

22nd September, 2025

National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400051
Symbol -TEXINFRA

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

Dear Sirs,

In continuation to our letter dated 19th September 2025, we write to inform you that in terms of the applicable provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') read with the relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India, the Company had provided the facility of remote e-voting and e-voting during the Eighty-Fifth Annual General Meeting ('AGM') held on 19th September, 2025 at 2:00 p.m. (IST) through Video Conferencing.

We would further like to inform that all the Resolutions stated in the Notice convening the AGM dated 16th May, 2025, which were put to vote at the AGM of the Company, have been duly approved by the Members with requisite majority.

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

Thanking you,

Yours faithfully,
For Texmaco Infrastructure & Holdings Limited

Ganesh Gupta
Chief Financial Officer

An adventz group company

📍 Registered Office:
Belgharia, Kolkata - 700 056, India
☎ +91 33 2569 1500

✉ texinfra_cs@texmaco.in
🌐 www.texinfra.in

CIN : L70101WB1939PLC009800

	TEXMACO INFRASTRUCTURE & HOLDINGS LIMITED
Date of the AGM/EGM	19-09-2025
Total number of shareholders on record date	40932
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:	17
Public:	30

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of Standalone Audited Financial Statements of the Company for the financial year ended 31st March 2025 together with the Reports of the Board of Directors and Auditors thereon.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	8,38,42,420	8,38,42,420	100.00	8,38,42,420	0	100.00	0.00	0	0
	Poll		0	0.00	0	0	0.00	0.00	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0
	Total		8,38,42,420	8,38,42,420	100.00	8,38,42,420	0	100.00	0.00	0
Public- Institutions	E-Voting	37,27,229	91,800	2.46	91,800	0	100.00	0.00	0	0
	Poll		0	0.00	0	0	0.00	0.00	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0
	Total		37,27,229	91,800	2.46	91,800	0	100.00	0.00	0
Public- Non Institutions	E-Voting	3,98,56,941	88,697	0.22	87,465	1,232	98.61	1.39	0	79
	Poll		6,27,361	1.57	25,293	6,02,068	4.03	95.97	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0
	Total		3,98,56,941	7,16,058	1.80	1,12,758	6,03,300	15.75	84.25	0
Total		12,74,26,590	8,46,50,278	66.43	8,40,46,978	6,03,300	99.29	0.71	0	79

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of Consolidated Audited Financial Statements of the Company for the financial year ended 31st March 2025 and the Report of the Auditors thereon.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	8,38,42,420	8,38,42,420	100.00	8,38,42,420	0	100.00	0.00	0	0
	Poll		0	0.00	0	0	0.00	0.00	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0
	Total		8,38,42,420	8,38,42,420	100.00	8,38,42,420	0	100.00	0.00	0
Public- Institutions	E-Voting	37,27,229	91,800	2.46	91,800	0	100.00	0.00	0	0
	Poll		0	0.00	0	0	0.00	0.00	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0
	Total		37,27,229	91,800	2.46	91,800	0	100.00	0.00	0
Public- Non Institutions	E-Voting	3,98,56,941	88,697	0.22	87,465	1,232	98.61	1.39	0	79
	Poll		6,21,905	1.56	19,837	6,02,068	3.19	96.81	0	5,456
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0
	Total		3,98,56,941	7,10,602	1.78	1,07,302	6,03,300	15.10	84.90	0
Total		12,74,26,590	8,46,44,822	66.43	8,40,41,522	6,03,300	99.29	0.71	0	5535

Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - Declaration of Dividend on Equity Shares for the financial year ended 31st March 2025.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	8,38,42,420	8,38,42,420	100.00	8,38,42,420	0	100.00	0.00	0	0
	Poll		0	0.00	0	0	0.00	0.00	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0
	Total		8,38,42,420	8,38,42,420	100.00	8,38,42,420	0	100.00	0.00	0
Public- Institutions	E-Voting	37,27,229	91,800	2.46	91,800	0	100.00	0.00	0	0
	Poll		0	0.00	0	0	0.00	0.00	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0
	Total		37,27,229	91,800	2.46	91,800	0	100.00	0.00	0
Public- Non Institutions	E-Voting	3,98,56,941	88,673	0.22	87,467	1,206	98.64	1.36	0	103
	Poll		6,27,361	1.57	6,27,361	0	100.00	0.00	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0
	Total		3,98,56,941	7,16,034	1.80	7,14,828	1,206	99.83	0.17	0
Total		12,74,26,590	8,46,50,254	66.43	8,46,49,048	1,206	100.00	0.00	0	103

Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - Re-appointment of Ms. Jyotsna Poddar (DIN: 00055736), Non-Executive & Non-Independent Director, who retires by rotation and being eligible, offers herself for re-appointment.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes. Ms. Jyotsna Poddar is interested upto the extent of her shareholding and has abstained from voting									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	8,38,42,420	8,32,20,630	99.26	8,32,20,630	0	100.00	0.00	0	6,21,790
	Poll		0	0.00	0	0	0.00	0.00	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0
	Total		8,38,42,420	8,32,20,630	99.26	8,32,20,630	0	100.00	0.00	0
Public- Institutions	E-Voting	37,27,229	91,800	2.46	5,497	86,303	5.99	94.01	0	0
	Poll		0	0.00	0	0	0.00	0.00	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0
	Total		37,27,229	91,800	2.46	5,497	86,303	5.99	94.01	0
Public- Non Institutions	E-Voting	3,98,56,941	88,697	0.22	87,465	1,232	98.61	1.39	0	79
	Poll		6,21,905	1.56	19,837	6,02,068	3.19	96.81	0	5,456
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0
	Total		3,98,56,941	7,10,602	1.78	1,07,302	6,03,300	15.10	84.90	0
Total		12,74,26,590	8,40,23,032	65.94	8,33,33,429	6,89,603	99.18	0.82	0	627325

Resolution No.	5									
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of remuneration payable to Messrs DGM & Associates, Cost Accountants to conduct the Audit of Cost Records of the Company, for the financial year 2025-26.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	8,38,42,420	8,38,42,420	100.00	8,38,42,420	0	100.00	0.00	0	0
	Poll		0	0.00	0	0	0.00	0.00	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0
	Total		8,38,42,420	8,38,42,420	100.00	8,38,42,420	0	100.00	0.00	0
Public- Institutions	E-Voting	37,27,229	91,800	2.46	91,800	0	100.00	0.00	0	0
	Poll		0	0.00	0	0	0.00	0.00	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0
	Total		37,27,229	91,800	2.46	91,800	0	100.00	0.00	0
Public- Non Institutions	E-Voting	3,98,56,941	88,697	0.22	87,165	1,532	98.27	1.73	0	79
	Poll		6,21,905	1.56	19,837	6,02,068	3.19	96.81	0	5,456
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0
	Total		3,98,56,941	7,10,602	1.78	1,07,002	6,03,600	15.06	84.94	0
Total		12,74,26,590	8,46,44,822	66.43	8,40,41,222	6,03,600	99.29	0.71	0	5535

Resolution No.	6									
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Messrs S. R. & Associates as the Secretarial Auditors of the Company.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	8,38,42,420	8,38,42,420	100.00	8,38,42,420	0	100.00	0.00	0	0
	Poll		0	0.00	0	0	0.00	0.00	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0
	Total		8,38,42,420	8,38,42,420	100.00	8,38,42,420	0	100.00	0.00	0
Public- Institutions	E-Voting	37,27,229	91,800	2.46	91,800	0	100.00	0.00	0	0
	Poll		0	0.00	0	0	0.00	0.00	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0
	Total		37,27,229	91,800	2.46	91,800	0	100.00	0.00	0
Public- Non Institutions	E-Voting	3,98,56,941	88,697	0.22	87,465	1,232	98.61	1.39	0	79
	Poll		6,21,905	1.56	19,837	6,02,068	3.19	96.81	0	5,456
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0
	Total		3,98,56,941	7,10,602	1.78	1,07,302	6,03,300	15.10	84.90	0
Total		12,74,26,590	8,46,44,822	66.43	8,40,41,522	6,03,300	99.29	0.71	0	5535

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 - 700056

E-voting (remote e-voting and Instapoll) at the Eighty-Fifth Annual General Meeting of the Equity Shareholders of Texmaco Infrastructure & Holdings Limited held on Friday, 19th September, 2025 at 2:00 p.m. (IST) through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM')

