



**TEXINFRA**

## **Texmaco Infrastructure & Holdings Limited**

14<sup>th</sup> October, 2020

*National Stock Exchange of India Limited  
Exchange Plaza,  
Bandra - Kurla Complex  
Bandra (E), Mumbai – 400051  
Symbol - TEXINFRA*

*BSE Limited  
P. J. Towers,  
Dalal Street, Fort  
Mumbai – 400001  
Scrip Code - 505400*

Dear Sirs,

In continuation to our letter dated 12<sup>th</sup> October, 2020 we write to inform you that in terms of the applicable provisions of the Companies Act, 2013 ('Act') and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') read with the relevant circulars issued by the Ministry of Corporate Affairs the Securities and Exchange Board of India, the Company had provided the facility of remote e-voting and e-voting during the Extra Ordinary General Meeting ('EGM') held on Monday, 12<sup>th</sup> October, 2020 at 2:00 p.m. to its Members.

We would further like to inform that the Resolutions as stated in the Notice of the EGM dated 18<sup>th</sup> September, 2020, were put to vote at the EGM of the Company, and all the Resolutions except for Item No. 3 have been duly approved by the Members with requisite majority.

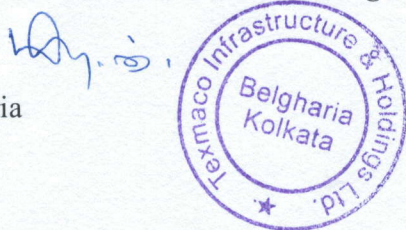
Pursuant to the Listing Regulations, we are enclosing herewith the details of the combined voting results in respect of the aforesaid Resolutions in the prescribed format, as Annexure I and the Scrutiniser's Report as Annexure II.

Thanking you,

Yours faithfully,

**For Texmaco Infrastructure & Holdings Limited**

K K Rajgaria  
CFO



Regd. Office : Belgharia , Kolkata 700056 . Ph +91 033 2569 1500 . Fax 2541 1722 / 2448

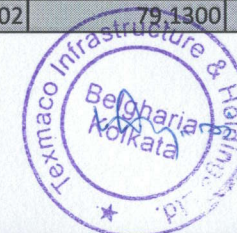
Email : texmail@texmaco.in Website : www.texinfra.in

CIN: L70101WB1939PLC009800

## Annexure I

	TEXMACO INFRASTRUCTURE & HOLDINGS LIMITED
Date of the AGM/EGM	12-10-2020
Total number of shareholders on record date	18609
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	21
Public:	45

Resolution No.	1							
Resolution required: (Ordinary/ Special)	SPECIAL - Approval for increasing the borrowings limits of the Company in excess of the limits provided under Section 180 (1)(c) of the Companies Act, 2013.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8,25,53,786	4,25,23,374	51.5099	4,25,23,374	0	100.0000	0.0000
	Poll		4,00,30,412	48.4901	4,00,30,412	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		8,25,53,786	100.0000	8,25,53,786	0	100.0000	0.0000
Public- Institutions	E-Voting	12,72,009	12,36,999	97.2477	0	12,36,999	0.0000	100.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		12,36,999	97.2477	0	12,36,999	0.0000	100.0000
Public- Non Institutions	E-Voting	4,36,00,795	2,12,07,460	48.6401	3,45,167	2,08,62,293	1.6275	98.3724
	Poll		8,91,996	2.0458	8,91,986	10	99.9988	0.0011
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,20,99,456	50.6859	12,37,153	2,08,62,303	5.5981	94.4019
	Total	12,74,26,590	10,58,90,241	83.0990	8,37,90,939	2,20,99,302	79.1300	20.8700



Resolution No.	2							
Resolution required: (Ordinary/ Special)	SPECIAL - Approval to create, issue, offer and allot Non-Convertible Debentures on private placement basis for an amount not exceeding Rs. 250,00,00,000 (Rupees Two Hundred Fifty Crore)							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8,25,53,786	4,25,23,374	51.5099	4,25,23,374	0	100.0000	0.0000
	Poll		4,00,30,412	48.4901	4,00,30,412	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		8,25,53,786	100.0000	8,25,53,786	0	100.0000	0.0000
Public- Institutions	E-Voting	12,72,009	12,36,999	97.2477	0	12,36,999	0.0000	100.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		12,36,999	97.2477	0	12,36,999	0.0000	100.0000
Public- Non Institutions	E-Voting	4,36,00,795	2,12,07,460	48.6401	3,45,167	2,08,62,293	1.6275	98.3724
	Poll		8,91,996	2.0458	8,91,986	10	99.9988	0.0011
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,20,99,456	50.6859	12,37,153	2,08,62,303	5.5981	94.4019
	Total	12,74,26,590	10,58,90,241	83.0990	8,37,90,939	2,20,99,302	79.1300	20.8700



