General information	General information about company								
Scrip code	505400								
NSE Symbol	TEXINFRA								
MSEI Symbol	NOTLISTED								
ISIN	INE435C01024								
Name of the entity	Texmaco Infrastructure & Holdings Limited								
Date of start of financial year	01-04-2023								
Date of end of financial year	31-03-2024								
Reporting Quarter	Yearly								
Date of Report	31-03-2024								
Risk management committee	Applicable								
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities								

Annexure I Annexure I to be submitted by listed entity on quarterly basis I. Composition of Board of Directors Textual Information(1) Disclosure of notes on composition of board of directors explanatory Yes Whether the listed entity has a Regular Chairperson Whether Chairperson is related to MD or CEO No Title (Mr Category 3 of Date of Sr Name of the Director PAN DIN Category 1 of directors Category 2 of directors directors Birth / Ms) Non-Executive - Non Chairperson related 20-07-00008686 Akshay Poddar AFUPP0096C Mr to Promoter 1976 **Independent Director** Non-Executive -02-10-2 D. R. Kaarthikeyan AAXPK8665Q 00327907 Not Applicable Mr **Independent Director** 1939 Non-Executive -01-05-3 Ravi Todi Mr ABUPT6599G 00080388 Not Applicable Independent Director 1969 Non-Executive -30-08-Kishor Shah 4 AIQPS4268J 00170502 Not Applicable Mr 1956 **Independent Director** Non-Executive -13-05-5 Ranjana Tibrawalla ADJPT0027G 00542746 Not Applicable Ms 1950 Independent Director Rewati Raman Non-Executive -15-08-6 Mr AGBPG2254K 00375716 Not Applicable **Independent Director** Goenka 1946 Non-Executive - Non Prakash Chandra 18-12-00964460 Mr AFJPK7010A Not Applicable 1968 **Independent Director** Kejriwal Non-Executive - Non 26-07-8 Jyotsna Poddar AFGPP2539E 00055736 Not Applicable Ms **Independent Director** 1950 Not Applicable 9 Mr Athar Shahab AGZPS8777M 01824891 Non-Executive - Non 12-08-

					Independent Director		1968	
10	Mr	Ashok Kumar Vijay	ABQPV3413R	01103278	Non-Executive - Non Independent Director	Not Applicable	04-07- 1953	

I. Composition of Board of Directors

Disqualification of Directors under section 164 of the Companies Act, 2013

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active
8	No				Active
9	No				Active
10	No				Active

	I. Composition of Board of Directors												
Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Reappointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		11-08- 2008	11-08- 2008			5	0	2	1			
2	Yes	09-09- 2019	25-07- 2016	25-07- 2019		92	4	4	3	1			
3	NA		14-05- 2021	14-05- 2021		34	3	2	5	2			
4	NA		12-05- 2023	12-05- 2023		10	2	1	3	1			
5	NA		12-05- 2023	12-05- 2023		10	1	1	0	0			
6	Yes	03-01- 2024	14-10- 2023	14-10- 2023		5	2	2	3	0			
7	NA		12-05- 2023	12-05- 2023			1	0	0	0			
8	NA		28-09- 2015	28-09- 2020			2	0	0	0			
9	NA		07-02- 2022	07-02- 2022			3	0	5	1			

10	NA		25-09- 2023	25-09- 2023			2	0	1	0				
----	----	--	----------------	----------------	--	--	---	---	---	---	--	--	--	--

Text Block					
Textual Information(1)	The tenureforDirectorshasbeencountedforcompletedmonths. ChairmanshipincommitteescountedasMembership&Chairmanshipofunlistedpublic co.also asMembership.				

Au	Audit Committee Details										
Sr	DIN Name of Committee Number Members Category 1 of directors			Category 2 of directors	Date of Appointment	Date of Cessation	Remarks				
1	00080388 Ravi Todi Non-Executive - Independent Director			Chairperson	14-05-2021						
2	00170502	Kishor Shah	Non-Executive - Independent Director	Member	12-05-2023						
3	Non-Executive - Non Independent Director		Member	14-10-2023							
4	00375716 Rewati Raman Goenka Non-Executive - Independent Director		Member	14-10-2023							

No	Nomination and remuneration committee										
	Whether the Nomination and remuneration committee has a Regular Chairperson Yes										
Sr DIN Number Name of Committee members Category 1 of directors Category 2 of directors Date of Appointment						Date of Cessation	Remarks				
1	00080388	Ravi Todi	Non-Executive - Independent Director	Chairperson	07-11-2022						
2	00008686	Akshay Poddar	Non-Executive - Non Independent Director	Member	01-02-2014						
3	00375716	Rewati Raman Goenka	Non-Executive - Independent Director	Member	14-10-2023						

