



Date: 24th March, 2023

The Company Secretary
Texmaco Rail & Engineering Limited
Belgharia
Kolkata - 700056

National Stock Exchange of India Limited
Exchange Plaza
C-1, G Block
Bandra Kurla Complex
Bandra (E)
Mumbai - 400 051

BSE Limited
Floor 25, Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Dear Sir,

Sub: Disclosure under regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

We have acquired 71,359 equity shares of Texmaco Rail & Engineering Limited on 23rd March, 2023.

Please find enclosed the disclosure as required under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulation, 2011. Our total holding in your company including the above shares stands at 2,50,48,308 shares i.e. 7.78% of the total paid up Share Capital of Texmaco Rail & Engineering Limited.

Thanking you,
Yours faithfully

For Adventz Finance Private Limited

Nishel Chelodia

Company Secretary

Encl: As above



ADVENTZ FINANCE PRIVATE LIMITED

Hongkong House, 31 B. B. D. Bagh (South), Kolkata - 700 001, Tel.: +91-33-2248 8891/92

Fax: +91-33- 2243 7215 Email: corp@poddarheritage.com

CIN : U65993WB1996PTC079012

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

| | | | |
|--|---|---|---|
| 1. Name of the Target Company (TC) | TEXMACO RAIL & ENGINEERING LIMITED | | |
| 2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer | ACQUIRER – ADVENTZ FINANCE PRIVATE LIMITED PAC - AS PER ANNEXURE A | | |
| 3. Whether the acquirer belongs to Promoter/Promoter group | YES | | |
| 4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed | 1. BSE LIMITED 2. NATIONAL STOCK EXCHANGE OF INDIA LTD | | |
| 5. 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/sale under consideration, holding of : | | | |
| a) Shares carrying voting rights | 24976949 | 7.76 | 7.76 |
| b) Shares in the nature of encumbrance (pledge/ lien / non-disposal undertaking/ others) | - | - | - |
| c) Voting rights (VR) otherwise than by equity 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) | - | - | - |
| e) Total (a+b+c+d) | 24976949 | 7.76 | 7.76 |
| Details of acquisition/sale | | | |
| a) Shares carrying voting rights acquired/sold | 71359 | 0.02 | 0.02 |
| 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) | 71359 | 0.02 | 0.02 |

| | | | |
|--|--|-------------|-------------|
| After the acquisition/sale, holding of: | | | |
| a) Shares carrying voting rights | 25048308 | 7.78 | 7.768 |
| 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 | - | - | - |
| e) Total (a+b+c+d) | 25048308 | 7.78 | 7.78 |
| 6. Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.) | OPEN MARKET | | |
| 7. Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares , whichever is applicable | 23/03/2023 | | |
| 8. Equity share capital / total voting capital of the TC before the said acquisition/sale | 32,18,69,895 Equity Shares of Re. 1/- each fully paid up | | |
| 9. Equity share capital/ total voting capital of the TC after the said acquisition/sale | 32,18,69,895 Equity Shares of Re. 1/- each fully paid up | | |
| 10. Total diluted share/voting capital of the TC after the said acquisition/sale | 32,18,69,895 Equity Shares of Re. 1/- each fully paid up | | |

Note:

(*) 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.

For Adventz Finance Private Limited

Michael Golechia

Company Secretary
Signature of the acquirer
Place: Kolkata
Date: 24/03/2023



ANNEXURE A

Forming part of Disclosure under Regulation 29(2) dated 24/03/2023 by Adventz Finance Pvt. Ltd

| Sl. No. | Names of Person Acting in Concert(PAC) |
|---------|---|
| 1 | AASHTI AGARWALA |
| 2 | ABHISHEK HOLDINGS PRIVATE LIMITED |
| 3 | ADVENTZ SECURITIES ENTERPRISES LIMITED |
| 4 | AKSHAY PODDAR |
| 5 | ANISHA BERLIA |
| 6 | DUKE COMMERCE LIMITED |
| 7 | EUREKA TRADERS PRIVATE LIMITED |
| 8 | GREENLAND TRADING PRIVATE LIMITED |
| 9 | INDRAKSHI TRADING COMPANY PRIVATE LIMITED |
| 10 | JEEWAN JYOTI MEDICAL SOCIETY |
| 11 | JYOTSNA PODDAR |
| 12 | MASTER EXCHANGE & FINANCE LIMITED |
| 13 | NEW EROS TRADECOM LIMITED |
| 14 | PREMIUM EXCHANGE AND FINANCE LIMITED |
| 15 | PUJA PODDAR |
| 16 | SAROJ KUMAR PODDAR |
| 17 | SAROJ KUMAR PODDAR (AS KARTA OF SAROJ & CO. HUF) |
| 18 | SAROJ KUMAR PODDAR (AS TRUSTEE OF SAROJ AND JYOTI PODDAR HOLDINGS PRIVATE TRUST) |
| 19 | SHRADHA AGARWALA |
| 20 | TEXMACO INFRASTRUCTURE & HOLDINGS LIMITED |
| 21 | ZUARI INDUSTRIES LIMITED |
| 22 | ZUARI INTERNATIONAL LIMITED |

For Adventz Finance Private Limited

Ngel Chelala

Company Secretary

Place: Kolkata

Date: 24/03/2023

