regulation 7(2) read with Regulation 6(2) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, we, being one of the Promoters of McNally Bharat Engineering Company Limited ('the Target Company'), hereby disclose that we have acquired 42,87,689 Equity Shares of Rs.10/- each of the Target Company [being 50% of the total Shares tendered by the Shareholders of the Target Company in the Open Offer made by EMC Limited ('Acquirer')]. After such acquisition, we hold 94,67,437 Equity Shares of Rs.10/- each representing 18.71% of the Paid-Up Capital of the Target Company. The details of change in our shareholding in the Target Company are enclosed herewith in Form 'C' prescribed under the above Regulations for your information and record.

We trust that you will find the above disclosure in order.

This has reference to our letter dated 30<sup>th</sup> June 2015, a copy of which is also enclosed for your ready reference.

Please acknowledge receipt.

Yours faithfully,  
**WILLIAMSON MAGOR & CO. LIMITED**

**(H. U. SANGHAVI)**  
**COMPANY SECRETARY**

Encl. as above.

**FORM C**

**SEBI (Prohibition of Insider Trading) Regulations, 2015  
[Regulation 7 (2) read with Regulation 6 (2) - Continual disclosure]**

Name of the Company : **McNALLY BHARAT ENGINEERING COMPANY LIMITED**  
 ISIN of the Company : **INE748A01016**

**Details of change in holding of Securities of Promoter, Employee or Director of a listed company and other such persons as mentioned in Regulation 6(2).**

1 Name, PAN, CIN/DIN, & address with contact nos.	2 Category of Person (Promoters/ KMP/ Directors/ immediate relatives to/ others etc.)	3 Securities held prior to acquisition/disposal		4 Securities acquired/ Disposed		5 Securities held post acquisition/disposal		6 Date of allotment advice/ acquisition of shares/ sale of Shares specify	7 Date of intimation to company	8 Mode of acquisition/ disposal (on market/ public rights/ preferential offer/off market/ Inter-se transfer, ESOPs etc.)
		Type of security (For eg. - Shares, Warrants, Convertible Debentures etc.)	No. and % of Share- holding	Type of security (For eg. - Shares, Warrants, Convertible Debentures etc.)	No. and % of Share- holding	Type of security (For eg. - Shares, Warrants, Convertible Debentures etc.)	No. and % of Share- holding			
<b>WILLIAMSON MAGOR &amp; CO LIMITED</b> PAN: AAACW2369P CIN: L01132WB1949PLC017715 Four Mangoe Lane Kolkata-700001 TEL:033-2210-1221	Promoter	Equity Shares of Rs.10/- each of McNally Bharat Engineering Company Limited ('MBECL')	5,179,748 Shares representing 10.24% of the Paid-up Capital of MBECL	Equity Shares acquired	4,287,689 Shares of MBECL (i.e. 4287689 Equity Shares of Rs.100/- each)	Buy (under Open Offer)	Rs.428768900	8th February 2016	8th February 2016	42,87,689 Shares of MBECL acquired being 50% of the total Shares tendered by the Shareholders in the 'Open Offer' made by EMC Limited [Acquirer]

**Details of trading in derivatives of the Company by Promoter, Employee or Director of a listed company and other such persons as mentioned in Regulation 6(2).**

Type of contract	Contract specifications	Trading in derivatives (Specify type of contract, Futures or Options etc)		Exchange on which the trade was executed
		Buy	Sell	
15	16	Notional Value	Number of units (contracts * lot size)	Acquisition of 94,67,437 Shares of MBECL under Open Offer
		17	18	
N.A.	N.A.	Notional Value	Number of units (contracts * lot size)	Acquisition of 94,67,437 Shares of MBECL under Open Offer
		19	20	
		N.A.	N.A.	



**WILLIAMSON MAGOR & CO. LIMITED**  
 Signature : *(Handwritten Signature)*  
 (H. U. SANGHAVI)  
 COMPANY SECRETARY

Date : 8th February 2016  
 Place: Kolkata



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E-mail : administrator@mcleodrussel.com, Website : www.wmtea.com  
E-mail : administrator@wmg.co.in

Date : 30.06.15

The Secretary,  
The National Stock Exchange Limited  
Exchange Plaza, Plot No. C/1, G Block,  
Bandra Kurla Complex  
Bandra East,  
Mumbai - 400 051

The Secretary,  
The Calcutta Stock Exchange  
Association Limited  
7, Lyons Range  
KOLKATA - 700001

The Secretary,  
Bombay Stock Exchange Limited,  
Floor 25,  
P. J. Towers,  
Dalal Street,  
Mumbai - 400 001

Dear Sir,

We write to inform you that the Board of Directors has today passed a Resolution deciding that the Company in its capacity as one of the promoters of McNally Bharat Engineering Company Limited ('MBECL') will sign an Agreement to be entered into between MBECL and its existing Promoters of the one part and EMC Limited, Constantia Office Complex, (South Block), 8th Floor, 11, Dr. U.N. Brahmachari Street, Kolkata - 700 017 ('EMCL') of the other part, by virtue of which EMCL will purchase / subscribe for one Crore Equity Shares of Rs. 10/- each at a price of Rs. 100/- per Share of MBECL. MBECL will offer the Shares by way of Private Placement subject to the approval of its Shareholders and compliance with other statutory and Regulatory provisions.

According to the Agreement mentioned above EMCL and Williamson Magor & Co. Limited (one of the existing Promoters of MBECL) will, inter alia, comply with the SEBI (Acquisition of Shares and Takeover) Regulations, 2011, in the matter of Open Offer as may be applicable.

Thanking you,

Yours faithfully,

**WILLIAMSON MAGOR & CO. LIMITED**

  
**H.U. SANGHAVI**  
**COMPANY SECRETARY**

