

ANNEXURE – 2

**DISCLOSURES UNDER REGULATION 29(2) OF SEBI
(SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

Name of the Target Company (TC)	McLEOD RUSSEL INDIA LIMITED		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Williamson Magor & Co. Limited (Acquirer) Persons Acting in Concert: Williamson Financial Services Limited Bishnauth Investments Limited Eveready Industries India Limited Babcock Borsig Limited Kilburn Engineering Limited Ichamati Investments Limited United Machine Co. Limited Zen Industrial Services Limited Nitya Holdings & Properties Limited Dufflaghur Investments Limited Kamal Baheti (Trustee-Borelli Tea Holdings Ltd, U.K.) B. M. Khaitan Deepak Khaitan Aditya 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 2. National Stock Exchange of India Limited 3. The Calcutta Stock Exchange Association 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 under consideration, holding of:			
a) Shares carrying voting rights	1,16,49,946	10.6435	10.6435
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	(19,40,570)	(1.7729)	(1.7729)
c) Voting rights (VR) otherwise than by 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)	97,09,376	8.8706	8.8706
Details of acquisition/sale:			
a) Shares carrying voting rights acquired/sold	11,000	0.0100	0.0100
b) VRs acquired/sold otherwise than by 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)	11,000	0.0100	0.0100

(Contd.2)



After the acquisition/sale, holding of:	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
a) Shares carrying voting rights	1,16,60,946	10.6535	10.6535
b) Shares encumbered with the acquirer (Pledge)	(19,40,570)	(1.7729)	(1.7729)
c) VRs otherwise than by 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)	97,20,376	8.8806	8.8806
Mode of acquisition/sale (e.g. open market/off-market/public issue/ rights issue/preferential allotment/inter-se transfer etc.)	Open market		
Date of acquisition/sale of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable.	Date of acquisition of Shares: 23.10.2014		
Equity share capital/total voting capital of the TC before the said acquisition/sale	Rs.54,72,78,675/- divided into 10,94,55,735 Equity Shares of Rs.5/- each		
Equity share capital/total voting capital of the TC after the said acquisition/sale	Rs.54,72,78,675/- divided into 10,94,55,735 Equity Shares of Rs.5/- each		
Total diluted share/voting capital of the TC after the said acquisition	Rs.54,72,78,675/- divided into 10,94,55,735 Equity Shares of Rs.5/- each		

(*) 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/Authorized Signatory

WILLIAMSON MAGOR & CO. LIMITED

AUTHORISED SIGNATORY



Place: Kolkata

Date: 24th October 2014