



Mail/Courier

31<sup>st</sup> July 2015

Bombay Stock Exchange Limited  
Department of Corporate Services-CRD  
1<sup>st</sup> Floor, Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai-400001  
Scrip Code: 532966

The Listing Department  
National Stock Exchange Limited  
Exchange Plaza, Bandra-Kurla Complex  
Bandra(E), Mumbai-400051  
Scrip Code: TWL(EQ)

Dear Sirs,

Sub: Disclosures under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations 2011

Pursuant to applicable provisions of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations) 2011 we enclose herewith certified copies of Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations 2011 as furnished by GE Capital International (Mauritius) consequent to sale of 20,44,000 Equity Shares of face value of Rs2/- each in two tranches of 5,76,000 Equity Shares and 14,68,000 Equity Shares thus constituting 2.04% of the Paid Up Share Capital of the Company.

Please take this on record

Thanking you,

yours faithfully,  
for TITAGARH WAGONS LIMITED

  
D. Arya  
Company Secretary



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

Name of the Target Company (TC)	Titagarh Wagons Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	GE Capital International (Mauritius)		
Whether the acquirer belongs to Promoter / Promoter Group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are listed	National Stock Exchange of India Bombay Stock Exchange		
<i>Details of the acquisition / disposal as follows</i>	Number	% w.r.t. total share / voting capital wherever applicable (*)	% w.r.t. total diluted share / voting capital of the TC (**)
Before the acquisition under consideration, holding of:	(a) 8,578,420	(a) 8.55%	(a) 8.55%
(a) Shares carrying voting rights (b) Shares in the nature of encumbrance (pledge / lien / non-disposal undertaking / others) (c) Voting rights (VR) otherwise than by shares (d) Warrants / convertible securities / any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)			
(e) Total (a + b + c + d)	8,578,420	8.55%	8.55%
Details of acquisition / sale	(a) 2,044,000	(a) 2.038%	(a) 2.038%
(a) Shares carrying voting rights acquired / sold (b) VRs acquired / sold, otherwise than by shares (c) Warrants / convertible securities / any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired / sold (d) Shares encumbered / invoked / released by the acquirer			
(e) Total (a + b + c + / - d)	(i) 2,044,000	2.038%	2.038%
After the acquisition / sale, holding of:	(a) 6,534,420	(a) 6.515%	(a) 6.515%
(a) Shares carrying voting rights (b) Shares encumbered with the acquirer (c) VRs otherwise than by shares (d) Warrants / convertible securities / any			

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For TITAGARH WAGONS LIMITED

  
D. PARTHA  
COMPANY SECRETARY

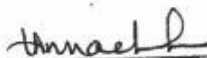
other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition			
(e) Total (a + b + c + d)	6,534,420	6.515%	6.515%
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.)	Market Sale		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	As per Appendix A		
Equity share capital / total voting capital of the TC before the said acquisition / sale	100,295,345	100%	100%
Equity share capital/ total voting capital of the TC after the said acquisition / sale	100,295,345	100%	100%
Total diluted share/voting capital of the TC after the said acquisition/sale.	100,295,345	100%	100%

(\*) Total share capital / voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the Listing Agreement.

(\*\*) 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.

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Signature of the ~~acquirer~~/seller / Authorised Signatory



Luchmee Arunachalam  
GE Capital International (Mauritius)  
Place: Mauritius  
Date: 30 July 2015



**APPENDIX A**

Titagarh Wagons Limited					
Details of change in Shareholding					
Shareholding Prior to Sale				8,578,420	8.55%
Date of Sale	Sell Value at BSE	Quantity Sold at BSE	Sell Value at NSE	Quantity Sold at NSE	Percentage
July 27, 2015	-	-	35,018,668.80	318,000	
July 28, 2015	-	-	62,508,825.00	575,000	
July 29, 2015	-	-	62,695,757.50	575,000	
July 30, 2015	-	-	64,947,571.20	576,000	
<b>Total</b>	-	-	225,170,822.50	2,044,000	2.038%
<b>Total Number and Percentage of Shares Sold</b>				2,044,000	2.038%
<b>Number and percentage of shares post sale</b>				6,534,420	6.515%

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