



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
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1st April 2016

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

The Secretary
The National Stock Exchange
of India Limited, Listing Dept.
Exchange Plaza, 5th 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 Mangoe 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 5,00,000 Equity Shares of Rs.10/- each of the Target Company on 31st March 2016 by way of conversion of 5,00,000 Warrants into 1 Equity Share of Rs.10/- each (out of 30,00,000 Warrants allotted to the Company on 13th March 2015) and the same will be kept under Lock-in for the period in terms of Regulation 78 of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009. After such acquisition, we hold 99,67,437 Equity Shares of Rs.10/- each representing 19.51% 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.

The necessary Disclosure for Lock-in of the aforesaid 5,00,000 Equity Shares is in the enclosed format specified in Annexure-2 under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011, which we trust you will find in order.

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

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	2	3	4		5	6	7	8	9		10	11		12	13	14
			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		From	To			
1	Promoter	Equity Shares of Rs.10/- each of McNally Bharat Engineering Company Limited ('MBECL')	9,467,437 Shares representing 18.71% of the Paid-up Capital of Rs.505938180 of MBECL	500,000 Equity Shares of MBECL	Conversion of Warrants into Shares of Rs.10 each at a Premium of Rs.90 per Share	Conversion of Warrants into Equity Shares	9967437 Equity Shares representing 19.51% of the increased Paid-up Capital of Rs.510938180 of MBECL	31.03.2016	31.03.2016	01.04.2016	5,00,000 Equity Shares of Rs.10 each acquired by way of Conversion of 5,00,000 Warrants (out of 30,00,000 Convertible Warrants acquired by the Company by virtue of Preferential Allotment made by MBECL on 13.03.2015)					

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	Buy		Sell		Exchange on which the trade was executed
		Notional Value	Number of units (contracts * lot size)	Notional Value	Number of units (contracts * lot size)	
15	N.A.	17	18	19	20	21
N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.



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

Date : 1st April 2016
Place: Kolkata