



**The National Stock Exchange of India Limited**

April 7, 2015

Exchange Plaza,  
Plot No. C/1, G Block  
Bandra Kurla Complex  
Bandra (E)  
**Mumbai- 400 051**

**Subject: Filing of disclosure under Reg. 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Dear Sir,

Please find enclosed the disclosure under regulation 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Kindly take the same on record.

Thanking You,

Yours' faithfully

for **Zuari Investments Limited**

For Zuari Investments Limited

  
**Jitendra Gupta**  
Company Secretary  
Company Secretary

Encl.: As above

cc: The Calcutta Stock Exchange Limited

BSE Limited

Texmaco Rail & Engineering Limited

**ZUARI INVESTMENTS LIMITED**

Plot No. 2, Zamrudpur Community Centre, Kailash Colony Extension, New Delhi - 110048 Tel.: +91-11-46474000 Fax: +91-11- 41608276

Email: zil@adventz.zuarimoney.com www.zuarimoney.com CIN: 1165993GA1995PLC001942

**DISCLOSURES UNDER REGULATION 30(1) AND 30(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES & TAKEOVERS) REGULATIONS, 2011**

**Part A- Details of Shareholdings**

|                                           |                                                                                                                                                                                                                                                                                                                                            |                                                                                              |                                                         |                                                   |
|-------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------|---------------------------------------------------------|---------------------------------------------------|
| 1.                                        | Name of Target Company (TC)                                                                                                                                                                                                                                                                                                                | : <b>TEXMACO RAIL &amp; ENGINEERING LIMITED</b>                                              |                                                         |                                                   |
| 2.                                        | Name(s) of the stock exchange(s) where shares of the TC are listed                                                                                                                                                                                                                                                                         | 1. National Stock Exchange of India Limited.<br>2. BSE Limited<br>3. Calcutta Stock Exchange |                                                         |                                                   |
| 3.                                        | Particulars of the shareholder (s)<br>a) Name of person(s) together with Person Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% shares or voting rights of the TC | Nil                                                                                          |                                                         |                                                   |
|                                           | or                                                                                                                                                                                                                                                                                                                                         |                                                                                              |                                                         |                                                   |
|                                           | b) Name(s) of promoter(s), member of the promoter group and PAC with him.                                                                                                                                                                                                                                                                  | As given below                                                                               |                                                         |                                                   |
| 4.                                        | Particulars of the shareholding of person(s) mentioned in (3) above                                                                                                                                                                                                                                                                        | No. of Equity Shares                                                                         | % w.r.t. total share/voting capital wherever applicable | % of total diluted share/voting capital of TC (*) |
| <b>As on 31st March, 2015, holding of</b> |                                                                                                                                                                                                                                                                                                                                            |                                                                                              |                                                         |                                                   |
| a)                                        | <b>Shares</b>                                                                                                                                                                                                                                                                                                                              |                                                                                              |                                                         |                                                   |
| 1                                         | Zuari Global Limited                                                                                                                                                                                                                                                                                                                       | 4035000                                                                                      | 1.92                                                    | 1.92                                              |
| 2                                         | Mrs. Jyotsna Poddar                                                                                                                                                                                                                                                                                                                        | 186080                                                                                       | 0.09                                                    | 0.09                                              |
| 3                                         | Premium Exchange & Finance Ltd.                                                                                                                                                                                                                                                                                                            | 188090                                                                                       | 0.09                                                    | 0.09                                              |
| 4                                         | Master Exchange & Finance Ltd.                                                                                                                                                                                                                                                                                                             | 15760                                                                                        | 0.01                                                    | 0.01                                              |
| 5                                         | Duke Commerce Limited                                                                                                                                                                                                                                                                                                                      | 7514000                                                                                      | 3.58                                                    | 3.58                                              |
| 6                                         | Zuari Investments Limited                                                                                                                                                                                                                                                                                                                  | 28963900                                                                                     | 13.79                                                   | 13.79                                             |
| 7                                         | Mrs. Shradha Agarwal                                                                                                                                                                                                                                                                                                                       | 14280                                                                                        | 0.01                                                    | 0.01                                              |
| 8                                         | Adventz Finance Private Limited                                                                                                                                                                                                                                                                                                            | 8377400                                                                                      | 3.99                                                    | 3.99                                              |
| 9                                         | Mr. Saroj Kumar Poddar                                                                                                                                                                                                                                                                                                                     | 2397030                                                                                      | 1.14                                                    | 1.14                                              |
| 10                                        | Mr Akshay Poddar                                                                                                                                                                                                                                                                                                                           | 14820                                                                                        | 0.01                                                    | 0.01                                              |
