adventz

Format for Disclosures under Regulation 10(5) – Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1) (a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Texmaco Infrastructure and Holdings Limited
2.	Name of the acquirer(s)	Zuari Global Limited
3.	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	Yes, Acquirer belongs to the Promoter Group.
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Zuari Investments Limited
	b. Proposed date of acquisition	19th March, 2013 or 20th March 2013
	c. Number of shares to be acquired from each person mentioned in 4(a) above	Upto 20,00,000 shares (Total value- Rs. 5,00,00,000/- approx)
	d. Total shares to be acquired as % of share capital of T	1.57%
	e. Price at which shares are proposed to be acquired	Rs. 28.85 per share or near market price
	f. Rationale, if any, for the proposed transfer	
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	10 (1) (a) (ii)

For ZUARI GLOBAL LIMITED

ZUARI GLOBAL LIMITED

Swapnil Yelgaonkar
Company Secretary

ZUARI GLOBAL LIMITED
(Formerly known as Zuari Industries Limited)
Registered Office : Jai kisaan Bhawan, Zuarinagar, Goa - 403 726, India.
Telephone : (0832) 2592180, 2592181
FAX : (0832) 2555279

6.	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.	The Shares of the Target Company are frequently traded. The volume weighted average market price is Rs. 32.74 per share.
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation	Not Applicable
8.	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	It is hereby declared that the acquisition price would not be higher by more than 25% of the price in point 6 above.
9.	Declaration by the acquirer, that the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)	It is hereby declared that acquirer and seller have complied/ will comply with applicable disclosure requirement in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations, 1997)

ZUARI GLOBAL LIMITED

For ZUARI GLOBAL LIMITED

Swapnil Tolgaonkar
Company Secretary

10	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	It is hereby declared that all the conditions specified under Regulation 10 (1) (a) with respect to exemption has been duly complied with.			
11	Shareholding details	Before the proposed transaction		After the proposed transaction	
		No. of shares /voting Rights	% w.r.t total share capital of TC	No. of shares /voting rights	% w.r.t total share capital of TC
	– Acquirer(s) and PACs (other than sellers)(*) (Separate list attached for PACs with Sellers)	8207712	6.44	10207712	8.01
	– Seller(s)	28963900	22.73	26963900	21.16

Note:

- (*) Shareholding of each entity may be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

For ZUARI GLOBAL LIMITED

Swapnil Yelgaonkar
Company Secretary

Date : March 12, 2013

Place : Zuarinagar

ZUARI GLOBAL LIMITED

C C :-

1) National Stock Exchange of India Ltd.
   Exchange Plaza, Plot No. C/1, G Block,
   Bandra Kurla Complex, Bandra (East),
   Mumbai – 400051

2) BSE Ltd.
   Department of Corporate Services
   Phiroze Jeejeebhoy Towers,
   Dalal Street, Mumbai – 400001

ZUARI GLOBAL LIMITED

For ZUARI GLOBAL LIMITED

Swapnil Yelgaonkar
Company Secretary

Shareholding of Acquirer and PAC (Including Seller)

Sr. No.	Name of the Shareholder	Shareholding of Person Acting in Concert			
		Pre Acquisition No.of. Shares	Percentage as to the Paid-Up Capital	Post Acquisition No. of. Shares	Percentage as to the Paid-Up Capital
	INDIVIDUALS / HUF				
1	SAROJ KUMAR PODDAR	3224854	2.53	3224854	2.53
2	PUJA PODDAR	828570	0.65	828570	0.65
3	JYOTSNA PODDAR	521790	0.41	521790	0.41
4	AKSHAY PODDAR	189820	0.15	189820	0.15
5	KUMARI ANISHA AGARWALA	32140	0.03	32140	0.03
6	KUMARI AASHTI AGARWALA	14280	0.01	14280	0.01
7	SHRADHA AGARWAL	14280	0.01	14280	0.01
	BODIES CORPORATE				
8	ZUARI INVESTMENTS LTD	28963900	22.73	26963900	21.16
9	ADVENTZ INVESTMENTS AND HOLDINGS LIMITED	8918288	7.00	8918288	7.00
10	ZUARI GLOBAL LIMITED	8207712	6.44	10207712	8.01
11	DUKE COMMERCE LIMITED	7726464	6.06	7726464	6.06
12	ADVENTZ SECURITIES ENTERPRISES LIMITED	3809140	2.99	3809140	2.99
13	ADVENTZ INVESTMENT COMPANY PRIVATE	3035710	2.38	3035710	2.38
14	TEXMACO RAIL & ENGINEERING LTD	2349809	1.84	2349809	1.84
15	NEW EROS TRADECOM LIMITED *	738800	0.58	738800	0.58
16	ADVENTZ SECURITIES TRADING PRIVATE LIMITED	428570	0.34	428570	0.34
17	PREMIUM EXCHANGE AND FINANCE LIMITED	188090	0.15	188090	0.15
18	JEEWAN JYOTI MEDICAL SOCIETY	160500	0.13	160500	0.13
19	GREENLAND TRADING PRIVATE LIMITED	35000	0.03	35000	0.03
20	INDRAKSHI TRADING COMPANY PRIVATE LIMITED	30000	0.02	30000	0.02
21	MASTER EXCHANGE & FINANCE LIMITED	15760	0.01	15760	0.01
22	PODDAR HERITAGE FINANCE PRIVATE LIMITED	710	0.00	710	0.00
23	EUREKA TRADERS PRIVATE LIMITED	530	0.00	530	0.00
24	ABHISHEK HOLDINGS PRIVATE LIMITED	280	0.00	280	0.00
	TOTAL :	**69434997**	**54.49**	**69434997**	**54.49**

** New Eros Tradecom Limited have plegded there entire shareholding as per the filing of SHP by the Target Company with Stock Exchanges*

For ZUARI GLOBAL LIMITED

ZUARI GLOBAL LIMITED

Swapnil Yelgaonkar
Company Secretary