Dear Sir,

I, Geeta Roy Chowdhury, Company Secretary in Practice appointed as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting and e-voting during the AGM (Instapoll) of the Eighty-Fifth Annual General Meeting of Texmaco Infrastructure & Holdings Limited held on Friday, 19th September, 2025 at 2:00 p.m. (IST) through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM'), submit my consolidated report as under:

1. The e-voting services were provided by M/s. KFin Technologies Limited ('KFin').
2. The Company has completed the dispatch of Notice on 25th August, 2025 through email in compliance with the relevant circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India for the purpose of AGM.
3. Voting rights were reckoned on the Shares registered in the name of Members as on Friday, 12th September, 2025.
4. The remote e-voting period commenced at 9.00 a.m. on Monday, 15th September, 2025 and ended at 5.00 p.m. on Thursday, 18th September, 2025.
5. The Company has also provided the facility of Instapoll, i.e., e-voting during the AGM through the VC platform.
6. The e-voting was unblocked on Friday, 19th September, 2025 in the presence of two witnesses namely, Mr. Pratham Kothari and Ms. Khusbu Jha, who are not in the employment of the Company.
7. Based on the reports generated at Kfin Portal i.e. evoting.kfintech.com, the consolidated report of remote e-voting and Instapoll is as under (rounded off to four decimal):



ORDINARY BUSINESS

Item No. 1: Ordinary Resolution:

Adoption of Standalone Audited Financial Statements of the Company for the financial year ended 31st March 2025 together with the Reports of the Board of Directors and Auditors thereon.

	Remote e- voting		Voting during the AGM through VC (Instapoll)		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	122	84021685	15	25293	137	84046978	99.2873
Voted against the Resolution	28	1232	1	602068	29	603300	0.7127
Abstained	4	79	0	0	4	79	0.0000

Item No. 2: Ordinary Resolution:

Adoption of Consolidated Audited Financial Statements of the Company for the financial year ended 31st March 2025 and the Report of the Auditors thereon.

	Remote e- voting		Voting during the AGM through VC (Instapoll)		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	122	84021685	14	19837	136	84041522	99.2873
Voted against the Resolution	28	1232	1	602068	29	603300	0.7127
Abstained	4	79	1	5456	5	5535	0.0000



Item No. 3: Ordinary Resolution:

Declaration of Dividend on Equity Shares for the financial year ended 31st March 2025.

	Remote e- voting		Voting during the AGM through VC (Instapoll)		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	124	84021687	16	627361	140	84649048	99.9986
Voted against the Resolution	25	1206	0	0	25	1206	0.0014
Abstained	5	103	0	0	5	103	0.0000

Item No. 4: Ordinary Resolution:

Re-appointment of Ms. Jyotsna Poddar (DIN: 00055736), Non-Executive & Non- Independent Director, who retires by rotation and being eligible, offers herself for re-appointment.

	Remote e- voting		Voting during the AGM through VC (Instapoll)		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	116	83313592	14	19837	130	83333429	99.1793
Voted against the Resolution	33	87535	1	602068	34	689603	0.8207
Abstained	5	621869	1	5456	6	627325	0.0000



SPECIAL BUSINESS

Item No. 5: Ordinary Resolution:

Ratification of remuneration payable to Messrs DGM & Associates, Cost Accountants (Firm Registration No. 000038) to conduct Audit of Cost Records of the Company for the financial year 2025-26.

	Remote e- voting		Voting during the AGM through VC (Instapoll)		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	121	84021385	14	19837	135	84041222	99.2869
Voted against the Resolution	29	1532	1	602068	30	603600	0.7131
Abstained	4	79	1	5456	5	5535	0.0000

Item No. 6: Ordinary Resolution:

Appointment of Messrs S. R. & Associates as the Secretarial Auditors of the Company.

	Remote e- voting		Voting during the AGM through VC (Instapoll)		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	122	84021685	14	19837	136	84041522	99.2873
Voted against the Resolution	28	1232	1	602068	29	603300	0.7127
Abstained	4	79	1	5456	5	5535	0.0000

Based on above, the Resolutions as stated in the Notice shall be deemed to have been passed with requisite majority.

Thanking You,
Yours faithfully



Geeta Roy Chowdhury

Place: Kolkata
Date: 22nd September, 2025

UDIN: F007040G001302598

(Geeta Roy Chowdhury)
FCS: 7040
COP: 7741
Peer Review Certificate No: 2444/2022