

Texmo/Sec/2023-24/16

May 12, 2023

<p>To, Manager (Listing) National Stock Exchange of India Ltd Exchange Plaza, 5th Floor Bandra kulra Complex, Bandra (E) Mumbai 400051</p>	<p>To, The Corporate Relationship Department Bombay Stock Exchange Ltd, Floor 25, New Trading Ring, P.J.Tower, Dalal Street, Mumbai-400001</p>
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Ref: Texmo Pipes and Products Limited (ISIN – INE141K01013), BSE Code- 533164, NSE Symbol – TEXMOPIPES

Sub: OUTCOME AND RESULTS OF E-VOTING OF POSTAL BALLOT UNDER REGULATION 44(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Dear Sir/Madam,

Pursuant to Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Notice of Postal Ballot dated 13th February, 2023 we enclose herewith the details and Results of Postal Ballot in respect of resolution contained in the said Postal Ballot Notice.

Sl. No.	Particulars	Details
1	Cut-off date	31 st March, 2023, Friday.
2	Total number of share holders on the Cut-off date	55073
3	Dispatch of Postal Ballot Notice	10 th April, 2023, Monday
4	Commencement of Voting Period	11 th April, 2023, Tuesday
5	Conclusion of Voting Period	10 th May, 2023 Wednesday
6	Results of Postal Ballot	On or before 12 th May, 2023, Friday

Copy of Scrutinizer's Report on Voting submitted by the Scrutinizer Mr. Dinesh Kumar Gupta, Practicing Company Secretary along with Result of the Voting in the prescribed Format is enclosed herewith for your reference and record.

Based on this report, the Chairperson today announced the results and declared that the item of the Agenda as contained in the Notice of Postal Ballot have been passed with requisite majority.

Please take it on your record and acknowledge.

Thanking You,
Yours Faithfully

For Texmo Pipes and Products Limited

Ajay Shrivastava
Company Secretary and Compliance Officer

Encl: As above.

**Voting Results of Postal Ballot held between 11th April, 2023 to 10th May, 2023
Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Name of the Company	Texmo Pipes and Products Limited
Last date of Postal Ballot	10 th May, 2023
Total number of shareholders on record date	55073
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	Not Applicable

Agenda- wise disclosure

Resolution required: (Ordinary / Special)			1. Appointment of Mr. Abdul Quader Motorwala (DIN: 03481624) as a Non Executive Independent Director. (Special Resolution)							
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	12914955	12913755	99.99	12913755	0	100	0	0	0
	Poll		0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total		12914955	12913755	99.99	12913755	0	100	0	0
Public-Institutions	E-Voting	266633	246380	92.40	246380	0	100	0	0	0
	Poll		0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total		266633	246380	92.40	246380	0	100	0	0
Public-Non Institutions	E-Voting	16013412	19834	0.12	17760	2074	89.54	10.46	0	*106
	Poll		0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		00	0	0	0	0	0	0	0
	Total		16013412	19834	0.12	17760	2074	89.54	10.46	0
Total		29195000	13179969	45.14	13177895	2074	99.98	0.01	0	0

Note:-Members with Multiple Folio/Client ID were counted as single member & *106 shares held in Public Non-Institutions Category abstained from voting.

Dinesh Kumar Gupta

Practicing Company Secretary

Dinesh Kumar Gupta

B.Com, LL.B (Hons.), FCS



211, Second Floor, Shalimar Corporate Center

8-B, South Tukoganj, Indore (M.P.) 452001

Phone: 0731- 3587752 Cell: 09425059136

email: csdineshgupta@gmail.com

Scrutinizer's Report

[Pursuant to Section 108 and 110 of the Companies Act, 2013 Read with Rule 20 & 22 of Companies (Management and Administration) Rules, 2014]

To,
The Chairperson,
TEXMO PIPES AND PRODUCTS LIMITED
CIN: L25200MP2008PLC020852
98, Bahadarpur Road Burhanpur (M.P.) 450331

Dear Sir,

Ref. Postal Ballot conducted through remote electronic voting (e-voting) of the Equity Shareholders of Texmo Pipes And Products Limited commenced from Tuesday, April 11, 2023 at 9:00 A.M. (IST) and ended on Wednesday, May 10, 2023 at 5:00 P.M. (IST):

Subject: Passing of Resolution through Postal Ballot through remote electronic voting (e-voting) pursuant to Section 108 and 110 of Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2015 as amended and Regulation 36 & 44 of the SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

1. I, Dinesh Kumar Gupta, Practicing Company Secretary, have been appointed by the Board of Directors of Texmo Pipes And Products Limited ("the Company") as a Scrutinizer for the purpose of scrutinizing the process of remote electronic voting (e-voting) on the resolution passed through Postal Ballot in a fair and transparent manner contained in the notice dated 13th February, 2023 ("Notice") issued in accordance with General Circular numbers 14/2020 dated April, 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021 and 3/2022 dated May 5, 2022, 11/2022 dated 28th December, 2022, issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars") and Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and Circular number SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13th, 2022 and SEBI/HO/CDF/POD2/P/CIR/2023/4 dated 5th January, 2023 issued by the Securities and Exchange Board of India (SEBI), on the resolution contained in the Postal Ballot Notice of the Company dated 13th February, 2023.



