



## Texmaco Infrastructure & Holdings Limited

**TEXINFRA**

8<sup>th</sup> September, 2020

*Mr. Ravi Varma  
Company Secretary  
Texmaco Rail & Engineering Limited  
Belgharia,  
Kolkata – 700 056*

Dear Sir,

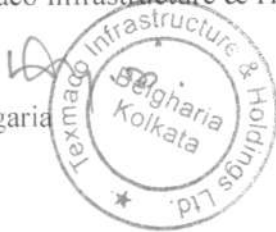
Sub: Disclosure under regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

We are enclosing herewith a disclosure as required under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ('Takeover Regulations') in respect of acquisition of 39,00,000 Equity Shares of Texmaco Rail & Engineering Limited on 4<sup>th</sup> September, 2020 by way of inter-se transfer between the promoter / promoter group under Regulation 10(1)(a) of the Takeover Regulations.

Thanking you,

Yours faithfully,  
For Texmaco Infrastructure & Holdings Limited

*K. K. Rajgaria  
CFO*



*cc:  
National Stock Exchange of India Limited  
Exchange Plaza,  
Bandra - Kurla Complex  
Bandra (E), Mumbai – 400 051  
Symbol: TEXRAIL*

*BSE Limited  
P. J. Towers,  
Dalal Street, Fort  
Mumbai – 400 001  
Scrip Code: 533326*

**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 – TEXMACO INFRASTRUCTURE & HOLDINGS LIMITED PAC- (list separately enclosed with this disclosure)		
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. NATIONAL STOCK EXCHANGE OF INDIA LIMITED 2. BSE LIMITED		
5. Details of the acquisition of shares/voting rights/holding of the Acquirer and PAC	<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 under consideration, holding of:</b>			
a) Shares carrying voting rights	54600000	24.28	24.28
b) Voting rights (VR) otherwise than by equity 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)	-	-	-
<b>d) Total (a+b+c)</b>	<b>54600000</b>	<b>24.28</b>	<b>24.28</b>
<b>Details of acquisition</b>			
a) Shares carrying voting rights acquired	3900000	1.73	1.73
b) VRs acquired otherwise than by equity 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	-	-	-
<b>d) Total (a+b+c)</b>	<b>3900000</b>	<b>1.73</b>	<b>1.73</b>



<b>After the acquisition, holding of:</b>			
a) Shares carrying voting rights	58500000	26.02	26.02
b) VRs otherwise than by equity 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) after acquisition	-	-	-
	-	-	-
<b>d) Total (a+b+c)</b>	<b>58500000</b>	<b>26.02</b>	<b>26.02</b>
6. Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Inter-se Transfer (Market – Block Deal)		
7. Date of acquisition of / date of receipt of intimation of allotment of shares /VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	39,00,000 shares on 4 <sup>th</sup> September, 2020		
8. Equity share capital / total voting capital of the TC before the said acquisition	22,48,59,382 Equity Shares of Rs. 1/- each fully paid up		
9. Equity share capital/ total voting capital of the TC after the said acquisition	22,48,59,382 Equity Shares of Rs. 1/- each fully paid up		
10. Total diluted share/voting capital of the TC after the said acquisition	22,48,59,382 Equity Shares of Rs. 1/- each fully paid up		

**Note:**

(\*) 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 Texmaco Infrastructure & Holdings Limited

K. K. Rajgaria  
CFO



Place: Kolkata

Date: 8<sup>th</sup> September, 2020

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

1	Jyotsna Poddar (as a Trustee)
2	Saroj Kumar Poddar (as a Trustee - S K Poddar Family Trust)
3	Saroj Kumar Poddar (as a Karta)
4	Saroj Kumar Poddar (as a Trustee - Saroj and Jyoti Poddar Holdings Private Trust)
5	Shradha Agarwala
6	Jyotsna Poddar (as an Individual)
7	Saroj Kumar Poddar (as an Individual)
8	Akshay Poddar
9	Puja Poddar
10	Kumari Anisha Agarwala
11	Aashti Agarwala
12	Eureka Traders Private Limited
13	Indrakshi Trading Company Private Limited
14	Master Exchange & Finance Limited
15	Premium Exchange and Finance Limited
16	Zuari Global Limited
17	Jeewan Jyoti Medical Society
18	Adventz Finance Private Limited
19	Duke Commerce Limited
20	Greenland Trading Private Limited
21	Abhishek Holdings Private Limited
22	Adventz Investment Company Private Limited
23	Adventz Securities Enterprises Limited
24	New Eros Tradecom Limited

*The above does not include Zuari Investments Limited, Seller, who is also a part of Promoter / Promoter Group.*

