

MASTER EXCHANGE & FINANCE LIMITED

9/1, R.N Mukherjee Road, (5th Floor), Kolkata 700 001

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CIN: U65923WB1991PLC053077

Date: 08/04/2021

To,

The Company Secretary

Texmaco Rail & Engineering Limited

Belgharia

Kolkata

National Stock Exchange Limited

5th Floor, Exchange Plaza,

Bandra Kurla Complex,

Mumbai – 400051

BSE Limited

25th Floor, P. J. Towers,

Dalal Street, Fort,

Mumbai – 400 001

Sub: Disclosure under Regulation 30(1) and 30(2) of SEBI (SAST), 2011 for the year ended 31st March, 2021

In terms of Regulations 30(1) and 30(2) of SEBI (SAST), 2011, promoters shall disclose their shareholding as on 31st March along with Person Acting in Concert (PAC) within seven working days from the end of the financial year.

In compliance of the aforesaid regulations, we are sending herewith a statement in the prescribed format showing our shareholding along with shareholding of the other promoters/PAC of Texmaco Rail & Engineering Limited as on 31st March, 2021.

This is for your information and record.

Thanking You

Yours Faithfully,

For Master Exchange & Finance Limited



Devendra Khemka

Director

Encl: As above

Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011				
Part-A- Details of Shareholding				
1	Name of the Target Company(TC)	TEXMACO RAIL & ENGINEERING LIMITED		
2	Name(s) of the Stock Exchanges where the shares of the TC are listed	1) BSE Limited 2) National Stock Exchange of India Ltd.		
3	Particulars of the shareholder(s)			
a	Name of the 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% if the voting rights of the TC.	NIL		
	<i>or</i>			
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 at (3) above	Number of shares	% w.r.t total share/voting capital wherever applicable	% of diluted share/voting capital of TC(*)
As of March 31st, 2021 holding of:				
a) Equity Shares				
PROMOTERS				
1	Texmaco Infrastructure & Holdings Limited	5,85,00,000	23.37	23.37
2	Zuari Investments Limited	2,50,63,900	10.01	10.01
PROMOTER GROUP				
3	Saroj Kumar Poddar (as a Karta)	10710	0.00	0.00
4	Saroj Kumar Poddar (as a Trustee - Saroj and Jyoti Poddar Holdings Private Trust)	2950000	1.18	1.18
5	Shradha Agarwala	14280	0.01	0.01
6	Jyotsna Poddar	71790	0.03	0.03
7	Saroj Kumar Poddar (as an Individual)#	17226061	6.88	6.88
8	Akshay Poddar	14820	0.01	0.01
9	Puja Poddar	117850	0.05	0.05
10	Kumari Anisha Agarwala	32140	0.01	0.01
11	Aashti Agarwala	14280	0.01	0.01
12	Eureka Traders Private Limited	530	0.00	0.00
13	Indrakshi Trading Company Private Limited	30000	0.01	0.01
14	Master Exchange & Finance Limited	15760	0.01	0.01
15	Premium Exchange and Finance Limited	188090	0.08	0.08
16	Zuari Global Limited	4035000	1.61	1.61
17	Jeevan Jyoti Medical Society	160500	0.06	0.06
18	Adventz Finance Private Limited#	17982239	7.18	7.18
19	Duke Commerce Limited	7514000	3.00	3.00
20	Greenland Trading Private Limited	35000	0.01	0.01
21	Abhishek Holdings Private Limited	280	0.00	0.00
22	Adventz Investment Company Private Limited	3035710	1.21	1.21
23	Adventz Securities Enterprises Limited	3809140	1.52	1.52
24	New Eros Tradecom Limited	738800	0.30	0.30
	Total	14,15,60,880	56.55	56.55
	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 information that would entitle the holder to receive shares in the TC	N.A	N.A	N.A
	Total	14,15,60,880	56.55	56.55

#Texmaco Rail & Engineering Limited ('Target Company') had allotted 93,54,839 and 1,61,29,031 equity shares to Adventz Finance Private Limited and Mr. Saroj Kumar Poddar respectively on 23rd February, 2021 under the preferential issue and consequently the paid-up capital has increased from 224859382 to 250343252 equity shares. Therefore, the total paid-up share capital of Target Company as on 31st March, 2021 is 250343252 equity shares. (Pending the trading approval of the said allotment, the reflected share capital on Stock Exchanges is 224859382 equity shares).

Part-B**Name of the Target Company: **TEXMACO RAIL & ENGINEERING LIMITED**

Name(s) of the person and Persons Acting in Concert (PAC) with the person	Whether the person belongs to Promoter/Promoter group	PAN of the person and PACs
PROMOTER		
Texmaco Infrastructure & Holdings Limited	YES	
Zuari Investments Limited	YES	
PROMOTER GROUP		
Saroj Kumar Poddar (as a Karta)	YES	
Saroj Kumar Poddar (as a Trustee - Saroj and Jyoti Poddar Holdings Private Trust)	YES	
Shradha Agarwala	YES	
Jyotsna Poddar	YES	
Saroj Kumar Poddar (as an Individual)	YES	
Akshay Poddar	YES	
Puja Poddar	YES	
Kumari Anisha Agarwala	YES	
Aashti Agarwala	YES	
Eureka Traders Private Limited	YES	
Indrakshi Trading Company Private Limited	YES	
Master Exchange & Finance Limited	YES	
Premium Exchange and Finance Limited	YES	
Zuari Global Limited	YES	
Jeevan Jyoti Medical Society	YES	
Adventz Finance Private Limited	YES	
Duke Commerce Limited	YES	
Greenland Trading Private Limited	YES	
Abhishek Holdings Private Limited	YES	
Adventz Investment Company Private Limited	YES	
Adventz Securities Enterprises Limited	YES	
New Eros Tradecom Limited	YES	

For Master Exchange & Finance Limited



Devendra Khemka

Director**DIN: 00008693****Place: Kolkata****Date: 08/04/2021****Note:**

1. In case of promoter(s) making disclosures under regulation 30(2), no additional disclosure under regulation 30(1) is required

* 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

** Part - B shall be disclosed to the Stock Exchanges but shall not be disseminated