

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

February 6<sup>th</sup>, 2018

*Re: Disclosure under Regulation 29(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in connection with the purchase of equity shares of Texmaco Rail and Engineering Ltd*

Dear Sir,

This is to inform you that the entities named hereinafter, have purchased equity shares for *Texmaco Rail and Engineering Ltd* ("**Company**") on February 2<sup>nd</sup>, 2018 by way of an open market purchase. The details of the purchase are as follows:

<b>Sr. No.</b>	<b>Acquirer</b>	<b>No. of equity shares bought</b>
1.	Jupiter India Fund National Westminster Bank PLC, as Trustee of Jupiter India Fund (SEBI registered FII Sub-Account No. 20080104)	71,369 equity shares constituting 0.03% of the share capital of the Company.

Enclosed is the copy of the disclosure under Regulation 29(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in connection with the purchase. We request you to kindly take the same on record.

The acquirer are persons acting in concert with each other in terms of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

The disclosure has been emailed to the following id:

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

The originals are being couriered from London and thus will reach your office in due time.

We have also made requisite disclosures to the Company. Request you to kindly acknowledge the receipt of this letter and the disclosure.

Yours sincerely,

For Jupiter India Fund

National Westminster Bank PLC, as  
Trustee of Jupiter India Fund (SEBI  
registered FII Sub-Account No. 20080104)

Jupiter Asset Management Ltd  
Authorised Signatory (Investment Manager)

Place: London  
Date: February 6<sup>th</sup>, 2018

*For and on behalf of*  
**JUPITER ASSET MANAGEMENT LIMITED**  
*[Signature]*  
.....*Secretary*  
*[Signature]*  
.....**Authorised Signatory**  
*HEAD OF REGULATORY AND  
CLIENT REPORTING*

Format for Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part-A- Details of the Acquisition

Name of the Target Company (TC)	TEXMACO RAIL AND ENGINEERING LTD		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	(a) Acquirer – Jupiter India Fund National Westminster Bank PLC, as Trustee of Jupiter India Fund (SEBI registered FII Sub-Account No. 20080104) (b) PAC 1– JGF SICAV - Jupiter India Select SPV (PSA) National Westminster Bank PLC, as Trustee of Jupiter India Select SPV(PSA) (SEBI registered FII Sub-Account No. 1998127) (c) PAC 2 – Jupiter Asian Fund National Westminster Bank Plc as Trustee of Jupiter Asian Fund (SEBI registered FII Sub-Account No. 2006438)		
Whether the acquirer belongs to Promoter/Promoter group	Acquirer and PACs do not belong to the Promoter / Promoter group		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Bombay Stock Exchange Metropolitan Stock Exchange		
Details of the acquisition as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)

<p>Before the acquisition under consideration, holding of acquirer along with PACs of:</p> <p>a) Shares carrying voting rights</p>	<p>1,09,62,520 equity shares carrying voting rights</p> <p>(a) Acquirer –79,49,505 equity shares carrying voting rights</p> <p>(b) PAC 1 – 21,68,015 equity shares carrying voting rights</p> <p>(c) PAC 2 – 8,45,000 equity shares carrying voting rights</p>	<p>4.99%</p> <p>3.61%</p> <p>0.98%</p> <p>0.38%</p>	<p>4.99%</p> <p>3.61%</p> <p>0.98%</p> <p>0.38%</p>
<p>(b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)</p> <p>c) Voting rights (VR) otherwise than by equity shares</p> <p>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)</p> <p>e) Total (a+b+c+d)</p>	<p>NIL</p> <p>NIL</p> <p>NIL</p> <p>1,09,62,520 equity shares carrying voting rights</p>	<p>NIL</p> <p>NIL</p> <p>NIL</p> <p>4.99%</p>	<p>NIL</p> <p>NIL</p> <p>NIL</p> <p>4.99%</p>

Details of acquisition:			
a) Shares carrying voting rights acquired	71,369 equity shares carrying voting rights	0.03%	0.03%
b) VRs acquired otherwise than by equity shares	NIL	NIL	NIL
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	NIL	NIL	NIL
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
e) Total (a+b+c+/-d)	71,369 equity shares carrying voting rights	0.03%	0.03%

After the acquisition, holding of acquirer along with PACs of:			
a) Shares carrying voting rights	1,10,33,889 equity shares carrying voting rights.	5.02%	5.02%
	(a) Acquirer– 80,20,874 equity shares carrying voting rights	3.65%	3.65%
	(b) PAC 1 – 21,68,015 equity shares carrying voting rights	0.98%	0.98%
	(c) PAC 2 – 8,45,000 equity shares carrying voting rights	0.38%	0.38%
b) VRs otherwise than by equity shares	NIL	NIL	NIL
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	NIL	NIL	NIL
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
e) Total (a+b+c+d)	1,10,33,889 equity shares carrying voting rights.	5.02%	5.02%
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer / encumbrance, etc.)	Open Market		

Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Equity Shares
Date of acquisition	February 2, 2018
Equity share capital / total voting capital of the TC before the said acquisition	21,96,02,843 equity shares
Equity share capital/ total voting capital of the TC after the said acquisition	21,96,02,843 equity shares
Total diluted share/voting capital of the TC after the said acquisition	21,96,02,843 equity shares

Signature of the Acquirer / Authorised Signatory

Name: Lucy Wright

Title: Head of Regulatory and Client Reporting

Place: London, UK

Date: 6<sup>th</sup> February 2018

FOR AND ON BEHALF OF  
JUPITER ASSET MANAGEMENT LIMITED  
*Lucy Wright*  
.....*Secretary*  
.....*Authorised Signatory*

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.

(\*\*\*) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.