Sta	Stakeholders Relationship Committee										
	Whether the Stakeholders Relationship Committee has a Regular Chairperson Yes										
Sr L Category Lot directors L 5 7 L						Date of Cessation	Remarks				
1	00170502	Kishor Shah	Non-Executive - Independent Director	Chairperson	12-05-2023						
2	00008686 Akshay Poddar Non-Executive - Non Independent Director			Member	25-09-2010						
3	00375716 Rewati Raman Goenka		Non-Executive - Independent Director	Member	14-10-2023						

Ris	Risk Management Committee										
Sr	DIN Number	Name of Committee members	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks					
1	00327907 D. R. Kaarthikeyan Non-Executive - Independent Director		Chairperson	14-05-2021							
2	01824891 Athar Shahab Non-Executive - Non Independent Director		Member	07-02-2022							
3	00375716 Rewati Raman Goenka Non-Executive - Independent Director		Member	14-10-2023							

Co	Corporate Social Responsibility Committee										
	Whether the Corporate Social Responsibility Committee has a Regular Chairperson Yes										
Sr DIN Number Name of Committee members Category 1 of directors Category 2 of directors Date of Appointment Date of Ces							Remarks				
1	01824891	Athar Shahab	Non-Executive - Non Independent Director	Chairperson	07-02-2022						
2	00170502	Kishor Shah	Non-Executive - Independent Director	Member	12-05-2023						
3	00080388	Ravi Todi	Non-Executive - Independent Director	Member	11-08-2021						

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

	Annexure 1									
An	Annexure 1									
III	III. Meeting of Board of Directors									
Di	sclosure of not of boar	es on meeting ed of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter Date(s) of meeting (if any) in the current quarter Date(s) of meeting (if any) in the consecutive (in number of days)		Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*			
1	14-10-2023				Yes	11	11	6		
2		30-01-2024	107		Yes	10	10	5		

Annexure 1

IV. Meeting of Committees

		Disclos	ure of notes of	s explanatory						
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reson for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	14-10-2023				Yes	4	3	3	0
2	Audit Committee	30-01-2024	107			Yes	4	4	3	0
3	Nomination and remuneration committee	14-10-2023				Yes	3	3	2	0
4	Stakeholders Relationship Committee	30-01-2024				Yes	3	3	2	0
5	Corporate Social Responsibility Committee	30-01-2024				Yes	3	3	2	0
6	Risk Management Committee	28-01-2024				Yes	3	3	2	0

	Annexure 1							
V. Related Party Transactions								
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.					
1	Whether prior approval of audit committee obtained	Yes						
2	Whether shareholder approval obtained for material RPT	NA						
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes						

	Annexure 1							
VI	VI. Affirmations							
Sr	Subject	Compliance status (Yes/No)						
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes						
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes						
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes						
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes						
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes						
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes						
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes						
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes						

	Annexure 1				
Sr	Subject	Compliance status			
1	Name of signatory	Neha Singh			
2	Designation	Company Secretary and Compliance Officer			

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non- compliance may be given here.	Web address
1	Details of business	Yes		http://www.texinfra.in/index.html
2	Terms and conditions of appointment of independent directors	Yes		http://www.texinfra.in/pdf/Terms_and_Conditions.pdf
3	Composition of various committees of board of directors	Yes		http://www.texinfra.in/pdf/Committee_Memberships.pdf
4	Code of conduct of board of directors and senior management personnel	Yes		http://www.texinfra.in/pdf/Code_of_Conduct.pdf
5	Details of establishment of vigil mechanism/	Yes		http://www.texinfra.in/pdf/Whistle_Blower_Policy.pdf

	Whistle Blower policy		
6	Criteria of making payments to non-executive directors	Yes	http://www.texinfra.in/pdf/Remuneration_Policy.pdf
7	Policy on dealing with related party transactions	Yes	http://www.texinfra.in/pdf/RELATED_PARTY_TRANSACTION_POLICY.pdf
8	Policy for determining 'material' subsidiaries	Yes	http://www.texinfra.in/pdf/Policy_for_Material_Subsidiary_Company.pdf
9	Details of familiarization programmes imparted to independent directors	Yes	http://www.texinfra.in/pdf/Familiarisation_Programme_for_Independent_Directors.pdf
10	Email address for grievance redressal and other relevant details	Yes	http://www.texinfra.in/pdf/Investors_Information.pdf
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	http://www.texinfra.in/pdf/Investors_Information.pdf

