

**KAILASH GUPTA**

**COMMERCIAL AUTOMOBILES PVT LTD.**

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April 28, 2015

To,

National Stock Exchange of India Ltd

Plot No C/1 G Block

Bandra Kurla Complex, Bandra (East)

**Mumbai 400051**

Fax No. 022-2659 8237/38, 66418124/25/26

BSE Ltd (BSE)

Exchange Plaza, 5<sup>th</sup> Floor

Phiroze Jeejeebhoy Towers, Dalal Street,

**Mumbai – 400 001**

Fax No. 022-2272 3121/2272 3719

**Sub: Disclosure under Regulation 31 of Securities and Exchange Board of India  
(Substantial Acquisition of Shares and Takeovers), Regulations, 2011**

**Scrip code: CEBBCO EQ /533272**

Dear Sir/Madam,

In terms of the provision of Regulation 31 of SEBI (Substantial Acquisition of Shares and Takeovers), Regulations, 2011, I Kailash Gupta being Promoter of Commercial Engineers & Body Builders Co Ltd hereby furnish details of invocation of pledged shares of Commercial Engineers & Body Builders Co Ltd by The Hongkong and Shanghai Banking Corporation Limited as per the prescribed format enclosed herewith.

Kindly acknowledge the receipt of the same and oblige.

Thanking you,

Yours faithfully,

  
(Kailash Gupta)

Encl: As above

cc:

Anurag Misra

Company Secretary

Commercial Engineers & Body Builders Co Ltd

84/105-A G T Road, Kanpur Mahanagar,

Kanpur-208003 U.P


**Disclosure by the Promoter (s) to the Stock Exchanges and to the Target Company for encumbrance of shares / Invocation of encumbrance / release of encumbrance, in terms of Regulation 31 (1) and 31 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

| Name of the Target company (TC)   |  | Commercial Engineers & Body Builders Co Ltd                               |                                   |   |                          |   |  |   |               |                          |   |   |               |
|---|--|---|-----------------------------------|---|--------------------------|---|--|---|---------------|--------------------------|---|---|---------------|
| Names of the Stock Exchanges where the shares of the target company are listed            |  | 1. National Stock Exchange of India Limited (NSE)<br>2. BSE Limited (BSE) |                                   |   |                          |   |  |   |               |                          |   |   |               |
| Date of reporting   |  | 28 <sup>th</sup> April 2015   |                                   |   |                          |   |  |   |               |                          |   |   |               |
| Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked |  | Kailash Gupta   |                                   |   |                          |   |  |   |               |                          |   |   |               |
| Details of the creation of encumbrance:   |  |   |                                   |   |                          |   |  |   |               |                          |   |   |               |
| Name of the Promoter (s) or PACs with him(**)   | Promoter holding in the target company (1) |   |                                   | Promoter holding already encumbered (2) |                          |   | Details of events pertaining to encumbrance (3)      |   |               |                          |   | Post event holding of encumbered shares (creation (2)+(3)) / release [(2)-(3)] / invocation [(2)-(3)] |               |
|   | No. of shares                              | % of total share capital  | % w.r.t diluted share capital (*) | No. of shares                           | % of total share capital | Type of event (creation /release /invocation) | Date of creation/ invocation /release of encumbrance | Type of encumbrance (pledge / lien /non disposal Undertaking /others) | No. of shares | % of total share capital | Name of the entity in whose favor shares encumbered     |   | No. of shares |
| 1.Mr.Kailash Gupta  | 23927050                                   | 43.5%   | 43.55%                            | 23927050                                | 43.55%                   | Invocation                                    | 20 <sup>th</sup> April, 2015                         | -   | 1176471       | 2.14%                    | The Hongkong and Shanghai Banking Corporation Limited # | 22750579  | 41.41%        |

xkg  
*Kailash*

|  |                 |               |                 |               |   |   |   |   |                |              |              |
|--|-----------------|---------------|-----------------|---------------|---|---|---|---|----------------|--------------|--------------|
| 2. Iashn Beneficiary Trust through its Trustee Nandini Malpani | 3213443         | 5.85%         | 3213443         | 5.85%         | - | - | - | - | -              | 3213443      | 5.85%        |
| 3. Mrs. Reba Gupta   | 3439590         | 6.26%         | 3439590         | 6.26%         | - | - | - | - | -              | 3439590      | 6.26%        |
| 4. M/s Commercial Automobiles Pvt Limited                      | 27054           | 0.05%         | Nil             | Nil           | - | - | - | - | -              | Nil          | Nil          |
| 5. Mrs. Shalini Gupta  | 58030           | 0.11%         | Nil             | Nil           | - | - | - | - | -              | Nil          | Nil          |
| <b>Total</b>   | <b>30665167</b> | <b>55.81%</b> | <b>30580083</b> | <b>55.66%</b> |   |   |   |   | <b>1176471</b> | <b>2.14%</b> | <b>53.52</b> |

# Invocation of pledged shares by The Hongkong and Shanghai Banking Corporation Limited

x. K.G.   
**Kailash Gupta**  
 Place: Jabalpur  
 Date: 28<sup>th</sup> April 2015

(\*\*) The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.

(\*) Total share 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.