



## Texmaco Infrastructure & Holdings Limited

**TEXINFRA**

6<sup>th</sup> December, 2021

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

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

**BSE Limited**  
P. J. Towers  
Dalal Street  
Mumbai- 400001

Dear Sirs,

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

In terms of Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ('SAST Regulations'), our percentage of shareholding in Texmaco Rail & Engineering Limited ('TexRail') has been changed *without any acquisition or sale of shares* by us, pursuant to allotment of equity shares to the Promoter / Promoter group of TexRail under its Rights Issue.

Please find enclosed the disclosure under Regulation 29(2) of SAST Regulations.

Thanking you,

Yours faithfully  
For **Texmaco Infrastructure & Holdings Limited**

  
Rahul Harsh  
Company Secretary &  
Compliance Officer



**Disclosures under Regulation 29(2) of**  
**the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Name of the Target Company (TC)	Texmaco Rail & Engineering Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Acquirer -Texmaco Infrastructure & Holdings Limited PACs – as per Annexure		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	1. National Stock Exchange of India Ltd. 2. BSE Limited		
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
<b>Before the acquisition under consideration, holding of :</b>			
a) Shares carrying voting rights	5,85,00,000	23.37	23.37
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 TC (specify holding in each category)	-	-	-
<b>e) Total (a+b+c+d)</b>	<b>5,85,00,000</b>	<b>23.37</b>	<b>23.37</b>
<b>Details of acquisition/sale #</b>			
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.	-	-	-
<b>e) Total (a+b+c+/-d)</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>After the acquisition/sale, holding of:</b>			
a) Shares carrying voting rights	5,85,00,000	18.18	18.18
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	-	-	-
<b>e) Total (a+b+c+d)</b>	<b>5,85,00,000</b>	<b>18.18</b>	<b>18.18</b>



Mode of acquisition/sale (e.g. open market / off-Market / public issue / rights issue / preferential allotment / inter-se transfer, etc.)	-
Date of acquisition/sale of share/VR or date of receipt of intimation of allotment of shares, whichever is applicable.	-
Equity share capital / total voting capital of the TC before the said acquisition/sale	25,03,43,252 Equity Shares of Re. 1/- each fully paid up
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
Total diluted share/voting capital of the TC after the said acquisition	32,18,69,895 Equity Shares of Re. 1/- each fully paid up

# In terms of Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 'Any person, who together with persons acting in concert with him, holds shares or voting rights entitling them to five per cent or more of the shares or voting rights in a target company, shall disclose the number of shares or voting rights held and change in shareholding.....; and such change exceeds two per cent of total shareholding or voting rights in the target company'.

Further, Texmaco Rail & Engineering Limited ('TexRail') had intimated us on 2<sup>nd</sup> December, 2021 about allotment of equity shares under Rights Issue to the Promoter / Promoter group and accordingly our percentage of shareholding has been changed **without any acquisition or sale of equity shares of TexRail** by us i.e. from 23.37% to 18.18% (overall change of -5.19%).

Total shareholding of Acquirer & PACs as stated in Annexure A has increased from 56.55% to 58.33%.

For **Texmaco Infrastructure & Holdings Limited**

  
Rahul Harsh  
Company Secretary &  
Compliance Officer



Place: Kolkata  
Date: 6/12/2021

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**List of Persons Acting in Concert (PAC) with the Acquirer**

**Annexure A**

Forming part of Disclosure made under Regulation 29(2) dated 6/12/2021 by Texmaco Infrastructure & Holdings Limited

Sr. No.	Names of Person Acting in Concert (PAC)
1.	Saroj Kumar Poddar (as an Individual)
2.	Saroj Kumar Poddar (as a Karta)
3.	Saroj Kumar Poddar (as Trustee - Saroj and Jyoti Poddar Holdings Private Trust)
4.	Jyotsna Poddar
5.	Shradha Agarwala
6.	Puja Poddar
7.	Akshay Poddar
8.	Aashti Agarwala
9.	Kumari Anisha Agarwala
10.	Adventz Finance Private Limited
11.	Abhishek Holdings Private Limited
12.	Adventz Investment Company Private Limited
13.	Adventz Securities Enterprises Limited
14.	Duke Commerce Limited
15.	Eureka Traders Private Limited
16.	Greenland Trading Private Limited
17.	Indrakshi Trading Company Private Limited
18.	Jeewan Jyoti Medical Society
19.	Master Exchange and Finance Limited
20.	New Eros Tradecom Limited
21.	Premium Exchange and Finance Limited
22.	Zuari Global Limited
23.	Zuari Investments Limited