12	Financial results	Yes	http://www.texinfra.in/investors.html
13	Shareholding pattern	Yes	http://www.texinfra.in/investors.html
14	Details of agreements entered into with the media companies and/or their associates	NA	

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
15.1	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA		
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		http://www.texinfra.in/investors.html
18	Credit rating or revision in credit	Yes		http://www.texinfra.in/pdf/Credit_Rating.pdf

	rating obtained		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes	http://www.texinfra.in/investors.html
20	Secretarial Compliance Report	Yes	http://www.texinfra.in/investors.html
21	Materiality Policy as per Regulation 30 (4)	Yes	http://www.texinfra.in/pdf/Policy_for_determination_of_materiality_TexInfra.pdf
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes	http://www.texinfra.in/ULFILES/TexInfraMaterialityReg30.pdf
23	Disclosures under regulation 30(8)	Yes	http://www.texinfra.in/investors.html
24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA	
25	Dividend Distribution policy as per Regulation 43A(1)	Yes	http://www.texinfra.in/pdf/DDP.pdf
26	Annual return as provided under section 92 of the	Yes	http://www.texinfra.in/investors.html

	Companies Act, 2013		
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes	http://www.texinfra.in/investors.html
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes	http://www.texinfra.in/investors.html

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Role of Nomination and Remuneration Committee	19(4)	Yes	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
24	Role of Stakeholders Relationship Committee	20(4)	Yes	
25	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
26	Meeting of Risk Management Committee	21(3A)	Yes	
27	Quorum of Risk Management Committee meeting	21(3B)	Yes	
28	Gap between the meetings of the Risk Management Committee	21(3C)	Yes	
29	Vigil Mechanism	22	Yes	
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes	

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
32	Approval for material related party transactions	23(4)	NA	
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4), (5) & (6)	Yes	
36	Alternate Director to Independent Director	25(1)	Yes	
37	Maximum Tenure	25(2)	Yes	
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes	
39	Meeting of independent directors	25(3) & (4)	Yes	
40	Familiarization of independent directors	25(7)	Yes	

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	
41	Declaration from Independent Director	25(8) & (9)	Yes		
42	Directors and Officers insurance	25(10)	Yes		
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	Yes		
44	Memberships in Committees	26(1)	Yes		
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes		
46	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes		
47	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes		
48	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA		
49	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	Yes		
	Any other information to be provided - Add Notes				

	Annexure II	
1	Name of signatory	Neha Singh
2	Designation	Company Secretary and Compliance Officer

	Annexure II			
III.	III. Affirmations			
Sr	Particulars	Compliance status (Yes/No/NA)		
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes		
	Any other information to be provided			

	Annexure II	
1	Name of signatory	Neha Singh
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
I. Disclosure of Loans/ guarantees/comfort lette	ers /securities etc.refer note below		
(A)Any loan or any other form of debt advanced b	y the listed entity directly or indirectly to		
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
(B) Any guarantee / comfort letter (by indirectly, in connection with any loan	/ L	v	ity directly or
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	NIL	0	0
Promoter Group or any other entity controlled by them	NIL	0	0
Directors (including relatives) or any other entity controlled by them	NIL	0	0
KMPs or any other entity controlled by them	NIL	0	0

Other form of debt availed by Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NIL	0	0
Promoter Group or any other entity controlled by them	NIL	0	0
Directors (including relatives) or any other entity controlled by them	NIL	0	0
KMPs or any other entity controlled by them	NIL	0	0
(D) Additional Information			Textual Information(2)
II. Affirmations			
Affirmations		Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.		Yes	Textual Information(3)
Name	Ganesh Gupta		
Designation	CFO		
Place	Kolkata		
Date	19-04-2024		

Details of Cyber security incidence			
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter			
Number of cyber security incidence or breaches or loss of data event occurred during the quarter			
Sr.	Date of the event	Brief details of the event	

Signatory Details	
Name of signatory	Neha Singh
Designation of person	Company Secretary and Compliance Officer
Place	Kolkata
Date	19-04-2024





16th April, 2024

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,

Pursuant to Regulation 13(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find the statement of investor complaints for the quarter ended 31st March, 2024 as mentioned below:-

Particulars	Number of complaints
Number of investor complaints pending at the beginning of the quarter, i.e., 1st January, 2024	0
Number of investor complaints received during the quarter	9
Number of investor complaints disposed of during the quarter	9
Number of investor complaints remaining unresolved at the end of the quarter, i.e., 31st March, 2024	0

This is for your reference and record.

Thanking you,

Yours faithfully,

For Texmaco Infrastructure & Holdings Limited

Company Secretary & Compliance Officer



An adventz group company