



Texmaco Infrastructure & Holdings Limited

TEXINFRA

Date: 8th September, 2020

*National Stock Exchange of India Limited
Exchange Plaza,
Bandra - Kurla Complex
Bandra (E), Mumbai - 400 051
Symbol - TEXINFRA*

*BSE Limited
P. J. Towers,
Dalal Street, Fort
Mumbai - 400 001
Scrip Code - 505400*

Dear Sirs,

We are enclosing herewith a disclosure as required under Regulation 10(6) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ('SAST Regulations') in respect of inter-se transfer between the promoter / promoter group under Regulation 10(1)(a) of the SAST Regulations.

This is for your information and record.

Thanking you,

Yours faithfully,

For Texmaco Infrastructure & Holdings Limited

K. K. Rajgaria
CFO



Format for Disclosures under Regulation 10(6) –Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1	Name of the Target Company (TC)	TEXMACO RAIL & ENGINEERING LIMITED			
2	Name of the acquirer(s)	TEXMACO INFRASTRUCTURE & HOLDINGS LIMITED			
3	Name of the stock exchange where shares of the TC are listed	1. NATIONAL STOCK EXCHANGE OF INDIA LIMITED 2. BSE LIMITED			
4	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Acquisition of 39,00,000 Equity Shares of the TC by way of inter-se transfer between Promoters			
5	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(1)(a)(ii) - - persons named as promoters in the shareholding pattern filed by the target company in terms of the listing Regulations or as the case may be, the listing agreement or these Regulations for not less than three years prior to the proposed acquisition.			
6	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, - whether disclosure was made and whether it was made within the timeline specified under the regulations. - date of filing with the stock exchange.	Yes, the disclosure was made to the Stock Exchanges on 22nd August, 2020			
7	Details of acquisition	Disclosures required to be made under regulation 10(5)		Whether the disclosures under regulation 10(5) are actually made	
	a Name of the transferor / seller	Zuari Investments Limited		Yes	
	b Date of acquisition	4th September, 2020		Yes	
	c Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	39,00,000		Yes	
	d Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	1.73%		Yes	
	e Price at which shares are proposed to be acquired / actually acquired	28.90		Yes	
		Pre-Transaction		Post-Transaction	
8	Shareholding details	No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
	a Each Acquirer / Transferee(*)	54600000	24.28	58500000	26.02
	b Each Seller / Transferor	28963900	12.88	25063900	11.15

Note:

- (*) Shareholding of each entity shall 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.

Yours faithfully,

For Texmaco Infrastructure & Holdings Limited

K. K. Rajgaria
CFO

