



Jupiter Asset Management Limited  
The Zig Zag Building  
70 Victoria Street  
London SW1E 6SQ  
Tel: 020 3817 1000  
Fax: 020 3817 1820  
[www.jupiteram.com](http://www.jupiteram.com)

To,  
The Department of Corporate Services  
Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai  
400 001

November 18<sup>th</sup>, 2021

*Re: Disclosure under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in connection with the disposal of equity shares of Texmaco Rail and Engineering Ltd.*

*Dear Sir,*

This is to inform you that the entities named hereinafter, have sold equity shares for *Texmaco Rail and Engineering Ltd*

(**"Company"**) on November 16<sup>th</sup>, 2021 by way of an open market sale. The details of the sale are as follows:

Sr. No.	Seller	No. of equity shares sold
1.	Jupiter India Fund (SEBI registered FII Sub-Account No. INUKFP242516)	160,350 equity shares constituting 0.07% of the share capital of the Company.
	Jupiter India SPV (SEBI registered FII Sub-Account No INMUFP049216)	34,290 equity shares constituting 0.01% of the share capital of the Company.

Enclosed is the copy of the disclosure under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in connection with the disposal. We request you to kindly take the same on record.

The disclosure has been emailed to the following ids:

[corp.relations@bseindia.com](mailto:corp.relations@bseindia.com)

We have also made a requisite disclosure to NSE Ltd and Texmaco Rail and Engineering Ltd. Request you to kindly acknowledge the receipt of this letter and the disclosure.

Yours sincerely,

For Jupiter India Fund

(SEBI registered FII Sub-Account No.  
INUKFP242516)

A handwritten signature in black ink, appearing to be "O. G. S.", written over a light blue grid background.

Jupiter Asset Management Ltd

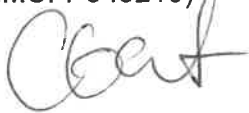
Authorised Signatory (Investment Manager)

Place: London

Date: November 18<sup>th</sup>, 2021

For Jupiter India SPV

(SEBI registered FII Sub-Account No.  
INMUFP049216)

A handwritten signature in black ink, appearing to be "O. G. S.", written over a light blue grid background.

Jupiter Asset Management Ltd

Authorised Signatory (Investment Manager)

Place: London

Date: November 18<sup>th</sup>, 2021

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

Name of the Target Company (TC)	Texmaco Rail and Engineering Limited		
Name(s) of the seller and Persons Acting in Concert (PAC) with the seller	Seller: Jupiter Asset Management Limited <sup>1</sup> (on behalf of its clients).		
Whether the seller belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	<ul style="list-style-type: none"> <li>• National Stock Exchange of India Limited</li> <li>• BSE Limited</li> </ul>		
Details of the acquisition / disposal as follows	<b>Number</b>	<b>% w.r.t. total share/voting capital wherever applicable (*)</b>	<b>% w.r.t. total diluted share/voting capital of the TC (**)</b>
<b>Before the acquisition/disposal under consideration, holding of seller:</b>			
a) Shares carrying voting rights	NIL	NIL	NIL
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/ others)	NIL	NIL	NIL

<sup>1</sup> Note: Jupiter Asset Management Limited (i.e. the “Seller/ JAM”) acts as the non-exclusive investment manager for various independent funds (“Funds”), and independently exercises all the voting rights in respect of the equity shares of the Target Company acquired by the aforesaid funds. Prior to the disposal in question: (a) JAM had submitted a disclosure under Regulation 29(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, position as at February 02, 2018, on February 06, 2018 disclosing the acquisition of 5.02% voting rights in the Target Company pursuant to acquisition of equity shares of the Target Company by various Funds and (b) between February 3, 2018 and November 15, 2021, the Funds disposed of equity shares of the Target Company in various tranches.

As of November 15, 2021, the Funds held 3.06% equity shares of the Target and correspondingly, JAM held 3.06% voting rights in the Target. The following disposal was made by two Funds on November 16, 2021: 160,350 equity shares of the Target Company by Jupiter India Fund (SEBI registered FII Sub-Account No. INUKFP242516) and 34,290 equity shares of the Target Company by Jupiter India SPV (SEBI registered FII Sub-Account No. INMUFPO49216). Pursuant to the aforesaid disposal, JAM’s total voting rights in the Target Company has reduced to 2.98%.

c) Voting rights (VR) otherwise than by equity shares	76,66,985	3.06%	3.06% <sup>2</sup>
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)	NIL	NIL	NIL
e) <b>Total (a+b+c+d)</b>	<b>76,66,985</b>	<b>3.06%</b>	<b>3.06%</b>
<b>Details of acquisition/sale</b>			
a) Shares carrying voting rights <del>acquired</del> /sold	NIL	NIL	NIL
b) VRs <del>acquired</del> /sold otherwise than by shares	194,640	0.08%	0.08% <sup>3</sup>
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) <del>acquired</del> /sold	NIL	NIL	NIL
d) Shares encumbered / invoked/released by the acquirer.	NIL	NIL	NIL
e) <b>Total (a+b+c+/-d)</b>	<b>194,640</b>	<b>0.08%</b>	<b>0.08%</b>
<b>After the acquisition/sale, holding of seller of:</b>			
a) Shares carrying voting rights	NIL	NIL	NIL
b) Shares encumbered with the acquirer	NIL	NIL	NIL
c) VRs otherwise than by equity shares	74,72,345	2.98%	2.98% <sup>4</sup>

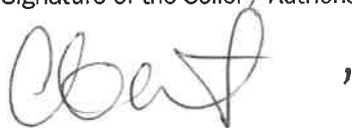
<sup>2</sup> Note: The aggregate voting rights of the Target Company which JAM holds (on behalf of all the Funds for which it acts as the investment manager), prior to the disposal in question, is 3.06%.

<sup>3</sup> Note: The voting rights of the Target Company disposed by JAM (as a result of disposal of equity shares of the Target Company explained above) is 0.08%.

<sup>4</sup> Note: The aggregate voting rights of the Target Company which JAM holds (on behalf of all the funds for which it acts as an investment manager), after the disposal in question, is 2.98%.

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	NIL	NIL	NIL
e) <b>Total (a+b+c+d)</b>	74,72,345	2.98%	2.98%
Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.)	Open Market		
Date of acquisition of sale of voting rights shares / or date of receipt of intimation of allotment of shares, whichever is applicable	November 16th, 2021		
Equity share capital / total voting capital of the TC before the said acquisition/sale	25,03,43,252 equity shares		
Equity share capital/ total voting capital of the TC after the said acquisition/sale	25,03,43,252 equity shares		
Total diluted share/voting capital of the TC after the said acquisition/sale	25,03,43,252 equity shares		

Signature of the Seller / Authorised Signatory



Name: Katie Carter

Title: Head of Fund Risk & Compliance

Place: London, UK

Date: 18<sup>th</sup> November, 2021

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.

