



23rd May, 2016

BSE Limited
Department of Corporate Services-CRD
1st Floor, Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai-400001
Scrip Code: 532966

The Listing Department
National Stock Exchange Limited
Exchange Plaza, Bandra-Kurla Complex
Bandra(E), Mumbai-400051
Scrip Code: TWL(EQ)

Dear Sirs,

Re: Merger of Subsidiaries-Order of Hon'ble High Court, Calcutta

We enclose a copy of the High Court Order downloaded from the official website of Hon'ble High Court, Calcutta, whereby the Hon'ble High Court has sanctioned a scheme of amalgamation of four of the Company's subsidiaries (namely Titagarh Marine Limited, Cimco Equity Holdings Private Limited, Corporated Shipyard Private Limited, Times Marine Enterprises Private Limited) with the Company.

A certified true copy of the said order has been applied for and the scheme of amalgamation will be effective upon filing of the same with Registrar of Companies, West Bengal.

We will promptly inform you the date on which the scheme becomes effective.

Please take this on record.

Thanking You,

Yours faithfully,
for TITAGARH WAGONS LIMITED


D Arya
Company Secretary
Enclosed: As stated above



ORDER SHEET

CP No.259 of 2016
CA No.740 of 2015

IN THE HIGH COURT AT CALCUTTA
Original Jurisdiction

IN THE MATTER OF :
TITAGARH MARINE LIMITED & ORS.

BEFORE:
The Hon'ble JUSTICE BISWANATH SOMADDER
Date : May 17, 2016.

Appearance:
Ms. Manju Bhuteria, Adv.

Ms. Ashima Roy Chowdhury, Adv.

The Court : Let the affidavit filed on behalf of the Central Government be taken on record.

Perusing the same, it appears that the Central Government has made certain observations, as reflected in paragraph 2 of the said affidavit.

It is submitted by the learned advocate appearing on behalf of the applicants that the pending criminal cases are not going to be affected, in any manner, if the scheme of amalgamation is allowed.

In view of such categorical assurance given on behalf of the applicants and taking into consideration that there are no adverse observations made by the Central Government, there will be an order in terms of prayers (a) to (i) of the petition.

In the event, the petitioners supply a legible computerized printout of the scheme and the schedule of assets in acceptable form to the department,

the department will append such computerized printout, upon verification, to the certified copy of the order without insisting on a handwritten copy thereof.

Let costs assessed at 300 GMs be paid by the applicants to the Central Government.

C.P. 259 of 2016 is, accordingly, disposed of.

Urgent photostat certified copy of this order be supplied to the parties, if applied for, upon compliance of all requisite formalities.

(BISWANATH SOMADDER, J.)

sg.