



Date: 24<sup>th</sup> December, 2018

The Secretary BSE Limited Floor 25, P.J. Towers, Dalal Street, Mumbai - 400001	The Secretary NSE Limited, Exchange Plaza, Bandra – Kurla Complex Bandra(E), Mumbai – 400051
The Secretary CSE Limited, 7, Lyons Range, Kolkata – 700 001	The Board of Directors/Company Secretary Texmaco Rail & Engineering Limited Belgharia, 24 Paragans (North) Kolkata – 700 056, West Bengal, India

**Sub: Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares & Takeover) Regulation, 2011.**

Dear Sirs,

Please find enclosed herewith disclosure under Regulation 29(2) of SEBI (SAST), Regulations, 2011 in the prescribed format, with respect of the shares pledged by the Company.

This is in compliance of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

You are requested to take the same on record.

Thanking You,

**For New Eros Tradecom Limited**

**Bihari Lal Kanoongo**  
**Director**  
**DIN - 00486606**

Encl: as above

**NEW EROS TRADECOM LIMITED**

Regd. Off: Birla Building, 5<sup>th</sup> Floor, 9/1, R.N. Mukherjee Road, Kolkata -700 001  
Corp Off: 5th Floor, Tower A, Global Business Park, MG Road, Sector-26, Gurugram -122002, Haryana  
Tel.: +91-124 - 482 7800, Fax: +91-124-421 2046, Email: ig.gsml@adventz.com  
CIN No: U51909WB2009PLC139640

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

Name of the Target Company (TC)	Texmaco Rail & Engineering Limited		
Name(s) of the seller and Persons Acting in Concert (PAC) with the seller	New Eros Tradecom Limited		
Whether the seller belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited, CSE Limited and National Stock Exchange of India Limited		
Details of the 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 disposal under consideration, holding of seller:</b>			
a) Shares carrying voting rights	7,38,800	0.34%	0.34%
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)	-	-	-
e) Total (a+b+c+d)	<b>7,38,800</b>	<b>0.34%</b>	<b>0.34%</b>
<b>Details of Sale</b>			
a) Shares carrying voting rights acquired/sold	-	-	-
b) VRs acquired /sold 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/sold	-	-	-
d) Shares encumbered / invoked/released by the acquirer	7,38,800	0.34%	0.34%
e) Total (a+b+c+/-d)	<b>7,38,800</b>	<b>0.34%</b>	<b>0.34%</b>
<b>After the sale, holding of seller:</b>			
a) Shares carrying voting rights	-	-	-
b) Shares encumbered with the seller	-	-	-
c) VRs otherwise than by equity shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying	-	-	-

*B. S. S.*

voting rights in the TC (specify holding in each category) after acquisition			
e) Total (a+b+c+d)	-	-	-
Mode of sale (e.g. open market /off-market/ public issue / rights issue / preferential allotment / inter-se transfer etc.)	New Eros Tradecom Limited has created a pledge in favour of Vistra ITCL (India) Limited, Security Trustee, for securing the Credit Facilities upto maximum of USD 63 Million sanctioned by Yes Bank Limited to Zuari Infraworld SJM Properties LLC		
Date of sale of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable	21.12.2018 (Date of creation of Pledge)		
Equity share capital / total voting capital of the TC before the said sale	11,85,15,150 equity shares (Equity share Capital Rs. 11,85,15,1500)		
Equity share capital/ total voting capital of the TC after the said sale	11,85,15,150 equity shares (Equity share Capital Rs11,85,15,1500)		
Total diluted share/voting capital of the TC after the said sale	11,85,15,150 equity shares (Equity share Capital Rs. 11,85,15,1500)		

**Notes:**

(\*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Reg 31 of SEBI Listing Regulations, 2015.

(\*\*) 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 New Eros Tradecom Limited**

  
**Bihari Lal Kanoongo**  
**Director**  
**DIN - 00486606**

Place: Kolkata

Date: 24/12/2018