| 11                                        | Texmaco Infrastructure and Holding Limited                                                                                                                                                                                                                                                                                                 | 54600000                                                                                     | 25.99                                                   | 25.99                                             |
| 12                                        | Adventz Securities Enterprises Limited                                                                                                                                                                                                                                                                                                     | 3809140                                                                                      | 1.81                                                    | 1.81                                              |
| 13                                        | Adventz Investment Company Private Limited                                                                                                                                                                                                                                                                                                 | 3035710                                                                                      | 1.44                                                    | 1.44                                              |
| 14                                        | New Eros Tradecom Limited                                                                                                                                                                                                                                                                                                                  | 738800                                                                                       | 0.35                                                    | 0.35                                              |
| 15                                        | Greenland Trading Private Limited                                                                                                                                                                                                                                                                                                          | 35000                                                                                        | 0.02                                                    | 0.02                                              |
| 16                                        | Indrakshi Trading Company Private Limited                                                                                                                                                                                                                                                                                                  | 30000                                                                                        | 0.01                                                    | 0.01                                              |
| 17                                        | Eureka Traders Private Limited                                                                                                                                                                                                                                                                                                             | 530                                                                                          | 0.00                                                    | 0.00                                              |
| 18                                        | Abhishek Holdings Private Limited                                                                                                                                                                                                                                                                                                          | 280                                                                                          | 0.00                                                    | 0.00                                              |
| 19                                        | Jeewan Jyoti Medical Society                                                                                                                                                                                                                                                                                                               | 160500                                                                                       | 0.08                                                    | 0.08                                              |
| 20                                        | Mrs Puja Poddar                                                                                                                                                                                                                                                                                                                            | 828570                                                                                       | 0.39                                                    | 0.39                                              |
| 21                                        | Mr Saroj Kumar Poddar (Irsutee - S. K. Poddar Family Trust)                                                                                                                                                                                                                                                                                | 89280                                                                                        | 0.04                                                    | 0.04                                              |
| 22                                        | Jyotsna Poddar (Trustee - Jyotsna Poddar Family Trust)                                                                                                                                                                                                                                                                                     | 35710                                                                                        | 0.02                                                    | 0.02                                              |
| 23                                        | Mr Saroj Kumar Poddar (Karta of HUF - Saroj & Co.                                                                                                                                                                                                                                                                                          | 10710                                                                                        | 0.00                                                    | 0.00                                              |
| 24                                        | Kumari Anisha Agarwala                                                                                                                                                                                                                                                                                                                     | 32140                                                                                        | 0.02                                                    | 0.02                                              |
| 25                                        | Kumar Aashti Agarwala                                                                                                                                                                                                                                                                                                                      | 14280                                                                                        | 0.01                                                    | 0.01                                              |
|                                           | <b>TOTAL</b>                                                                                                                                                                                                                                                                                                                               | <b>115127010</b>                                                                             | <b>54.81</b>                                            | <b>54.81</b>                                      |
| b)                                        | Voting Rights (otherwise than by shares)                                                                                                                                                                                                                                                                                                   | N.A                                                                                          | N.A                                                     | N.A                                               |
| c)                                        | Warrants                                                                                                                                                                                                                                                                                                                                   | N.A                                                                                          | N.A                                                     | N.A                                               |
| d)                                        | Convertible Securities                                                                                                                                                                                                                                                                                                                     | N.A                                                                                          | N.A                                                     | N.A                                               |
| e)                                        | Any other instrument that would entitle the holder to receive shares in the TC                                                                                                                                                                                                                                                             | N.A                                                                                          | N.A                                                     | N.A                                               |