15 September 2026

National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block-G
Bandra-Kurla Complex, Bandra (E)
Mumbai- 400 051
NSE Symbol: TEXINFRA

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001
BSE Scrip Code: 505400

Sub: Disclosure under regulation 10(5) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir/Madam,

Please find enclosed the disclosure under Regulation 10(5) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI Takeover Regulations"), in respect of the proposed inter-se transfer of equity shares of Texmaco Infrastructure & Holdings Limited among the promoters, namely, Zuari Industries Limited ("Acquirer") and Zuari International Limited ("Seller").

This is for your information and records.

Thanking you,

For Zuari Industries Limited

Yadvinder Goyal
Digitally signed by Yadvinder Goyal
Date: 2026.09.15 18:51:06 +05'30'

Company Secretary

Encl: As stated above

5th Floor, Tower A, Global Business Park, M.G. Road, Sector 26, Gurugram - 122 002, India
Tel: +91 (124) 482 7800, Email: ig.zgl@adventz.com, www.zuariindustries.in

Disclosure 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 ("SEBI Takeover Regulations")

1.	Name of the Target Company (TC)		Texmaco Infrastructure & Holdings Limited ("TIHL")
2.	Name of the acquirer(s)		Zuari Industries Limited ("ZIL")
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, the acquirer is one of the promoters of the TC, and its name is disclosed under the "promoter" category in the shareholding pattern filed by the TC with BSE and NSE.
4.	Details of the proposed acquisition		
	a.	Name of the person(s) from whom shares are to be acquired	Zuari International Limited ("ZIntL")
	b.	Proposed date of acquisition	On or after 22 September 2026
	c.	Number of shares to be acquired from each person mentioned in 4(a) above	ZIL proposes to acquire up to a maximum of 1,28,10,900 equity shares of TIHL from ZIntL, in one or more tranche. However, the actual number of equity shares of TIHL to be acquired by ZIL from ZIntL may be lower than 1,28,10,900, depending on the price at which such shares are acquired, since the total consideration for the acquisition shall not exceed Rs. 150 Crore.
	d.	Total shares to be acquired as % of share capital of TC	Upto 10.05% of paid-up equity share capital of TC.
	e.	Price at which shares are proposed to be acquired	The aforesaid equity shares of TIHL shall be acquired at such price as may be mutually agreed between the Parties, subject to the price being permissible under the applicable stock exchange mechanism, including through block deals, or through off-market transfer or such other transfer mechanism as may be permitted under applicable laws and the applicable SEBI rules and regulations.
	f.	Rationale, if any, for the proposed transfer	Inter-se transfer within promoters
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer		Regulation 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.		Rs. 113.24/- per equity share of TIHL (National Stock Exchange of India Limited, being the stock exchange on which the maximum volume of trading in the equity shares of TC was recorded during the relevant 60 trading days).
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.		Not Applicable

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<table>
<tr><td>8.</td><td colspan="2">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.</td><td colspan="4">The acquirer hereby declares that the acquisition price would not be higher by more than 25% of the price computed under point no. 6 above.</td></tr>
<tr><td>9.</td><td colspan="2">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 V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)</td><td colspan="4">The acquirer hereby declares that the transferor and the transferee have complied during three years preceding the date of proposed acquisition and will continue to comply with applicable disclosure requirements under Chapter V of the SEBI Takeover Regulations.</td></tr>
<tr><td>10.</td><td colspan="2">Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.</td><td colspan="4">The acquirer hereby declares that all the conditions specified under regulation 10(1)(a) with respect to exemptions have been duly complied with.</td></tr>
<tr><td rowspan="2">11.</td><td colspan="2" rowspan="2">Shareholding details</td><td colspan="2">Before the proposed transaction</td><td colspan="2">After the proposed transaction</td></tr>
<tr><td>No. of shares/ voting rights</td><td>% w.r.t total share capital of TC</td><td>No. of shares/ voting rights</td><td>% w.r.t total share capital of TC</td></tr>
<tr><td></td><td>A</td><td>Acquirer(s) and PACs (other than sellers)(*)</td><td colspan="4" rowspan="2">Details provided in Annexure -A</td></tr>
<tr><td></td><td>B</td><td>Seller (s)</td></tr>
</table>

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 Industries Limited
(Acquirer/ promoter of TIHL)

Yadvinder Goyal
Digitally signed by Yadvinder Goyal
Date: 2026.09.15 18:51:25 +05'30'

Company Secretary

Date: 15 September 2026
Place: Gurugram
Enclosed: As stated above