2. An advertisement was also published in Free Press (English) and Choutha Sansaar (Hindi) dated 11th April, 2023 relating to conducting of Postal Ballot Process through remote e-voting, availability of the Postal Ballot notice on Company's website and website of Stock Exchanges, manner of registration of email ids by the members (both physical & demat) who are yet to register their email ids with the Company, manner of voting through remote electronic voting (e-voting).

The Company hosted the Postal Ballot Notice on its website, website of the agency providing the platform for remote electronic voting (e-voting) and also intimated the same to Bombay Stock Exchange Limited and National Stock Exchange of India Limited on 10th April, 2023

3. The said appointment as Scrutinizer is under the provisions of Section 108 & 110 of the Companies Act, 2013 ("the Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize:

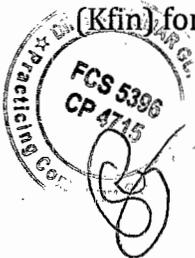
- (i) Process of e-voting remotely, using an electronic voting system on the dates referred to in the Postal Ballot Notice ("remote e-voting"); and
- (ii) Issue of Scrutinizer's Report of the resolution as stated in the Postal Ballot Notice based on reports generated through electronic voting system.

Management's Responsibility

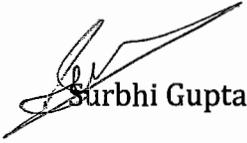
4. The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolution contained in the Postal Ballot Notice. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

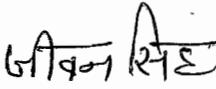
Scrutinizer's Responsibility

5. My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting) is restricted to making a Scrutinizer's Report of the votes cast "in favour" or "against" the resolution contained in the Postal Ballot Notice, based on the reports generated from the e-voting system provided by M/s. KFin Technologies Limited (KFin), the Agency authorized under the Rules and engaged by the Company to provide remote e-voting facility and attendant papers / documents furnished to me electronically by the Company and/ or (Kfin) for my verification.

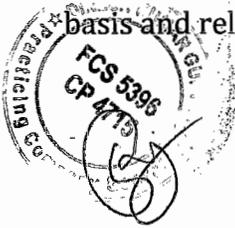


6. Further to the above, we submit our report as under:
- i. The Members of the company as on the "Cut Off" date i.e. **Friday, March 31, 2023**, entitled to vote on the resolution (Items Number 1 as set out in Postal Ballot Notice of the Company).
 - ii. The voting period for E-voting commenced on **Tuesday, April 11, 2023 at 9:00 am (IST) and ends on Wednesday, May 10, 2023 at 5:00 pm (IST)** and the Kfin-voting platform was blocked thereafter and the votes cast under Remote e-voting facilities were then unblocked and we downloaded the results.
 - iii. The votes cast were unblocked on Wednesday, 10th May, 2023 after the closure of remote e-voting period and was witnessed by two witnesses, Ms. Surbhi Gupta and Mr. Jivan Singh, who are not in the employment of the Company. They have signed below in confirmation of the same.


Surbhi Gupta


Jivan Singh

- iv. Thereafter, the details containing, interalia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolution that was put to vote, were generated from the e-voting website of Kfin. Based on the report generated by me from Kfin regarding the remote e-voting and relied upon by me, it was scrutinized on test check basis.
7. The voting rights of Members were in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e. **Friday, March 31, 2023** and as per the Register of Members of the Company.
8. I submit herewith the Scrutinizer's Report on the results of the remote e-voting, based on the reports generated by Kfin, scrutinized on test check basis and relied upon by me as under:-



SPECIAL BUSINESS

ITEM NO. 1 - SPECIAL RESOLUTION

To consider and approve appointment of Mr. Abdul Quader Motorwala (DIN: 03481624) as a Non Executive Independent Director of the company.

Mode of Voting	Number of members voted	Votes in favor of the resolution		Votes against the resolution		Abstain Votes
		Nos.	%	Nos.	%	Nos.
Remote e-voting	*128	13177895	99.98	2074	0.02	106
Total	*128	13177895	99.98	2074	0.02	106

*Members with Multiple Folio/Client ID were counted as single member.

9. Based on the aforesaid results, 01 (One) Special Resolution as contained in item no.1 have been passed with the Requisite Majority and shall be deemed to have been duly passed on the last date specified for remote e-voting i.e. Wednesday, May 10, 2023.
10. We hereby confirm that we are maintaining electronic voting data received from the Service Provider, in respect of the votes cast through remote e- voting. The electronic data and all other relevant records relating to remote e- voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairperson considers, approve and signs the minutes of the said Postal Ballot.

Restriction on Use

11. This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) website of Kfin. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.
12. I thank you for the opportunity given to act as a Scrutinizer for the above.

Thanking you,

Yours Faithfully,

Date: 12.05.2023

Place: Indore



Dinesh Kumar Gupta

Practising Company Secretary

M No.: 5396, CP. No. 4715

Peer Review Cert. No.: 805/2020

Unique Identification No.: 12002MP298100

UDIN: F005396E000296687