



Texmaco Infrastructure & Holdings Limited

4th January, 2024

TEXINFRA

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,

We refer our letter dated 4th December, 2023 enclosing the Postal Ballot Notice dated 14th October, 2023 seeking approval of the Members of the Company through postal ballot by electronic means ('remote e-voting') in relation to the Resolution stated in the Notice. We now write to inform you that the Resolution has been duly approved by the Members of the Company with requisite majority.

The Resolution passed by the Members through postal ballot are deemed to have been passed as if they have been passed at a duly convened general meeting of the Members.

In accordance with the provisions of the Companies Act, 2013 read with the relevant circulars issued by the Ministry of Corporate Affairs & Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the Company has extended only the remote e-voting facility for its Members, to enable them to cast their votes electronically instead of submitting the postal ballot form and accordingly no postal ballot forms were sent to the Members. The remote e-voting commenced at 9:00 a.m. on Tuesday, 5th December, 2023 and ended at 5:00 p.m. on Wednesday, 3rd January, 2024.

Pursuant to the Listing Regulations, we are enclosing herewith the details of the results in respect of the Resolution as stated in the said Notice in the prescribed format, as Annexure I and the Scrutinizer's Report as Annexure II.

This is for your information and record.

Thanking you,

Yours faithfully,

For **Texmaco Infrastructure & Holdings Limited**


Neha Singh

Company Secretary &
Compliance Officer



Regd. Office : Belgharia , Kolkata 700056 . Ph +91 033 2569 1500 . Fax 2541 1722 / 2448
Email : texmail@texmaco.in Website : www.texinfra.in
CIN: L70101WB1939PLC009800

Company Name	TEXMACO INFRASTRUCTURE & HOLDINGS LIMITED
Date of the AGM/EGM	Not Applicable (Postal Ballot)
Total number of shareholders on record date	24492
No. of shareholders present in the meeting either in person or	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution required: (Ordinary/ Special)	SPECIAL - Appointment of Mr. Rewati Raman Goenka (DIN: 00375716) as an Independent Director 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
Promoter and Promoter Group	E-Voting	83042219	83042219	100	83042219	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		83042219	83042219	100	83042219	0	100
Public- Institutions	E-Voting	16886	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		16886	0	0	0	0	0
Public- Non Institutions	E-Voting	44367485	88061	0.1985	87508	553	99.3720	0.6279
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		44367485	88061	0.1985	87508	553	99.3720
Total		127426590	83130280	65.2378	83129727	553	99.9993	0.0007



Report of Scrutinizer

[Pursuant to Section 108 & 110 of the Companies Act, 2013 and Rule 20 (4) (xii) & 21 (2) of the Companies (Management and Administration) Rules, 2014]

To

The Chairman

Texmaco Infrastructure & Holdings Limited

Belgharia,

Kolkata - 700056

Dear Sir,

I, Geeta Roy Chowdhury, appointed as the Scrutinizer by the Board of Directors of Texmaco Infrastructure & Holdings Limited to conduct the Postal Ballot and for the purpose of scrutinizing the process of remote e-voting which commenced from 9:00 a.m. on Tuesday 5th December, 2023 and ended on 5:00 p.m. on Wednesday 3rd January, 2024 for the item as stated in the Postal Ballot Notice ('Notice') dated 14th October, 2023, submit my 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 to its Members on 4th December, 2023 through email, in compliance with the provisions of the Companies Act, 2013 ('Act') read with relevant circulars issued by the Ministry of Corporate Affairs ('MCA'). Further, in accordance with the provisions of the Act read with the relevant circulars issued by the MCA & the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the Company has extended only the remote e-voting facility to its Members, to enable them to cast their votes electronically instead of submitting the postal ballot form and accordingly no postal ballot forms were sent to the Members.
3. The Company had published an advertisement on 5th December, 2023 in newspapers namely, Financial Express and Aajkaal, informing the shareholders the details relating to the Notice including the completion of dispatch of the Notice, in compliance with the applicable provisions of the Act read with the relevant circulars issued by the MCA and Listing Regulations.
4. Voting rights were reckoned on the shares registered in the name of Members, as on Friday, 24th November, 2023 (i.e. the cut-off date).
5. The remote e-voting period commenced at 9:00 a.m. on Tuesday 5th December, 2023 and ended on 5:00 p.m. on Wednesday 3rd January, 2024. The e-voting module was blocked thereafter.
6. After the conclusion of remote e-voting, the votes cast by the Members through e-voting facility was unblocked on Wednesday, 3rd January, 2024 in the presence of two witnesses namely, Pratham Kothari and Nikita Pincha, who are not in the employment of the Company.
7. The votes cast by the Members through remote e-voting were reconciled with the Register of Members / Register of Beneficial Owners of the Company as on the cut-off date.
8. Based on the reports generated at KFin Portal i.e. evoting.kfintech.com, the report of remote e-voting is as under (rounded off to two decimal):



SPECIAL BUSINESS

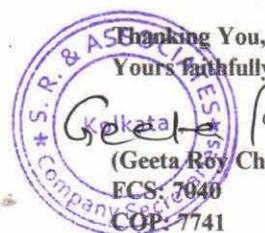
Item No. 1: Special Resolution:

Appointment of Mr. Rewati Raman Goenka (DIN: 00375716) as an Independent Director of the Company.

	Remote e-voting		
	Total No. of Members who voted	Total No. of Shares for which valid votes casted	Percentage of votes to the total no. of valid votes
Voted in favour of the Resolution	133	83129727	99.9993
Voted against the Resolution	23	553	0.0007
Abstained	1	1	0.00

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

Place: Kolkata
Date: 4th January, 2024
Peer Review No.: 2444/2022



Thanking You,
Yours faithfully

(Geeta Roy Chowdhury)

ECS: 7040

COP: 7741

UDIN:F007040E003113077