



KILBURN ENGINEERING LTD.

PLOT NO. 6, MIDC-SARAVALI, KALYAN BHIWANDI ROAD, TALUKA BHIWANDI, DIST. THANE - 421 311, MAHARASHTRA, INDIA
Tel : 91-2522-663800 / 662200 Fax : 91-2522-281026 / 280166 Website : www.kilburnengg.com

Ref : KEL/ BSE-CSE / 17 -18/ 0012

17th August, 2017

To
The Listing Compliance Department
BSE Limited
24th Floor, P.J. Tower
Dalal Street, Fort
Mumbai-400 001
Scrip-Code: BSE 522101

To,
The Secretary
The Calcutta Stock Exchange Association Ltd.,
7 , Lyons Range,
Kolkata – 700 001
Scrip-Code : CSE 21022

**Securities and Exchange Board of India
(Substantial Acquisition of Shares and Takeovers) Regulations, 2011
[disclosure received under Regulation 29]
Purchase of Securities from open market by
Mr. Aditya Khaitan (20,000 equity shares)**

Dear Sir / Madam,

We would like to inform you that we have received a Disclosure pursuant to Regulation 29 of the Securities and Exchange Board of India (Substantial Acquisition of shares and Takeovers) Regulations, 2011, from Mr. Aditya Khaitan, informing us that he has acquired 20,000 Equity Shares of Rs.10/- each representing 0.1509% of the Paid-Up Share Capital of the Company on 14th August, 2017 by way of purchase from the open market at prevailing market price.

After such acquisition, Mr. Aditya Khaitan has become a promoter of the Company and he alongwith other Persons Acting in Concert (PAC) is holding 76,68,337 Equity Shares representing 57.85% of the Paid-Up Share Capital of the Company.

A copy of the aforesaid disclosure received from Mr. Aditya Khaitan is enclosed herewith for your information and record.

Yours faithfully,
For Kilburn Engineering Limited


Arvind Bajoria
Company Secretary & Sr. Manager (Costing)

Encl. as above.



ANNEXURE – 1

**DISCLOSURES UNDER REGULATION 29(1) OF SEBI
(SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

Part-A- Details of the Acquisition

Name of the Target Company (TC)	KILBURN ENGINEERING LIMITED
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Aditya Khaitan (Acquirer) <u>Persons Acting in Concert:</u> B. M. Khaitan #Estate of Shanti Khaitan Yashodhara Khaitan Vanya Khaitan Williamson Magor & Co. Limited Bishnauth Investments Limited McLeod Russel India Limited United Machine Co. Limited Amritanshu Khaitan Kavita Khaitan Isha Khaitan
Whether the acquirer belongs to Promoter/Promoter group	Yes.
Name(s) of the Stock Exchange(s) where the shares of TC are listed	1. Bombay Stock Exchange Limited 3. The Calcutta Stock Exchange Limited

Details of the acquisition 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 under consideration, holding of acquirer along with PACs of:			
a) Shares carrying voting rights	Nil	0.0000	0.0000
B. M. Khaitan	<u>7567738</u>	<u>57.0902</u>	<u>57.0902</u>
#Estate of Shanti Khaitan	15600	0.1177	0.1177
Yashodhara Khaitan	400	0.0030	0.0030
Vanya Khaitan	601	0.0045	0.0045
Williamson Magor & Co. Limited	600	0.0045	0.0045
Bishnauth Investments Limited	4319043	32.5824	32.5824
McLeod Russel India Limited	1454200	10.9703	10.9703
United Machine Co. Limited	848168	6.3985	6.3985
	929126	7.0092	7.0092
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)	<u>7567738</u>	<u>57.0902</u>	<u>57.0902</u>

(Contd.2)

Aditya Khaitan

Details of the acquisition as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
Details of acquisition			
f) Shares carrying voting rights acquired by			
Aditya Khaitan	20,000	0.1509	0.1509
Amritanshu Khaitan	20,000	0.1509	0.1509
Yashodhara Khaitan	20,599	0.1554	0.1554
Kavita Khaitan	20,000	0.1509	0.1509
Isha Khaitan	10,000	0.0754	0.0754
Vanya Khaitan	10,000	0.0754	0.0754
g) VRs acquired otherwise than by equity shares	Nil	Nil	Nil
h) 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	Nil	Nil	Nil
i) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others:	Nil	Nil	Nil
j) Total (a+b+c+d)	1,00,599	0.7589	0.7589
After the acquisition, holding of acquirer along with PACs of:			
a) Shares carrying voting rights			
B. M. Khaitan	15,600	0.1177	0.1177
#Estate of Shanti Khaitan	400	0.0030	0.0030
Yashodhara Khaitan	21,200	0.1599	0.1599
Vanya Khaitan	10,600	0.0800	0.0800
Aditya Khaitan	20,000	0.1509	0.1509
Amritanshu Khaitan	20,000	0.1509	0.1509
Kavita Khaitan	20,000	0.1509	0.1509
Isha Khaitan	10,000	0.0754	0.0754
Williamson Magor & Co. Limited	43,19,043	32.5824	32.5824
Bishnauth Investments Limited	14,54,200	10.9703	10.9703
McLeod Russel India Limited	8,48,168	6.3985	6.3985
United Machine Co. Limited	9,29,126	7.0092	7.0092
n) VRs otherwise than by equity shares	Nil	Nil	Nil
o) 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
p) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others:	Nil	Nil	Nil
Total (a+b+c-d)	76,68,337	57.8491	57.8491



Details of the acquisition as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
Mode of acquisition (e.g. open market/public issue/ rights issue/preferential allotment/inter-se transfer/ encumbrance etc.)	Acquisition of 20,000 Equity Shares of Rs.10/- each representing 0.1509% of the Paid-up Capital of Kilburn Engineering Limited through market trades at the current market price.		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Not Applicable		
Date of acquisition of/date of receipt of intimation of allotment of shares/VR/warrants/convertible securities/ any other instrument that entitles the acquirer to receive shares in the TC.	14.08.2017		
Equity share capital/total voting capital of the TC before the said acquisition	Rs.13,25,57,680/- dividend into 1,32,55,768 Equity Shares of Rs.10/- each		
Equity share capital/total voting capital of the TC after the said acquisition	Rs.13,25,57,680/- dividend into 1,32,55,768 Equity Shares of Rs.10/- each h		
Total diluted share/voting capital of the TC after the said acquisition	Rs.13,25,57,680/- dividend into 1,32,55,768 Equity Shares of Rs.10/- each		

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Part-B***

Name of the Target Company: KILBURN ENGINEERING LIMITED

Signature of the acquirer/Authorised Signatory



ADITYA KHAITAN

Place: KOLKATA

Date: 16.08.2017

Note:

(*) Total share capital/voting capital to be taken as per the latest filing done by the Company to the Stock Exchange under Regulation 31 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(**) 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.

(***) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

Transmission of Shares is in process.