KILBURN ENGINEERING LTD.

Plot No.6, MIDC - Saravali, Kalyan Bhiwandi Road, Distt. Thane 421 311 Maharashtra, India
: +91 2522 283000 : +91 2522 281026 : www.kilburnengg.com

Ref : KEL/ BSE-CSE / 23-24/ SAST

26th April, 2023

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 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]

Allotment of securities under preferential allotment
Vivaya Enterprises Private Limited (2,50,000 convertible warrants)

Dear Sir / Madam,

We hereby 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 Promoter Group entity– Vivaya Enterprises Private Limited, informing us that they have acquired 2,50,000 convertible warrants of Rs.10/- each (fully convertible into equity shares) vide allotment advice dated 22nd April, 2023.

A copy of the aforesaid disclosure received from Vivaya Enterprises Private Limited is enclosed herewith for your information and record.

Yours faithfully,
For **Kilburn Engineering Limited**

Arvind Bajoria
Digitally signed by Arvind Bajoria
Date: 2023.04.26 10:38:14 +05'30'

Arvind Bajoria
Company Secretary & DGM (Costing)

Encl. as above.

VIVAYA ENTERPRISES PRIVATE LIMITED
Corporate Identity Number (CIN) : U52100WB2021PTC245629
Registered Office : CIRCULAR COURT, 7th FLOOR
8, ACHARYA JAGADISH CHANDRA BOSE ROAD, KOLKATA - 700 017
TELEPHONE : 2287-3188, 2287-2276, E-mail : meghnavakharia@hotmail.com

25th April, 2023

To,
Corporate Relationship Department
BSE Limited
P. J. Towers,
Dalal Street, Fort
Mumbai – 400 001
Scrip Code: BSE 522101

To,
The Secretary,
The Calcutta Stock Exchange Limited
7, Lyons Range,
Kolkata – 700 001

Scrip Code: CSE 21022

Dear Sir / Madam,

DISCLOSURE OF ACQUISITITION OF CONVERTIBLE WARRANTS U/R 29(1) & 29(2) OF THE SEBI (SUBSTANTIAL ACQUISITION OF SHARES & TAKEOVERS) REGULATIONS 2011

We, hereby inform you that in view of the preferential allotment of 2,50,000 convertible warrants by Kilburn Engineering Limited ("KEL"), for which we have received the allotment adviceon 22nd April, 2023, ourvoting rights in KEL(on the basis of full convertibility of warrants) has increased.

We furnish herewith the Disclosure of acquisition of voting rights by promoter group in the enclosed format specified under Regulation 29(1) and 29 (2) of the SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011, as Annexure – I, which we trust you will find in order.

Please acknowledge receipt.

Yours faithfully,
VIVAYA ENTERPRISES PRIVATE LIMITED
VIVAYA ENTERPRISES PVT. LTD
Meghna Vakharia
Director
AUTHORISED SIGNATORY

Encl. as above.

CC :
Kilburn Engineering Limited
Four Mangoe Lane
Surendra Mohan Ghosh Sarani
Kolkata - 700001

Annexure - I

Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares andTakeovers) Regulations, 2011

Name of the Target Company (TC)	Kilburn Engineering Ltd.		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	**Vivaya Enterprises Private Limited**		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited 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			
a) Shares carrying voting rights			
Aditya Khaitan	1,50,000	0.42	0.41
Amritanshu Khaitan	1,30,000	0.36	0.35
Yashodhara Khaitan	10,000	0.03	0.03
Aditya Khaitan – HUF	50,000	0.14	0.14
Vanya Khaitan	20,600	0.06	0.06
Kavita Khaitan	20,000	0.06	0.05
B.M. Khaitan (Late)	16,000	0.05	0.04
Isha Khaitan	10,000	0.03	0.03
Williamson Magor& Co. Ltd.	43,19,043	12.06	11.67
Bishnauth Investments Ltd.	14,54,200	4.06	3.93
United Machine Co. Ltd.	7,94,126	2.22	2.15
Mcleod Russel India Limited	8,48,168	2.37	2.29
Ekta Credit Private Limited	**2,50,000**	**0.70**	**0.68**
Vivaya Enterprises Private Limited	2,50,000	0.70	0.68
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	-	-	-
convertible warrants	3,38,294	0.94	0.91
Ekta Credit Private Limited	3,38,294	0.94	**0.91**
Vivaya Enterprises Private Limited			
e) Total promoter group shareholding (a+b+c+d) (other promoters are not Person acting in Concert)	**89,98,725**	**25.13**	**24.31**

Details of acquisition/sale a) Shares carrying voting rights acquired/sold b) VRs acquired /sold otherwise than by shares 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 d) Shares encumbered / invoked/released by the acquirer e) Total (a+b+c+/-d)	2,50,000 convertible warrants were allotted by way of preferential allotment, for which allotment advice was received on 22nd April, 2023		
After the acquisition/sale, holding of: a) Shares carrying voting rights			
Ekta Credit Private Limited	**2,50,000**	**0.69**	**0.61**
Vivaya Enterprises Private Limited	**2,50,000**	**0.69**	**0.61**
Aditya Khaitan	1,50,000	0.41	0.37
Amritanshu Khaitan	1,30,000	0.36	0.32
Yashodhara Khaitan	10,000	0.03	0.02
Aditya Khaitan – HUF	50,000	0.14	0.12
Vanya Khaitan	20,600	0.06	0.05
Kavita Khaitan	20,000	0.06	0.05
B.M. Khaitan (Late)	16,000	0.04	0.04
Isha Khaitan	10,000	0.03	0.03
Williamson Magor& Co. Ltd.	43,19,043	11.88	10.53
Bishnauth Investments Ltd.	14,54,200	4.00	3.55
United Machine Co. Ltd.	7,94,126	2.18	1.94
Mcleod Russel India Limited	8,48,168	2.33	2.07
b) Shares encumbered with the acquirer	-	-	-
c) VRs otherwise than by shares	-	-	-
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	-	-	-
Ekta Credit Private Limited	5,88,235	1.62	1.43
Vivaya Enterprises Private Limited	5,88,235	1.62	1.43
e) Total promoter group shareholding (a+b+c+d) (other promoters are not Person acting in Concert)	**94,98,607**	26.12	**23.16**
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer ,etc.)	Preferential allotment ofconversion of warrants.		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	**Preferential allotment of 2,50,000 of convertible warrants. Allotment advice received on 22nd April, 2023.**		

Equity share capital / total voting capital of the TC before the saidacquisition/sale	INR 35,80,85,940 consisting of 3,58,08,594 Equity shares of Rs.10 each
Equity share capital/ total voting capital of the TC after the said acquisition/sale	INR 36,35,85,940 consisting of 3,63,58,594 Equity shares of Rs.10 each
Total diluted share/voting capital of the TC after the said acquisition	INR 41,02,03,580 consisting of 4,10,20,358 Equity shares of Rs.10 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 /Persons Acting in Concert

For Vivaya Enterprises Private Limited
VIVAYA ENTERPRISES PVT. LTD

Meghna Vakharia
Director

Director / Authorised Signatory
Place: Kolkata

Date:25th April, 2023