TEXMACO

Texmaco Rail & Engineering Ltd.
Belgharia Works

9th March, 2014

The Corporate Relation Department
Bombay Stock Exchange Limited,
25th Floor, P.J. Towers,
Dalal Street, Fort,
Mumbai – 400 001

The Listing Department
National Stock Exchange of India Limited,
5th Floor, Exchange Plaza,
Bandra – Kurla Complex,
Bandra (E),
Mumbai – 400 051

The Secretary
The Calcutta Stock Exchange Limited
7, Lyons Range,
Kolkata – 700 001

Delhi Stock Exchange Limited
DSE House, 3/1,Asif Ali Road,
New Delhi –110 002

Sub: Disclosure of acquisition of Equity Shares under the Share purchase agreement pursuant to Regulation 13(4A) of the SEBI (Prohibition of Insider Trading) Regulations, 1992.

Dear Sirs,

This is to inform that pursuant to the Share purchase agreement dated 20th July, 2013 executed between Texmaco Rail & Engineering Limited ("**Company**") and the promoters of Kalindee Rail Nirman (Engineers) Limited ("**Kalindee**") to purchase 19,37,960 (nineteen lac thirty seven thousand nine hundred and sixty) Equity Shares of Kalindee, constituting 11.74% of the post acquisition fully diluted Equity Share Capital at a price of Rs. 65 per Equity Share, the Company, which is currently holding more than 5% of the Equity Share Capital of Kalindee, has acquired Equity Shares of Kalindee resulting in a change in the Shareholding of the Company. Accordingly, please find annexed herewith, the disclosure of the change in Shareholding and voting rights of the Company in the prescribed format, in accordance with Regulation 13(4A) of the SEBI (Prohibition of Insider Trading) Regulations, 1992.

Yours faithfully,

For Texmaco Rail & Engineering Limited

A. K. Vijay
Secretary

Place: Kolkata

Encl: a/a

FORM D

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation, 1992

[Regulation 13 (4) , 13(4A) and 13 (6)]

Details of Change in shareholding or voting rights held by Director or Officer and his dependents or Promoter or person who is part of Promter Group of a listed Company.

Name, PAN, and Address of Promoter/ Person who is part of Promoter Group/Director/officer	No & % os shares/voting rights held by the Promoter/person who is part of Promoter Group/Director /officer	Date of receipt of allotment advice/acquistion/sale of shares /voting rights	Date of Intimation to Company	Mode of Acquisition (Market purchase/public/rights /preferential offer etc.)	No & % of shares/ voting rights post acquisition/sale	Trading member through whom the trade was executed with SEBI Regsitration No of the TM	Exchange on which the trade was executed	Buy Quantity (Nos)	Buy Value (Rs.)	Sell Quantity	Sell Value
Texmaco Rail & Engineering Limited AABCT2592E Belgharia Kolkata - 700 056 West Bengal	6527992* 39.55% *(with inlusion of 1937960 Equity Shares held by promoters to be transferred under a SPA dated 20th July, 2013, the shareholding will stand at 80,99,678 i.e. 49.07%)*	7th March, 2014	9th March, 2014	Shares transferred under Share Purchase Agreement dated 20th July, 2013	6549792# 39.68%	N.A.	N.A.	21,800	14,17,000.00	N.A.	N.A.
TOTAL								**21,800**	**14,17,000.00**		

** excluding remaining 15,71,686 Equity Shares to be transferred under Share Purchase Agreement for trasnfer of 1937960 Equity Shares of promoters dated 20th July, 2013*

 # excluding remaining 15,49,886 Equity Shares to be transferred under Share Purchase Agreement for trasnfer of 1937960 Equity Shares of promoters dated 20th July, 2013.

For Texmaco Rail & Engineering Limited

A.K. Vijay
Secretary

Date: 9th March, 2014