



TEXINFRA

Texmaco Infrastructure & Holdings Limited
(Formerly Texmaco Limited)

10th September, 2019

The Listing Department
National Stock Exchange of India Ltd
Exchange Plaza
Bandra-Kurla Complex
Bandra (E), Mumbai – 400051
Symbol – TEXINFRA

The Corporate Relation
Department
BSE Limited
P. J. Towers, Dalal StreetFort,
Mumbai – 400001
Scrip Code - 505400

The Secretary
The Calcutta Stock
Exchange Ltd
7, Lyons Range
Kolkata – 700001
Scrip Code - 30044

Dear Sir(s),

We wish to inform you that in terms of the Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby enclose the summary of proceedings of the 79th Annual General Meeting of the Company held on Monday, 9th September 2019 at 4:00 P.M. at K. K. Birla Kala Kendra, Texmaco Estate, Belgharia, Kolkata - 700 056.

This is for your record.

Thanking You,

Yours faithfully,

For Texmaco Infrastructure & Holdings Limited

Pratik Modi
Company Secretary



Encl: a/a



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SUMMARY OF THE PROCEEDINGS OF THE 79TH ANNUAL GENERAL MEETING OF TEXMACO INFRASTRUCTURE & HOLDINGS LIMITED HELD ON MONDAY 9TH SEPTEMBER 2019 AT 4:00 P.M. AT K. K. BIRLA KALA KENDRA, TEXMACO ESTATE, BELGHARIA, KOLKATA – 700 056

Mr. S. K. Poddar, Chairman, chaired the 79th Annual General Meeting (AGM) of the Company.

The Meeting commenced at 4:00 P.M. The Chairman welcomed the Members to the AGM. The Chairman announced that the requisite Quorum for the Meeting being present, the Meeting was called to order.

The Chairman informed the Members that the Statutory documents / Registers of the Company remained open and accessible for inspection during the Meeting.

Messrs Akshay Poddar and Santosh Kumar Rungta, Directors of the Company also attended the Meeting.

The Chairman deliberated on the Company's overall performance and also mentioned about the future outlooks of the Company. The Chairman thereafter, briefly covered the items as stated in the Notice of the AGM dated 8th August, 2019 (Notice) and then invited the Members (other than those present in proxy) to express their views, offer suggestions and seek clarifications, if any. Few Shareholders sought clarifications which were satisfactorily replied. The items as per the Notice were transacted as follows:

ORDINARY BUSINESS

Item No. 1: Ordinary Resolution:

Adoption of Audited Financial Statement including the Audited Consolidated Financial Statement of the Company, the Reports of the Board of Directors and the Auditors Report thereon for the Financial Year ended 31st March 2019.

Item No. 2: Ordinary Resolution:

Declaration of Dividend on Equity Shares for the Financial Year ended 31st March 2019.



Item No. 3: Ordinary Resolution:

Approval for re-appointment of Mr. Saroj Kumar Poddar, Non-Executive Director, who retires by rotation and being eligible offers himself for re-appointment.

SPECIAL BUSINESS

Item No. 4: Ordinary Resolution:

Ratification of remuneration to be paid to Messrs DGM & Associates, Cost Auditors of the Company for the Financial Year ending 31st March 2020.

Item No. 5: Special Resolution:

Approval for re-appointment of Mr. Utsav Parekh as an Independent Director

Item No. 6: Ordinary Resolution:

Approval for re-appointment of Mr. Narayanan Suresh Krishnan as a Non-Executive Director.

Item No. 7: Special Resolution:

Approval for re-appointment of Mr. Devarayapuram Ramasamy Kaarthikeyan as an Independent Director.

Item No. 8: Ordinary Resolution:

Approval for Related Party Transaction(s).

The Chairman thanked all the Shareholders and informed that pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had provided the facility of remote e-voting to the Shareholders to cast their votes on each of the Resolutions proposed at the AGM. The Chairman further advised that the Shareholders who did not cast their votes through remote e-voting, may avail the facility of e-voting (Insta Poll) provided at the AGM venue.

The Chairman announced that the combined Results of remote e-voting and Insta Poll would be available on the website of the Company and also on the website of Stock Exchange(s) where the Equity Shares of the Company are listed i.e. The National Stock Exchange of India Limited, BSE Limited and The Calcutta Stock Exchange Limited.

The Meeting concluded at 4:45 P.M. with a vote of thanks to the chair.

