March 19, 2018

BSE Limited,
Floor 25, P.J. Towers,
Dalal Street,
Mumbai-400001.

National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra East,
Mumbai-400051.

The Calcutta Stock Exchange Limited,
7, Lyons Range,
Kolkata-700001.

Dear Sirs,

Sub: Disclosure under Regulation 10(5) Intimation to Stock Exchange in respect of acquisition under Reg 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Please find enclosed herewith Disclosure under Regulation 10(5) in respect of proposed acquisition of shares of Texmaco Infrastructure and Holdings Limited by way of inter se transfer of shares amongst promoters under Reg 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

You are hereby requested to kindly take the above information on your record.

Thanking You,

Yours Faithfully,

For Zuari Global Limited

Sachin Patil
Asst. Company Secretary

ZUARI GLOBAL LIMITED

Enc: As above

ZUARI GLOBAL LIMITED
(Formerly known as Zuari Industries Limited)
CIN No.: L65921GA1967PLC000157
Registered Office: Jaikisaan Bhawan, Zuarinagar, Goa - 403726, India
Tel: +0832 259 2180, 259 2181 Fax: +0832 255 5279
www.adventz.com

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 of the Target Company
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	On or after 26th of March, 2018
	c. Number of shares to be acquired from each person mentioned in 4(a) above	Upto 6,03,000 equity shares
	d. Total shares to be acquired as % of share capital of TC	0.47 %
	e. Price at which shares are proposed to be acquired	Rs. 65.87 per share or near market price
	f. Rationale, if any, for the proposed transfer	Inter-se transfer of shares amongst the promoter group of the Target Company
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	10 (1) (a) (ii)
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. 65.87 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.	i. Declaration by the acquirer, that the transferor and transferee have complied(during 3 years prior to the date of proposed acquisition) / will comply with applicable disclosure requirements in Chapter	We, Zuari Global Limited, declare that the transferor and transferee have complied/ will comply with applicable disclosure requirement in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed

ZUARI GLOBAL LIMITED

	V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)	Takeover Regulations, 1997)			
	ii. The aforesaid disclosures made during previous 3 years prior to the date of proposed acquisition to be furnished	We, Zuari Global Limited, declare that the disclosures made during previous 3 years prior to the date of proposed acquisition shall be furnished along with the report under Reg10(7) to be filed within the stipulated time.			
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) Zuari Global Limited	2,41,57,712	18.96	2,47,60,712	19.43
	– Seller(s) Zuari Investments Limited	1,34,13,900	10.53	1,28,10,900	10.05

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

Sachin Patil
Asst. Company Secretary

Date: 19/03/2018
Place: Zuarinagar-Goa

Annexure as per point no. 11 of Disclosure under Reg 10(5)Shareholding of Acquirer and PAC (as per latest shareholding pattern filed by the Target Company)			
Sr. No.	Name of the Shareholder		
		No. of. Shares held	Percentage as to the Paid-Up Capital
1	Saroj Kumar Poddar (as Trustee)	89280	0.07
2	Saroj Kumar Poddar (as a Karta)	781679	0.61
3	Puja Poddar	28570	0.02
4	Jyotsna Poddar (as Trustee)	35710	0.03
5	Saroj Kumar Poddar(as Trustee)	6000000	4.71
6	Jyotsna Poddar (as an Individual)	86080	0.07
7	Saroj Kumar Poddar (as an individual)	1278864	1.00
8	Akshay Poddar	33552	0.03
9	Kumari Anisha Agarwala	32140	0.03
10	Aashti Agarwala	14280	0.01
11	Shradha Agarwala	14280	0.01
12	Zuari Investments Ltd	13413900	10.53
13	Zuari Global Ltd	24157712	18.96
14	Duke Commerce Ltd	7726464	6.06
15	Adventz Securities Enterprises Ltd	3809140	2.99
16	Adventz Investment Company Pvt Ltd	3035710	2.38
17	Texmaco Rail & Engineering Ltd	2349809	1.84
18	New Eros Tradecom Ltd	738800	0.58
19	Premium Exchange & Finance Ltd	188090	0.15
20	Jeewan Jyoti Medical Society	160500	0.13
21	Greenland Trading Pvt Ltd	35000	0.03
22	Indrakshi Trading Company Private Limited	50762	0.04
23	Master Exchange & Finance Ltd	15760	0.01
24	Adventz Finance Pvt Ltd	13436894	10.54
25	Eureka Traders Private Limited	530	0.00
26	Abhishek Holdings Pvt Ltd	280	0.00
	Total	**77513786**	**60.83**

ZUARI GLOBAL LIMITED