

Integrated Governance

TEXMACO INFRASTRUCTURE & HOLDINGS LIMITED

General information about company

Scrip code	505400	
NSE Symbol	TEXINFRA	
MSEI Symbol	NOTLISTED	
ISIN	INE435C01024	
Date of start of financial year	01-04-2025	
Date of end of financial year	31-03-2026	
Reporting Quarter Type	Quarterly	
Date of Quarter Ending	31-12-2025	
Type of company	Equity	
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	true	
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	true	
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	false	Not applicable for the Quarter ended 31st December, 2025.
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	true	
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	false	Not applicable for the Quarter ended 31st December, 2025.
Risk management committee	true	
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities	
Is SCORE ID Available ?	true	
SCORE Registration ID	t00074	
Reason For No SCORE ID		
Type of Submission	Original	
Remarks (website dissemination)		

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory																								
Whether the listed entity has a Regular Chairperson																								
Whether Chairperson is related to MD or CEO																								
true																								
Disqualification of Directors under section 164 of the Companies Act, 2013																								
Sr no.	Title(Mr/ Ms)	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	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(Refer Regulation 17A(1) of Listing Regulations)	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	Mr	Akshay Poddar	00008686	Non-Executive - Non Independent Director	Chairperson related to Promoter		false				Active	NA		11-09-2008	11-09-2008			5	0	2	1			
2	Mr	Ravi Todi	00080388	Non-Executive - Independent Director	Not Applicable		false				Active	NA		14-05-2021	14-05-2021		55.17	2	1	4	1			
3	Mr	Kishor Shah	00170502	Non-Executive - Independent Director	Not Applicable		false				Active	NA		12-05-2023	12-05-2023		31.19	2	1	3	1			
4	Ms	Ranjana Tibrawalla	00542746	Non-Executive - Independent Director	Not Applicable		false				Active	Yes	21-06-2023	12-05-2023	12-05-2023		31.19	1	1	0	0			
5	Mr	Rewati Raman Goenka	00375716	Non-Executive - Independent Director	Not Applicable		false				Active	Yes	03-01-2024	14-10-2023	14-10-2023		26.17	2	2	3	0			
6	Mr	Prakash Chandra Kejriwal	00964460	Non-Executive - Non Independent Director	Not Applicable		false				Active	NA		12-05-2023	12-05-2023	10-11-2025		0	0	0	0	Others		
7	Ms	Jyotsna Poddar	00055736	Non-Executive - Non Independent Director	Not Applicable		false				Active	Yes	26-09-2024	28-09-2015	28-09-2020			2	0	0	0			
8	Mr	Athar Shahab	01824891	Non-Executive - Non Independent Director	Not Applicable		false				Active	NA		07-02-2022	07-02-2025			3	0	5	1			
9	Mr	Anish Choudhury	09403819	Executive Director	Not Applicable		false				Active	NA		11-11-2025	11-11-2025			1	0	0	0			

Annexure I

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson						true	
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	14-05-2021		
2	00170502	Kishor Shah	Non-Executive - Independent Director	Member	12-05-2023		
3	01824891	Athar Shahab	Non-Executive - Non Independent Director	Member	14-10-2023		
4	00375716	Rewati Raman Goenka	Non-Executive - Independent Director	Member	14-10-2023		

Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson							true
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		

Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson							true
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	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		

Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson							true
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	25-07-2024		
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		

Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	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

Whether the Corporate Social Responsibility Committee has a Regular Chairperson					true	
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
No records available						

Annexure I

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory

Sr	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)	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	11-08-2025			true	8	7	4
2	10-11-2025	90		true	8	8	4

Annexure I

IV. Meeting of Committees

Disclosure of notes on meeting of committees 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	Reason 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	11-08-2025				true	4	4	3	0
2	Audit Committee	10-11-2025	90			true	4	4	3	0
3	Nomination and remuneration committee	06-11-2025				true	3	3	2	0
4	Risk Management Committee	15-10-2025				true	3	3	2	0

Annexure I**V. 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	true
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	true
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	true
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c.Stakeholders relationship committee	true
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable 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.	true
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.	true
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	true
9	Any comments/observations/advice of Board of Directors may be mentioned here:	

Annexure I

Sr	Subject	Compliance status
1	Name of signatory	Rajat Arora
2	Designation	Company Secretary and Compliance Officer

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	false
Other details of cyber security incidence or breaches or loss of data event	
Number of cyber security incidence or breaches or loss of data event occurred during the quarter	
No records available	

Signatory Details

Name of signatory	Rajat Arora
Designation of person	Company Secretary and Compliance Officer
Place	Kolkata
Date	19-01-2026

Investor Grievance Details

No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	0
No. of investor complaints disposed off during the Quarter	0
No. of investor complaints those remaining unresolved at the end of the Quarter	0

Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies- The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below:

Any Other Information for Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies					
Sr.No.	Name of the unlisted company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
No records available					

Disclosure of Imposition of Fine or Penalty The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

Any Other Information for Disclosure of Imposition of Fine or Penalty					
Sr.No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
1	Department of Forest and Wildlife	The Tree Officer has passed order imposing a compounding penalty under the Delhi Preservation of Trees Act, 1994 on Texmaco Infrastructure & Holdings Limited, Birla Mills Complex, Delhi.	15-10-2025	Felling and pruning of 6 trees and root damage of 13 trees at Akhada, Birla Staff Quarters, Kamla Nagar, Delhi.	Compounding penalty of Rs. 9,70,000.

Disclosure of Updates to Ongoing Tax Litigations or Disputes The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes				
Sr.No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
No records available				