adventz

25th August, 2014

The Secretary
BSE Limited
Floor 25, P.J. Towers,
Dalal Street, Mumbai – 400001

The Secretary
The National Stock Exchange of India Limited
Exchange Plaza, Bandra-Kurla Complex
Bandra (E), Mumbai - 40005

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

Sub: Disclosure under Regulation 29(2) of SEBI (SAST), 2011

Dear Sir(s),

Please find enclosed herewith disclosure under Regulation 29(2) of SEBI (SAST), 2011 duly filled in and signed in connection of sale of shares of New Eros Tradecom Limited which in turn holds Shares of Texmaco Infrastructure & Holdings Limited. This is for your information and record.

Thanking You
Yours Faithfully,
For Gobind Sugar Mills Limited

Ankush Wadhawan
Company Secretary

CC: The Company Secretary/Director
Texmaco Infrastructure & Holdings Limited, Belgharia, 24 Paragnas (North),
Kol - 700 056, West Bengal, India

GOBIND SUGAR MILLS LIMITED

Regd. Off: Birla Building, 5th Floor, 9/1, R.N. Mukherjee Road, Kolkata -700 001
Corp Off: 5th Floor, Tower A, Global Business Park, Sec – 26, MG Road, Gurgaon -122002
Phone: 0124 - 482 7800, Fax: 0124 421 2046, Email: gsml.aira@adventz.com
CIN No: L15421WB1952PLC020577, www.gobindsugar.com

Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations,2011

Name of the Target Company (TC)	Texmaco Infrastructure and Holdings Limited ("TIHL")		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	**Acquirers (Collectively referred to as Acquirers/PAC)** M/s. Adventz Finance Private Limited ("AFPL") M/s. Adventz Securities Enterprises Limited ("ASEL") Mr. Saroj Kumar Poddar ("SKP") **Sellers (PAC)** Gobind Sugar Mills Limited (Please note that there was no direct acquisition/sale of shares or voting rights in TIHL by the above mentioned Acquirers. Please refer to notes below.)		
Whether the acquirer belongs to Promoter/Promoter group	Yes, Acquirers belong to promoter group and Seller is the holding company of one of the entity of the promoter group i.e. New Eros Tradecom Limited. (Please refer notes)		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	The National Stock Exchange of India Limited BSE Limited The Calcutta Stock Exchange Limited		
Details of the ~~acquisition~~ / disposal of shares/voting rights/holding of Acquirers and PAC	**Number**	**% w.r.t.total share/voting capital wherever applicable**	**% w.r.t. total diluted share/voting capital of the TC (*)**
Before the ~~acquisition~~/disposal under consideration, holding of :			
a) Shares carrying voting rights	Refer Notes below	Refer Notes below	Refer Notes below
b) Voting rights (VR) otherwise than by shares	-	-	-
c) Warrants/convertible securities/any other instrument that entities the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	-	-	-
(a+b+c)	Refer Notes below	Refer Notes below	Refer Notes below
Details of ~~acquisition~~/sale			
a) Shares carrying voting rights ~~acquired~~/sold	Refer Notes below	Refer Notes below	Refer Notes below
b) VRs acquired /sold otherwise than by shares	-	-	-
c) Warrants/convertible securities/any other instrument that entities the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	-	-	-
(a+b+c)	Refer Notes below	Refer Notes below	Refer Notes below
After the ~~acquisition~~/sale, holding of:			
a) Shares carrying voting rights	Refer Notes below	Refer Notes below	Refer Notes below
b) VRs otherwise than by shares	-	-	-
c) Warrants/convertible securities/any other instrument that entities the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	-	-	-
(a+b+c)	Refer Notes below	Refer Notes below	Refer Notes below
Mode of ~~acquisition~~ / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Inter-se Transfer		
Date of ~~acquisition~~ / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	22 August, 2014		
Equity share capital / total voting capital of the TC before the said acquisition / sale	12,74,26,590 Equity Shares (Equity Share capital- Rs. 12,74,26,590)		
Equity share capital/ total voting capital of the TC after the said ~~acquisition~~ / sale	12,74,26,590 Equity Shares (Equity Share capital- Rs. 12,74,26,590)		
Total diluted* share/voting capital of the TC after the said acquisition	12,74,26,590 Equity Shares (Equity Share capital- Rs. 12,74,26,590)		

*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

Notes:

1. M/s. Adventz Finance Private Limited (holding 13436894 shares of TIHL - 10.54%), Adventz Securities Enterprises Limited (holding 3809140 shares of TIHL - 2.99%) and Mr. Saroj Kumar Poddar (holding 5401620 shares of TIHL - 4.24%), existing promoters of TIHL, collectively holding 22647654 shares of TIHL - 17.77%, have inter-se indirectly acquired 738800 equity shares in Texmaco Infrastructure & Holdings Ltd (TIHL) which is 0.58% of the share capital of TIHL by virtue of acquisition of 25,00,006 (Twenty Five Lacs Six shares only) shares of M/s. New Eros Tradecom Limited (NETL) from M/s. Gobind Sugar Mills Limited (aggregating to 54.95% of the share capital of NETL) in the proportion of 18% (819000 Equity Shares), 18% (819000 Equity Shares) and 18.95% (862006 Equity Shares) respectively. Therefore, TIHL has been considered as the "target company" for the indirect acquisition and for the purpose of this disclosure

2. Adventz Investments and Holdings Limited and Adventz Securities Trading Private Limited have been merged with Adventz Finance Private Limited vide court order dated 2nd June, 2014 and accordingly all shares held by Adventz Investments and Holdings Limited and Adventz Securities Trading Private Limited are now vested with Adventz Finance Private Limited.

For Gobind Sugar Mills Limited

Ankush Wadhawan
Company Secretary
25 August, 2014