



Texmaco Rail & Engineering Ltd.
Belgharia Works

31st December, 2013

*The Corporate Relation Department
Bombay Stock Exchange Limited,
25th Floor, P.J. Towers,
Dalal Street, Fort,
Mumbai – 400 001*

*The Listing Department
National Stock Exchange of India Limited,
5th Floor, Exchange Plaza,
Bandra – Kurla Complex,
Bandra (E), Mumbai – 400 051*

*The Secretary
The Calcutta Stock Exchange Limited
7, Lyons Range,
Kolkata – 700 001*

*Delhi Stock Exchange Limited
DSE House, 3/1, Asif Ali Road,
New Delhi – 110 002*

Sub: Disclosure of acquisition of Equity Shares under the Share purchase agreement pursuant to Regulation 13(4A) of the SEBI (Prohibition of Insider Trading) Regulations, 1992

Dear Sir,

This is to inform that pursuant to the Share purchase agreement dated 20th July, 2013 executed between Texmaco Rail & Engineering Limited (“**Company**”) and the promoters of Kalindee Rail Nirman (Engineers) Limited (“**Kalindee**”) to purchase 19,37,960 (nineteen lac thirty seven thousand nine hundred and sixty) Equity Shares of Kalindee, constituting 11.74% of the post acquisition fully diluted Equity Share Capital at a price of Rs. 65 per Equity Share, the Company, which is currently holding more than 5% of the Equity Share Capital of Kalindee, has acquired Equity Shares of Kalindee resulting in a change in the Shareholding of the Company. Accordingly, please find annexed herewith, the disclosure of the change in Shareholding and voting rights of the Company in the prescribed format, in accordance with Regulation 13(4A) of the SEBI (Prohibition of Insider Trading) Regulations, 1992.

Yours sincerely,

For Texmaco Rail & Engineering Limited,

Secretary

Place: Kolkata

Date: 31st December, 2013

FORM D

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation, 1992

[Regulation 13 (4), 13(4A) and 13 (6)]

Details of Change in shareholding or voting rights held by Director or Officer and his dependents or Promoter or person who is part of Promoter Group of a listed Company.

Name, PAN, and Address of Promoter/ Person who is part of Promoter Group/Director/officer	No & % of shares/voting rights held by the Promoter/pers on who is part of Promoter Group/Director /officer	Date of receipt of allotment advice/acquisition/sale of shares	Date of Intimation to Company	Mode of Acquisition (Market purchase/p ublic/right s/preferential offer etc.)	No & % of shares/ voting rights post acquisition/sale	Trading member through whom the trade was executed with SEBI Registration No of the TM	Exchange on which the trade was executed	Buy Quantity (Nos)	Buy Value (Rs.)	Sell Quantity	Sell Value
Texmaco Rail & Engineering Limited AABCT2592E Belgharia Kolkata - 700 056 West Bengal	61,61,718 37.33%	Acquired on 28th December, 2013	31st December 2013	Shares transferred under	86,53,145 6.79%	N.A.		1,20,425	78,27,625.00	N.A.	N.A.
	62,82,143 38.06%	Acquired on 28th December, 2013	31st December 2013	Share Purchase Agreement dated 20th July, 2013	63,86,078 38.69%	N.A.		1,03,935	67,55,775.00	N.A.	N.A.
	63,86,078 38.69%	Acquired on 30th December, 2013	31st December 2013		64,45,078# 39.05%	N.A.		59,000	38,35,000.00	N.A.	N.A.
	TOTAL										
								2,83,360	1,84,18,400.00		

For Texmaco Rail & Engineering Limited

Date: 31st December, 2013

A.K. Vijay
Secretary