



Date: 21st March 2022

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

National Stock Exchange of India Limited
Exchange Plaza,
Plot no. C/1, G Block,
Bandra-Kurla Complex
Bandra (E)
Mumbai - 400 051

BSE Limited
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 15,15,000 & 4,85,000 equity shares of Texmaco Rail & Engineering Limited on 16th and 17th March, 2022 respectively.

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 2,43,76,949 shares i.e. 7.57% of the total paid up Share Capital of Texmaco Rail & Engineering Limited.

Thanking you,
Yours faithfully

For **Adventz Finance Private Limited**

Vishal Garodia
Company Secretary
VISHAL GARODIA
COMPANY SECRETARY
MEM NO. 46325
ACS

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

DISCLOSURES 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	22376949+	6.95+	6.95
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)	22376949+	6.95+	6.95
Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold	2000000	0.62	0.62
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)	2000000	0.62	0.62

After the acquisition/sale, holding of:			
a) Shares carrying voting rights	24376949+	7.57+	7.57
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)	24376949+	7.57+	7.57
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	16/03/2022 & 17/03/2022		
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		

+ Pursuant to the order dated 30th November, 2021 of Hon'ble National Company Law Tribunal, Kolkata bench, filed with ROC on 21/01/2022 in relation to the scheme of amalgamation inter alia amongst Adventz Investment Company Private Limited ("AICPL"), with Adventz Finance Private Limited ("AFPL"), 30,35,710 shares of Texmaco Rail & Engineering Limited held by AICPL vested into AFPL.

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

Vishal Garodia
 Company Secretary
 Signature of the acquirer
 Place: Kolkata
 Date: 21/03/2022

VISHAL GARODIA
COMPANY SECRETARY
MEM NO. 46325
ACS

ANNEXURE A

Forming part of Disclosure under Regulation 29(2) dated 21/03/2022 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 AGARWALA
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 GLOBAL LIMITED
22	ZUARI INVESTMENTS LIMITED

Note:

Pursuant to the order dated 30th November, 2021 of Hon'ble National Company Law Tribunal, Kolkata bench, filed with ROC on 21/01/2022 in relation to the scheme of amalgamation inter alia amongst Adventz Investment Company Private Limited ("AICPL"), with Adventz Finance Private Limited ("AFPL"), 30,35,710 shares of Texmaco Rail & Engineering Limited held by AICPL vested into AFPL.

For Adventz Finance Private Limited

Vishal Garodia

Company Secretary

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Place: Kolkata

Date: 21/03/2022