



TEXMACO

Texmaco Rail & Engineering Ltd.

Belgharia Works

CIN No.: L29261WB1998PLC087404

GSTIN No. 19AABCT2592E1ZA

28th September, 2020

*National Stock Exchange of India Limited
Exchange Plaza,
Bandra - Kurla Complex
Bandra (E), Mumbai – 400051
Symbol - TEXRAIL*

*BSE Limited
P. J. Towers,
Dalal Street, Fort
Mumbai – 400001
Scrip Code – 533326*

Dear Sirs,

Kindly find the attached report dated 28th September, 2020 by the Company for violations related to Code of Conduct under the SEBI (Prohibition of Insider Trading) Regulations, 2015.

This in compliance with SEBI Circular No. SEBI/HO/ISD/ISD/CIR/P/2020/135 dated 23rd July, 2020.

Thanking you,

Yours faithfully,

For Texmaco Rail & Engineering Limited

Ravi Varma
Company Secretary &
Compliance Officer



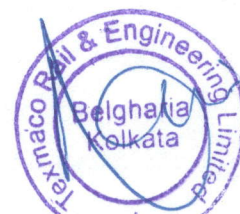
Annexure A

**Report by Texmaco Rail & Engineering Limited for violations related to
Code of Conduct under SEBI (Prohibition of Insider Trading) Regulations, 2015**

Sr. No.	Particulars	Details
1	Name of the listed company/ Intermediary/Fiduciary	Texmaco Rail & Engineering Limited (CIN: L29261WB1998PLC087404)
2	Please tick appropriate checkbox Reporting in capacity of : <input checked="" type="checkbox"/> Listed Company <input type="checkbox"/> Intermediary <input type="checkbox"/> Fiduciary	Listed on National Stock Exchange of India Limited & BSE Limited
3	A. Details of Designated Person (DP)	
	i. Name of the DP	Mr. Udyavar Vittal Kamath
	ii. PAN of the DP	AAEPK2471P
	iii. Designation of DP	Chief Executive – Bright Power unit of Rail EPC Division
	iv. Functional Role of DP	Heads the operations of Bright Power unit of Rail EPC Division.
	v. Whether DP is Promoter or belongs to Promoter Group	No
	B. If Reporting is for immediate relative of DP Not Applicable	
	i. Name of the immediate relative of DP	
	ii. PAN of the immediate relative of DP	
	C. Details of transaction(s)	
	i. Name of the scrip	TEXRAIL (NSE) 533326 (BSE)
	ii. No of shares traded and value (Rs.) (Date- wise)	1,00,000 Equity Shares between 3 rd and 10 th July, 2020



D. In case value of trade(s) is more than Rs.10 lacs in a calendar quarter		
	i. Date of intimation of trade(s) by concerned DP/director/promoter/promoter group to Company under Regulation 7 of SEBI (PIT) Regulations, 2015.	DP has confirmed the trade(s) through his email of 8 th September 2020, however intimation in the form specified under Regulation 7(2)(a) is not yet received from the DP.
	ii. Date of intimation of trade(s) by Company to Stock Exchanges under Regulation 7 of SEBI (PIT) Regulations, 2015	25 th September, 2020
4.	Details of violations observed under Code of Conduct	<ol style="list-style-type: none"> 1. Had sold the Equity Shares of the Company during the closure of Trading Window. 2. No Pre-clearance was obtained from the Compliance Officer for sale of Equity Shares in excess of 50,000. 3. Had not intimated the Company of the transaction within 2 trading days of such transaction.
5.	Action taken by Listed Company/ Intermediary/ Fiduciary	<p>An opportunity was provided of being heard. The DP has informed that he has sold the shares owing to some financial constraints and he has represented to the Company that he has not made profits at all as the acquisition cost for such shares to him was Rs. 93.90.</p> <p>He further briefed that he inadvertently missed the intimation from the Compliance Officer for the closure of Trading Window.</p> <p>A warning notice was issued to DP and it was decided to impose a token penalty of Rs.1000/- which was paid by the DP to the Company within the timeline prescribed.</p>



6.	Reasons recorded in writing for taking action stated above	Considering the fact that: (i) this was not in the nature of a speculative trade by the DP, and that the DP actually made losses in such trade, and (ii) that the trade was undertaken by the DP on account of personal exigencies in inadvertence, the Company is of the view that there was no <i>mens rea</i> involved in the act by the DP. Further, this being the first contravention by the DP, a warning notice and token penalty of Rs. 1,000/- was imposed on the DP.												
7.	Details of previous instances of violations, if any, since last financial year	Nil												
8.	If any amount collected for Code of Conduct violation(s):	Yes												
	i. Mode of transfer to SEBI - IPEF (Online/Demand Draft)	Online												
	ii. Details of transfer / payment In case of online:													
	<table border="1"> <thead> <tr> <th>Particulars</th> <th>Details</th> </tr> </thead> <tbody> <tr> <td>Name of the transferor</td> <td>Texmaco Rail & Engineering Limited</td> </tr> <tr> <td>Bank Name, branch and Account Number</td> <td>State Bank of India Branch: Commercial Branch Account No.: 32112656549</td> </tr> <tr> <td>UTR / Transaction reference number</td> <td>UTR No. SBIN220272538986</td> </tr> <tr> <td>Transaction Date</td> <td>28th September, 2020</td> </tr> <tr> <td>Transaction Amount (in Rs.)</td> <td>Rs. 1000/-</td> </tr> </tbody> </table>	Particulars	Details	Name of the transferor	Texmaco Rail & Engineering Limited	Bank Name, branch and Account Number	State Bank of India Branch: Commercial Branch Account No.: 32112656549	UTR / Transaction reference number	UTR No. SBIN220272538986	Transaction Date	28 th September, 2020	Transaction Amount (in Rs.)	Rs. 1000/-	
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Yours faithfully



For Texmaco Rail & Engineering Limited

*Name: Ravi Varma

Company Secretary & Compliance officer

PAN: AHNPV1867A

Email ID: ravi.varma@texmaco.in