

SAROJ KUMAR PODDAR

**HONGKONG HOUSE
31 B.B.D BAGH(S)
KOLKATA 700001**

Dated: 25th February 2021

**The Company Secretary
Texmaco Rail & Engineering Limited
Belgharia, Kolkata - 700056**

National Stock Exchange of India Limited
Exchange Plaza,
Plot no. C/1, G Block,
Bandra-Kurla Complex
Bandra (E)
Mumbai - 400 051

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Dear Sir,

Sub: Disclosure under regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

I, in the individual capacity, have been allotted 1,61,29,031 equity shares of Texmaco Rail & Engineering Limited on 23rd February, 2021 (intimated by the Company on 24th February, 2021) on preferential basis against conversion of loan into equity shares, availed by Texmaco Rail & Engineering Limited from me.

Please find enclosed the disclosure as required under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulation, 2011. My total holding in your company including the above shares stands at 2,01,86,771 (Includes 10,710 shares held as Karta of Saroj & Co. HUF and 29,50,000 shares held as Trustee of Saroj and Jyoti Poddar Holdings Private Trust) i.e. 8.06% of the total paid up Share Capital of Texmaco Rail and Engineering Limited.

Thanking you,
Yours faithfully



Saroj Kumar Poddar

Encl : as above

FORMAT FOR DISCLOSURES UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

1. Name of the Target Company (TC)	TEXMACO RAIL & ENGINEERING LIMITED		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	ACQUIRER – SAROJ KUMAR PODDAR PAC - AS PER ANNEXURE A		
3. Whether the acquirer belongs to Promoter/Promoter group	YES		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	1. BSE LIMITED 2. NATIONAL STOCK EXCHANGE OF INDIA LTD		
5. Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition/ sale under consideration, holding of :			
a) Shares carrying voting rights	4147020**	1.85	1.85
b) Shares in the nature of encumbrance (pledge/ lien / non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by equity shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	-	-	-
e) Total (a+b+c+d)	4147020**	1.85	1.85
Details of acquisition/ sale			
a) Shares carrying voting rights acquired/ sold	16129031	6.44	6.44
b) VRs acquired/sold otherwise than by shares	-	-	-
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	-	-	-
d) Shares encumbered / invoked / released	-	-	-

by the acquirer			
e) Total (a+b+c+d)	16129031	6.44	6.44
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	20186771**	8.06	8.06
b) Shares encumbered with the acquirer	-	-	-
c) VRs otherwise than by shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	-	-	-
e) Total (a+b+c+d)	20186771**	8.06	8.06
6. Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.)	Preferential allotment on conversion of loan into equity shares		
7. Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	24/02/2021 (Received intimation on 24 th February, 2021)		
8. Equity share capital / total voting capital of the TC before the said acquisition/sale	22,48,59,382 Equity Shares of Re 1/- each fully paid up		
9. Equity share capital/ total voting capital of the TC after the said acquisition/sale	25,03,43,252 Equity Shares of Re 1/- each fully paid up		
10. Total diluted share/voting capital of the TC after the said acquisition/sale	25,03,43,252 Equity Shares of Re 1/- each fully paid up		

** Includes 10,710 shares held as Karta of Saroj & Co. HUF (PAN: AAGHS1464L) and 29,50,000 shares held as Trustee of Saroj and Jyoti Poddar Holdings Private Trust (PAN: AAPTS1984C)

Note:

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the Listing Agreement.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.



Saroj Kumar Poddar
Signature of the acquirer
Place: KOLKATA
Date: 25/02/2021

ANNEXURE A

Forming part of Disclosure under Regulation 29(2) dated 25/02/2021 by Saroj Kumar Poddar

Sl. No.	Names of Person Acting in Concert(PAC)
1	AASHTI AGARWALA
2	ADVENTZ FINANCE PRIVATE LIMITED
3	ABHISHEK HOLDINGS PRIVATE LIMITED
4	ADVENTZ INVESTMENT COMPANY PRIVATE LIMITED
5	ADVENTZ SECURITIES ENTERPRISES LIMITED
6	AKSHAY PODDAR
7	ANISHA AGARWALA
8	DUKE COMMERCE LIMITED
9	EUREKA TRADERS PRIVATE LIMITED
10	GREENLAND TRADING PRIVATE LIMITED
11	INDRAKSHI TRADING COMPANY PRIVATE LIMITED
12	JEEWAN JYOTI MEDICAL SOCIETY
13	JYOTSNA PODDAR
14	MASTER EXCHANGE & FINANCE LIMITED
15	NEW EROS TRADECOM LIMITED
16	PREMIUM EXCHANGE AND FINANCE LIMITED
17	PUJA PODDAR
18	SAROJ KUMAR PODDAR (AS KARTA OF SAROJ & CO. HUF)
19	SAROJ KUMAR PODDAR (AS TRUSTEE OF SAROJ AND JYOTI PODDAR HOLDINGS PRIVATE TRUST)
20	SHRADHA AGARWALA
21	TEXMACO INFRASTRUCTURE & HOLDINGS LIMITED
22	ZUARI GLOBAL LIMITED
23	ZUARI INVESTMENTS LIMITED



(SAROJ KUMAR PODDAR)

Place: Kolkata

Date: 25/02/2021