

**Annexure
FORM C**

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

[Regulation 13(3) and (6)]

Regulation 13(3) — Details of change in shareholding in respect of persons holding more than 5% shares in a listed company

| Name, PAN No. and address of shareholder | Shareholding prior to acquisition/ sale | No. & % of shares/ voting rights acquired/ sold | Receipt of allotment advice/ acquisition of shares/ sale of shares specify | Date of intimation to Company | Mode of acquisition | No. & % of shares/ voting rights post acquisition/ sale | Trading member through whom the trade was executed with SEBI Registration number of the TM | Exchange on which the trade was executed | Buy quantity | Buy value |
|--|---|---|--|----------------------------------|--|---|--|--|--------------|--------------|
| Name: Texmaco Rail & Engineering Limited PAN No.: AABCT2592E Address: Belgharia, Kolkata, W.B. 700 056 | 61,61,718* (37.33%) (with inclusion of 1937960 Equity Shares held by promoters to be transferred under a SPA dated 20 th July, 2013, the shareholding will stand at 80,99,678 i.e. 49.07%) | 6,04,180** (3.66%) | 19 th September, 2014 | 20 th September, 2014 | Acquisition pursuant to the share purchase agreement dated 20 th July, 2013 | 67,65,898 [#] (40.99%) | N.A. | N.A. | 1,00,000 | Rs.65,00,000 |

* excluding 19,37,960 Equity Shares to be transferred under Share Purchase Agreement dated 20th July, 2013

** total 6,04,180 Equity Shares as on date including 1,00,000 Equity Shares transferred now under Share Purchase Agreement for transfer of 1937960 Equity Shares of promoters dated 20th July, 2013 which resulted in change exceeding 2% of the shareholding.

[#] excluding remaining 13,33,780 Equity Shares to be transferred under Share Purchase Agreement dated 20th July, 2013.

SPA – Share Purchase Agreement

For Texmaco Rail & Engineering Limited

**A. K. Vijay
Secretary**

Date: 20th September, 2014
Place: Kolkata



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 /voting rights | Date of Intimation to Company | Mode of Acquisition (Market purchase/public/rights/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 | 6665898* 40.38% (with inclusion of 1937960 Equity Shares held by promoters to be transferred under a SPA dated 20th July, 2013, the shareholding will stand at 80,99,678 i.e. 49.07%) | 19th September 2014 | 20th September, 2014 | Shares transferred under Share Purchase Agreement dated 20th July, 2013 | 6765898# 40.99% | N.A. | N.A. | 1,00,000 | 65,00,000.00 | N.A. | N.A. |
| TOTAL | | | | | | | | | | | |
| | | | | | | | | 1,00,000 | 65,00,000.00 | | |

* excluding remaining 14,33,780 Equity Shares to be transferred under Share Purchase Agreement for transfer of 1937960 Equity Shares of promoters dated 20th July, 2013
excluding remaining 13,33,780 Equity Shares to be transferred under Share Purchase Agreement for transfer of 1937960 Equity Shares of promoters dated 20th July, 2013.

For Texmaco Rail & Engineering Limited

A.K. Vlay
Secretary

Date: 20th September, 2014

