



**TEXMACO**

**Texmaco Rail & Engineering Ltd.**

**Belgharia Works**

**CIN L29261WB1998PLC087404**

Date: 7<sup>th</sup> April, 2015

*Kalindee Rail Nirman (Engineers) Limited,  
F-5, Gautam Nagar,  
Gulmohar Park Road,  
New Delhi - 110 049*

Dear Sirs,

**Sub: Disclosure under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) ('SAST'), 2011 for the year ended 31<sup>st</sup> March, 2015**

In terms of Regulations 30(1) and 30(2) of SEBI (SAST), 2011, promoters shall disclose their shareholding as on 31<sup>st</sup> March along with Person Acting in Concert (PAC) within seven working days from the end of the financial year.

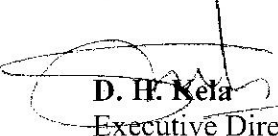
In compliance of the aforesaid regulations we are sending herewith a statement in the prescribed format showing our shareholding along with shareholding of the other promoters/PAC of Chambal Fertilizers & Chemicals Limited as on 31<sup>st</sup> March, 2015.

This is for your information and record.

Thanking you,

Yours faithfully,

**For Texmaco Rail & Engineering Limited**

  
**D. H. Kela**  
Executive Director

Encl: as above

cc:

*The Corporate Relation Department  
Bombay Stock Exchange Limited,  
25<sup>th</sup> Floor, P.J. Towers,  
Dalal Street, Fort,  
Mumbai- 400 001*

*The Listing Department  
National Stock Exchange of India Limited,  
5<sup>th</sup> Floor, Exchange Plaza,  
Bandra - Kurla Complex,  
Bandra(E),  
Mumbai- 400 051*

**Format for Disclosures under Regulation 30 (1) and 30 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

|    |                                                                                                                                                                                                                                                                                                  |                                                                |  |  |
|----|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|--|--|
| 1. | Name of the Target Company (TC)                                                                                                                                                                                                                                                                  | KALINDEE RAIL NIRMAN (ENGINEERS) LIMITED                       |  |  |
| 2. | Name(s) of the Stock Exchange(s) where the Shares of the TC are listed                                                                                                                                                                                                                           | 1) THE NATIONAL STOCK EXCHANGE OF INDIA LTD.<br>2) BSE LIMITED |  |  |
| 3. | Particulars of the Shareholder(s):                                                                                                                                                                                                                                                               | NIL                                                            |  |  |
| a. | Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC. |                                                                |  |  |
| Or |                                                                                                                                                                                                                                                                                                  |                                                                |  |  |
| b. | Name(s) of promoter(s), member of the promoter group and PAC with him.                                                                                                                                                                                                                           | 1) TEXMACO RAIL & ENGINEERING LIMITED                          |  |  |

|                                   |                                                                                 |                  |                                                          |                                                   |
|-----------------------------------|---------------------------------------------------------------------------------|------------------|----------------------------------------------------------|---------------------------------------------------|
| 4.                                | Particulars of the shareholding of person(s) mentioned at (3) above             | Number of shares | % w.r.t. total share /voting capital wherever applicable | % of total diluted share/voting capital of TC (*) |
| As of March 31st, 2015 holding of |                                                                                 |                  |                                                          |                                                   |
| a)                                | SHARES                                                                          |                  |                                                          |                                                   |
| 1)                                | TEXMACO RAIL & ENGINEERING LIMITED                                              | 6865898*         | 41.59                                                    | 41.59                                             |
| TOTAL                             |                                                                                 | 6865898          | 41.59                                                    | 41.59                                             |
| b)                                | VOTING RIGHTS (OTHERWISE THAN BY SHARES)                                        | N.A              | N.A                                                      | N.A                                               |
| c)                                | WARRANTS                                                                        | N.A              | N.A                                                      | N.A                                               |
| d)                                | CONVERTIBLE SECURITIES                                                          | N.A              | N.A                                                      | N.A                                               |
| e)                                | ANY OTHER INSTRUMENT THAT WOULD ENTITLE THE HOLDER TO RECEIVE SHARES IN THE TC. | N.A              | N.A                                                      | N.A                                               |

*\*Texmaco has, in terms of a Share Purchase Agreement dated July 20, 2013, agreed to purchase 19,37,960 equity shares held by the erstwhile promoters of Kalindee. However, acquisition of only 7,04,180 equity shares (out of the above) has been completed as on date, which have been taken into account while calculating Texmaco's 41.59% shareholding in Kalindee mentioned above. Acquisition of the balance 12,33,780 equity shares is yet to be completed and is pending on account of certain inheritance issues/proceedings arising pursuant to the death of the erstwhile Promoters. Accordingly, these 12,33,780 equity shares have not been taken into account as of date while calculating Texmaco's 41.59% shareholding in Kalindee mentioned above.*