Resolution No.	3							
Resolution required: (Ordinary/ Special)	SPECIAL - Approval to grant / avail loan / inter corporate deposits ('Loan'), as well as provision of guarantee or other security up to Rs. 500,00,00,000 Rupees Five Hundred Crore to / from the Company's related parties.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes.The Promoters / Promoter Group are interested upto the extent of their shareholding and have not casted their votes.							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8,25,53,786	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	12,72,009	12,36,999	97.2477	0	12,36,999	0.0000	100.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		12,36,999	97.2477	0	12,36,999	0.0000	100.0000
Public- Non Institutions	E-Voting	4,36,00,795	2,12,07,460	48.6401	3,45,167	2,08,62,293	1.6275	98.3724
	Poll		8,91,996	2.0458	8,91,986	10	99.9988	0.0011
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,20,99,456	50.6859	12,37,153	2,08,62,303	5.5981	94.4019
	Total	12,74,26,590	2,33,36,455	18.3136	12,37,153	2,20,99,302	5.3014	94.6986



**Scrutinizer's Report**

**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the  
Companies (Management and Administration) Rules, 2014]**

To

The Chairman

Texmaco Infrastructure & Holdings Limited

Belgharia,

Kolkata - 700 056

**E-voting (remote e-voting and Instapoll) at the Extra Ordinary General Meeting of the Equity Shareholders of Texmaco Infrastructure & Holdings Limited held on Monday, 12th October, 2020 at 2.00 PM through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM')**

Dear Sir,

I, Geeta Roy Chowdhury, appointed as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting and e-voting during the EGM (Instapoll) of the Extra Ordinary General Meeting of Texmaco Infrastructure & Holdings Limited held on Monday, 12th October, 2020 at 2.00 PM through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM'), submit my report as under:

1. The e-voting services were provided by M/s. KFin Technologies Private Limited (KFin).
2. The Company has completed the despatch of Notices on 19th September, 2020.
3. Voting rights were reckoned on the Shares registered in the name of Members as on Tuesday, 6<sup>th</sup> October, 2020.
4. The remote e-voting period commenced at 9.00 AM on Thursday, 8th October, 2020 and ended at 5.00 PM on Sunday, 11th October, 2020.
5. The Company also provided the facility of Instapoll, i.e., e-voting during the Extra Ordinary General Meeting through the VC platform.
6. The e-voting was unblocked on Monday, 12<sup>th</sup> October, 2020 in the presence of two witnesses namely, Shweta Jain and Manisha Asnani, who are not in the employment of the Company.
7. Based on the reports generated at Karvy Portal i.e. **evoting.karvy.com**, the consolidated report of remote e-voting and Instapoll is as under (rounded off to two decimal):



## SPECIAL BUSINESS

**Item No. 1: Special Resolution:**

Approval for increasing the borrowings limits of the Company in excess of the limits provided under Section 180 (1) (c) of the Companies Act, 2013.

	Remote e- voting		Voting during the EGM through VC (Insta Poll)		Consolidated Voting Results		
	No. of Members who voted	No. of Shares for which votes casted	No. of Members who voted	No. of Shares for which votes casted	Total no. of Members who voted	Total no. of Shares for which votes casted	Percentage of votes to the total no. of valid votes
Voted in favour of the Resolution	64	42868541	12	40922398	76	83790939	79.13
Voted against the Resolution	36	22099292	1	10	37	22099302	20.87
Abstained	0	0	0	0	0	0	0.00

The Resolution has been passed with requisite majority.

**Item No. 2: Special Resolution:**

Approval to create, issue, offer and allot Non-Convertible Debentures on private placement basis for an amount not exceeding Rs. 250,00,00,000 (Rupees Two Hundred Fifty Crore)

	Remote e- voting		Voting during the EGM through VC (Insta Poll)		Consolidated Voting Results		
	No. of Members who voted	No. of Shares for which votes casted	No. of Members who voted	No. of Shares for which votes casted	Total no. of Members who voted	Total no. of Shares for which votes casted	Percentage of votes to the total no. of valid votes
Voted in favour of the Resolution	64	42868541	12	40922398	76	83790939	79.13
Voted against the Resolution	36	22099292	1	10	37	22099302	20.87
Abstained	0	0	0	0	0	0	0.00

The Resolution has been passed with requisite majority.



Item No. 3: Special Resolution:

Approval to grant / avail loan / inter corporate deposits ('Loan'), as well as provision of guarantee or other security up to Rs. 500,00,00,000 (Rupees Five Hundred Crore) to / from the Company's related parties.

	Remote e- voting		Voting during the EGM through VC (Insta Poll)		Consolidated Voting Results		
	No. of Members who voted	No. of Shares for which votes casted	No. of Members who voted	No. of Shares for which votes casted	Total no. of Members who voted	Total no. of Shares for which votes casted	Percentage of votes to the total no. of valid votes
Voted in favour of the Resolution	41	345167	9	891986	50	1237153	5.30
Voted against the Resolution	36	22099292	1	10	37	22099302	94.70
Abstained	23	42523374	3	40030412	26	82553786	0.00

The Resolution has not been passed.

Place: Kolkata

Date: 13<sup>th</sup> October, 2020



Thanking You,  
Yours faithfully

(Geeta Roy Chowdhury)

FCS: 7040

COP: 7741

UDIN:F007040B000933053

*Geeta Roy Chowdhury*