

**Texmaco Rail & Engineering Ltd.****Belgharia Works****CIN L29261WB1998PLC087404**14th January, 2017

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

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

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

Dear Sir(s),

We would like to inform you that the Compensation Committee of the Company at its Meeting held on 14th January, 2017 has:

- (a) allotted 1,68,500 Equity Shares of ₹ 1/- each pursuant to exercise of options by its employees under the Texmaco Employee Stock Option Scheme 2014.

Consequent to the allotment, the paid up capital of the Company has increased from 21,03,34,098 Equity Shares of ₹ 1/- each to 21,05,02,598 Equity Shares of ₹ 1/- each.

- (b) approved the grant of options under the Texmaco Employee Stock Option Scheme, 2014, to 11 eligible employees, as detailed below:

Particulars	Remarks
Brief details of the Options Granted	2,27,000
No. of Equity Shares covered under the options granted	2,27,000 Equity Shares of ₹1 each.
Vesting Period	To commence after a period of one year of grant and shall vest over a period of 3 years.
Exercise Price	₹ 41/- per Equity Share. As per the Scheme duly approved by the Board and Shareholders, the Exercise Price is the average of the weekly high and low of the closing prices of the related equity shares, quoted on the stock exchanges which records highest trading volume in the Company's Equity Shares, during the twenty six weeks preceding the date of the meeting of the Board of Directors at which the Scheme for granting the Options was approved and discounted by such percentage, not exceeding 30% of the above.
Time frame within which the options may be exercised	The exercise period would commence from the date of vesting and will expire on completion of 2 years from the respective date(s) of vesting of options.

This is for your kind information and record.

Thanking you,

Yours faithfully

For Texmaco Rail & Engineering Limited

Ravi Varma
Ravi Varma

Company Secretary

