

31st January 2025

*National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex
Bandra (E), Mumbai – 400051*
Symbol - TEXRAIL

*BSE Limited
P. J. Towers,
Dalal Street,
Mumbai – 400001*
Scrip Code - 533326

Dear Sirs,

Sub: Intimation of the outcome of the meeting of the Board of Directors of Texmaco Rail & Engineering Limited (“Company”) held on 31st January 2025 and disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended (“Listing Regulations”)

REF: Scheme of Arrangement and Demerger of Texmaco Rail & Engineering Limited and Belgharia Engineering Udyog Private Limited and their respective shareholders and creditors under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013

The Board of Directors of the Company at its Meeting held on 14th October, 2023 had considered and approved the Scheme of Arrangement and Demerger of Texmaco Rail & Engineering Limited (TREL) and Belgharia Engineering Udyog Private Limited (BEL) and their respective shareholders and creditors under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 (“Act”) (“Scheme”). Thereafter, the Company had made an application with the stock exchanges seeking their approval to the said Scheme under Regulation 37 of the SEBI Listing Regulations.

By respective letters dated 2nd July, 2024 and 4th July, 2024, both, BSE Limited and the National Stock Exchange of India Limited had provided their observations and confirmed ‘no adverse observation’ on the aforesaid Scheme (“Observation Letters”).

We would like to bring to your notice that due to manifolded commercial considerations and changes in business environment which have taken place since obtaining the Observation Letters, by reason of which implementation of the Scheme at this stage and in its present form is not considered to be in the interest of the Company, or desirable.

An adventz group company

📍 Registered Office:
Belgharia, Kolkata - 700 056, India
☎ +91 33 2569 1500

✉ texmail@texmaco.in
🌐 www.texmaco.in

CIN: L29261WB1998PLC087404

In such circumstances, the Board concluded that it would be prudent and in the best interest of the Company and its stakeholders to no longer pursue the aforesaid Scheme and has approved withdrawal of the said Scheme.

The Meeting commenced at 11:30 a.m. and concluded at 2:10 p.m.

This is for your information and record.

Thanking you,

Yours faithfully,

For **Texmaco Rail & Engineering Limited**

K. K. Rajgaria
Company Secretary &
Compliance Officer

An adventz group company

📍 Registered Office:
Belgharia, Kolkata - 700 056, India
☎ +91 33 2569 1500

✉ texmail@texmaco.in
🌐 www.texmaco.in

CIN: L29261WB1998PLC087404