

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	01-04-2021
Date of end of financial year	31-03-2022
Reporting Quarter	Half Yearly
Date of Report	30-09-2021
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

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

Textual Information(1)

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

No

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	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)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	S. K. Poddar	AFTPP2386N	00008654	Non-Executive - Non Independent Director	Chairperson related to Promoter		15-09-1945	Yes	14-09-2020	14-02-1991	14-02-1991		5	0	0	0			
2	Mr	D. R. Kaarthikeyan	AAXPK8665Q	00327907	Non-Executive - Independent Director	Not Applicable		02-10-1939	Yes	09-09-2019	25-07-2016	25-07-2019		61	4	4	3	0		
3	Mr	Kalpataru Tripathy	ACQPT9688R	00865794	Non-Executive - Independent Director	Not Applicable		28-04-1972	NA		30-07-2018	30-07-2018	15-07-2021	35	0	0	0	0		
4	Mr	Utsav Parekh	AGHPP4467H	00027642	Non-Executive - Independent Director	Not Applicable		28-08-1956	NA		25-09-2010	04-09-2019		84	6	4	7	3		

I. Composition of Board of Directors																		
Disclosure of notes on composition of board of directors explanatory																		
Whether the listed entity has a Regular Chairperson																		
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	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)
5	Mrs	Ramya Hariharan	ABMPH5112M	06928511	Non-Executive - Independent Director	Not Applicable		27-08-1978	NA		11-05-2020	11-05-2020		17	3	3	5	1
6	Mr	S. K. Rungta	ADAPR3669P	00053824	Non-Executive - Independent Director	Not Applicable		17-09-1947	Yes	04-09-2018	07-11-2015	06-11-2018		70	2	1	2	0
7	Mr	Ravi Todi	ABUPT6599G	00080388	Non-Executive - Independent Director	Not Applicable		01-05-1969	NA		14-05-2021	14-05-2021		4	2	2	4	2
8	Mr	R. S. Raghavan	ABNPR4960J	00362555	Non-Executive - Non Independent Director	Not Applicable		28-10-1948	NA		17-06-2020	17-06-2020			3	0	8	0

I. Composition of Board of Directors																		
Disclosure of notes on composition of board of directors explanatory																		
Whether the listed entity has a Regular Chairperson																		
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	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)
9	Mr	Akshay Poddar	AFUPP0096C	00008686	Non-Executive - Non Independent Director	Not Applicable		20-07-1976	NA		11-09-2008	11-09-2008			6	0	3	1
10	Mrs	Jyotsna Poddar	AFGPP2539E	00055736	Non-Executive - Non Independent Director	Not Applicable		26-07-1950	NA		28-09-2015	28-09-2020			3	0	0	0

Text Block	
Textual Information(1)	<ol style="list-style-type: none">1. The tenure for Directors has been counted for completed months.2. The Directorship, Chairmanship and Membership in various committees of Mr. Kalpataru Tripathy is not mentioned as he has resigned as the Independent Director of the Company w.e.f. 15-07-2021.3. The Chairmanship in the Committees is also considered as membership in this Report.

Audit Committee Details							
Whether the Audit 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	14-05-2021		
2	00053824	S. K. Rungta	Non-Executive - Independent Director	Member	30-05-2016		
3	00865794	Kalpataru Tripathy	Non-Executive - Independent Director	Member	03-11-2018	15-07-2021	
4	00008686	Akshay Poddar	Non-Executive - Non Independent Director	Member	25-09-2010		
5	06928511	Ramya Hariharan	Non-Executive - Independent Director	Member	11-08-2021		

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	00027642	Utsav Parekh	Non-Executive - Independent Director	Chairperson	01-02-2014		
2	00053824	S. K. Rungta	Non-Executive - Independent Director	Member	15-05-2018		
3	00008686	Akshay Poddar	Non-Executive - Non Independent Director	Member	01-02-2014		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship 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	00027642	Utsav Parekh	Non-Executive - Independent Director	Chairperson	25-09-2010		
2	00053824	S. K. Rungta	Non-Executive - Independent Director	Member	30-05-2016		
3	00008686	Akshay Poddar	Non-Executive - Non Independent Director	Member	25-09-2010		

Risk Management Committee							
Whether the Risk Management 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	00327907	D. R. Kaarthikeyan	Non-Executive Independent Director	Chairperson	14-05-2021		
2	00027642	Utsav Parekh	Non-Executive Independent Director	Member	14-05-2021		
3	00362555	R. S. Raghavan	Non-Executive-Non-Independent Director	Member	14-05-2021		

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 Cessation	Remarks
1	00362555	R. S. Raghavan	Non-Executive - Non Independent Director	Chairperson	17-06-2020		
2	00027642	Utsav Parekh	Non-Executive - Independent Director	Member	01-02-2014		
3	00865794	Kalpataru Tripathy	Non-Executive - Independent Director	Member	03-11-2018	15-07-2021	
4	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							
Annexure 1							
III. Meeting of Board of Directors							
Disclosure of notes on meeting of board of directors explanatory							
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (other than Independent Director)	No. of Independent Directors attending the meeting*
1	14-05-2021				Yes	10	6
2		11-08-2021	88		Yes	9	5

Annexure 1								
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)	Number of Directors present* (other than Independent Director)	No. of Independent Directors attending the meeting*
1	Audit Committee	14-05-2021				Yes	4	3
2	Audit Committee	11-08-2021	88			Yes	3	2

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. 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 500 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
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Rahul Harsh
2	Designation	Company Secretary and Compliance Officer

Text Block	
Textual Information(1)	With the amendments notified for the SEBI (LODR) Regulations, 2015, w.e.f. 05-05-2021, the requirements for constitution of Risk Management Committee is now applicable to Top 1000 Listed companies.

Annexure III				
III. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	No	The NRC has authorised the Member of the Committee to attend due to absence of Mr. Utsav Parekh on account of unavoidable circumstances.
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	No	The SRC has authorised the Member of the Committee to attend due to absence of Mr. Utsav Parekh on account of unavoidable circumstances.
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

Annexure III		
1	Name of signatory	Rahul Harsh
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 letters /securities etc.refer note below			
(A)Any loan or any other form of debt advanced by 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 whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By			
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	NA	0	0
Promoter Group or any other entity controlled by them	NA	0	0
Directors (including relatives) or any other entity controlled by them	NA	0	0
KMPs or any other entity controlled by them	NA	0	0
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any 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	NA	0	0

Promoter Group or any other entity controlled by them	NA	0	0
Directors (including relatives) or any other entity controlled by them	NA	0	0
KMPs or any other entity controlled by them	NA	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	Kishor Kumar Rajgaria		
Designation	CFO		
Place	Kolkata		
Date	20-10-2021		

Signatory Details	
Name of signatory	Rahul Harsh
Designation of person	Company Secretary and Compliance Officer
Place	Kolkata
Date	20-10-2021