

Date: 22<sup>nd</sup> March, 2017

**National Stock Exchange of India Limited**  
Exchange Plaza, 5th Floor  
Plot no. C/1, G Block,  
Bandra-Kurla Complex  
Bandra (E)  
Mumbai - 400 051

**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai- 400001

**The Calcutta Stock Exchange Limited**  
7, Lyons Range  
Kolkata 700001

Dear Sirs,

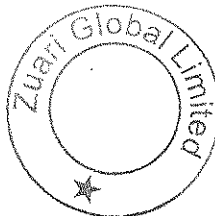
**Sub: Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1) (a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Please find the attached herewith disclosure under regulation 10(5) towards intimation under Regulation 10(1) (a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011(as amended) regarding the inter-se transfer between Zuari Investment Limited and Zuari Global Limited belonging to promoter group.

Thanking You

For ZUARI GLOBAL LIMITED

  
Sachin Patil  
Asst. Company Secretary



Encl: as above

**ZUARI GLOBAL LIMITED**

(Formerly known as Zuari Industries Limited)

CIN No.: L65921GA1967PLC000157

Registered Office: Jaikisaan Bhawan, Zuarinagar, Goa - 403726, India

Tel: +0832 259 2180, 259 2181 Fax: +0832 255 5279

www.adventz.com

**Format for Disclosures under Regulation 10(5) – Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1) (a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

1.	Name of the Target Company (TC)	Texmaco Infrastructure and Holdings Limited
2.	Name of the acquirer(s)	Zuari Global Limited
3.	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	Yes, Acquirer belongs to the Promoter Group of the target Company.
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Zuari Investments Limited
	b. Proposed date of acquisition	On or after 29 <sup>th</sup> March, 2017
	c. Number of shares to be acquired from each person mentioned in 4(a) above	Upto 28,50,000 equity shares
	d. Total shares to be acquired as % of share capital of TC	2.24 %
	e. Price at which shares are proposed to be acquired	Rs. 45.78 per share or near market price
	f. Rationale, if any, for the proposed transfer	Inter-se transfer of shares amongst the promoter group of the Target Company
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	10 (1) (a) (ii)
6.	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.	The Shares of the Target Company are frequently traded. The volume weighted average market price is Rs. 45.78 per share.
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation	Not Applicable
8.	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	It is hereby declared that the acquisition price would not be higher by more than 25% of the price in point 6 above.



9.	i. Declaration by the acquirer, that the transferor and transferee have complied (during 3 years prior to the date of proposed acquisition) / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations, 1997)	We, Zuari Global Limited, declare that the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations, 1997)			
	ii. The aforesaid disclosures made during previous 3 years prior to the date of proposed acquisition to be furnished.	We, Zuari Global Limited, declare that the disclosures made during previous 3 years prior to the date of proposed acquisition shall be furnished along with the report under Regulation 10(7) to be filed within the stipulated time			
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	It is hereby declared that all the conditions specified under Regulation 10 (1) (a) with respect to exemption has been duly complied with.			
11.	Shareholding details	Before the proposed transaction		After the proposed transaction	
		No. of shares /voting Rights	% w.r.t total share capital of TC	No. of shares /voting Rights	% w.r.t total share capital of TC
	– Acquirer(s) and PACs (other than sellers) (* (Separate list attached for PACs with Sellers ) Zuari Global Limited	21307712	16.72	2,41,57,712	18.96
	– Seller(s)  Zuari Investments Limited	16263900	12.76	1,34,13,900	10.52

**Note:**


- (\*) Shareholding of each entity may be shown separately and then collectively in a group.



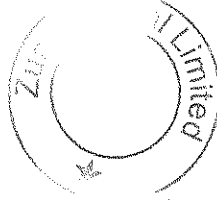
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

I/We hereby declare that the information provided in the instant report is true and nothing has been concealed there from.

**For ZUARI GLOBAL LIMITED**



**Sachin Patil**  
**Asst. Company Secretary**



**Date: 22<sup>nd</sup> March, 2017**

**Place: Gurgaon**

**Annexure as per point no. 11 of disclosure under Regulation 10(5)****Shareholding of Acquirer and PAC ( as per latest shareholding pattern filed by the Target Company)**

Sr. No.	Name of the Shareholder	No. of Shares held	Percentage as to the Paid-Up Capital
1	KUMARI AASHTI AGARWALA	14,280	0.01
2	KUMARI ANISHA AGARWALA	32,140	0.03
3	SAROJ KUMAR PODDAR (Individual)	57,78,864	4.54
4	JYOTSNA PODDAR (Individual)	4,86,080	0.38
5	SHRADHA AGARWALA	14,280	0.01
6	SAROJ KUMAR PODDAR (as a Karta)	7,81,679	0.61
7	SAROJ KUMAR PODDAR (as a Trustee)	89,280	0.07
8	JYOTSNA PODDAR (as a Trustee)	35,710	0.03
9	NEW EROS TRADECOM LIMITED	7,38,800	0.58
10	ADVENTZ SECURITIES ENTERPRISES LIMITED	38,09,140	2.99
11	ADVENTZ INVESTMENT COMPANY PRIVATE LIMITED	30,35,710	2.38
12	ABHISHEK HOLDINGS PRIVATE LIMITED	280	0.00
13	TEXMACO RAIL & ENGINEERING LTD	23,49,809	1.84
14	GREENLAND TRADING PRIVATE LIMITED	35,000	0.03
15	MASTER EXCHANGE & FINANCE LIMITED	15,760	0.01
16	INDRAKSHI TRADING COMPANY PRIVATE LIMITED	50,762	0.04
17	EUREKA TRADERS PRIVATE LIMITED	530	0.00
18	DUKE COMMERCE LIMITED	77,26,464	6.06
19	ADVENTZ FINANCE PRIVATE LIMITED	1,34,36,894	10.54
20	JEEWAN JYOTI MEDICAL SOCIETY	1,60,500	0.13
21	ZUARI GLOBAL LIMITED	2,13,07,712	16.72
22	ZUARI INVESTMENTS LTD	1,62,63,900	12.76
23	PREMIUM EXCHANGE AND FINANCE LIMITED	1,88,090	0.15
24	PUJA PODDAR	8,28,570	0.65
25	AKSHAY PODDAR	3,33,552	0.26
	<b>Total</b>	<b>7,75,13,786</b>	<b>60.82</b>

