



Texmo/Sec/2022-23/59

30th December, 2022

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

Sub: Voting Results of the Extra Ordinary General Meeting held on Wednesday, 28th December, 2022

Dear Sir/Madam,

Pursuant to the Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith result of voting {remote e-voting as well as Instapoll during the Extra Ordinary General Meeting (EGM), till conclusion of EGM} in the prescribed format for the resolutions proposed at the EGM of the Company held on 28th December, 2022 at 12:30 PM through 'Video Conferencing' along with the 'Report of the Scrutinizer' on the same.

The result of the voting is also being hosted on the website of the Company at <https://texmopipe.com>.

The above results are submitted for information and record, please.

Thanking You
Yours Faithfully

For Texmo Pipes and Products Limited

Ajay Shrivastava
Company Secretary and Compliance Officer

Encl: As above.

**Voting Results of Extra Ordinary General Meeting (EGM) held on 28th December, 2022
Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Date of the EGM	28 th December, 2022
Total number of shareholders on record date	56594
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	40 8 32

*Members with Multiple folio/Client Id were counted as Single member.

Agenda- wise disclosure

Resolution required: (Ordinary / Special)			1. To consider and approve re-appointment and remuneration of Mrs. Rashmi Agrawal (DIN: 00316248) as Whole Time Director and Chairperson of the Company. (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
	InstaPoll		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	335548	252729	75.32	252729	0	100	0	0	0
	InstaPoll		0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total		335548	252729	75.32	252729	0	100	0	0
Public-Non Institutions	E-Voting	15944497	169775	1.06	169224	551	99.68	0.32	0	15000
	InstaPoll		5	0	5	0	100	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total		15944497	169780	1.06	169229	551	99.68	0.32	0
Total		29195000	13336264	45.68	13335713	551	99.99	0.00	0	15000

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Total number of shareholders on record date	56594
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No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	40 8 32

*Members with Multiple folio/Client Id were counted as Single member.

Agenda- wise disclosure

Resolution required: (Ordinary / Special)			2. To consider and approve re-appointment and remuneration of Mr. Sanjay Kumar Agrawal (DIN: 00316249) as a Managing Director of the Company. (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	Vote-s Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	12914955	12913755	99.99	12913755	0	100	0	0	0
	InstaPoll		0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total		12913755	99.99	12913755	0	100	0	0	0
Public-Institutions	E-Voting	335548	252729	75.32	0	252729	0	100	0	0
	InstaPoll		0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total		252729	75.32	0	252729	0	100	0	0
Public-Non Institutions	E-Voting	15944497	169775	1.06	169254	521	99.69	0.31	0	15000
	InstaPoll		5	0	5	0	100	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total		169780	1.06	169259	521	99.69	0.31	0	15000
Total		29195000	13336264	45.68	13083014	253250	98.10	1.90	0	15000

**Voting Results of Extra Ordinary General Meeting (EGM) held on 28th December, 2022
Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Date of the EGM	28 th December, 2022
Total number of shareholders on record date	56594
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	40 8 32

*Members with Multiple folio/Client Id were counted as Single member.

Agenda- wise disclosure

Resolution required: (Ordinary / Special)			3. To consider and approve re-appointment and remuneration of Mr. Vijay Prasad Pappu (DIN: 02066748) as a Whole Time Director of the Company. (Special Resolution)							
Whether promoter/ promoter group are interested in the agenda/resolution?			No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled	Vote-s Invali-d	Votes Abstained
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting	12914955	12913755	99.99	12913755	0	100	0	0	0
	InstaPoll		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	0
Public-Institutions	E-Voting	335548	252729	75.32	252729	0	100	0	0	0
	InstaPoll		0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total	335548	252729	75.32	252729	0	100	0	0	0
Public-Non Institutions	E-Voting	15944497	169775	1.06	169254	521	99.69	0.31	0	15000
	InstaPoll		5	0	5	0	100	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total	15944497	169780	1.06	169259	521	99.69	0.31	0	15000
Total		29195000	13336264	45.68	13335743	521	99.99	0.00	0	15000

**Voting Results of Extra Ordinary General Meeting (EGM) held on 28th December, 2022
Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Date of the EGM	28 th December, 2022
Total number of shareholders on record date	56594
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:	40 8 32

*Members with Multiple folio/Client Id were counted as Single member.

Agenda- wise disclosure

Resolution required: (Ordinary / Special)			4. To consider and approve threshold limit of a related party transaction. (Ordinary Resolution)							
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes							
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	Vote-s Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	12914955	0	0	0	0	0	0	0	12913755
	InstaPoll		0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total		12914955	0	0	0	0	0	0	0
Public-Institutions	E-Voting	335548	252729	75.32	0	252729	0	100	0	0
	InstaPoll		0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total		335548	252729	75.32	0	252729	0	100	0
Public-Non Institutions	E-Voting	15944497	169775	1.06	168364	1411	99.17	0.83	0	15000
	InstaPoll		5	0	5	0	100	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total		15944497	169780	1.06	168369	1411	99.17	0.83	0
Total		29195000	422509	1.45	168369	254140	39.85	60.15	0	12928755

Dinesh Kumar Gupta

Practicing Company Secretary



211, Second Floor, Shalimar Corporate Center

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

Phone: 0731- 3587752 Cell: 09425059136

email: csdineshgupta@gmail.com

Dinesh Kumar Gupta

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

Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2015 as amended]

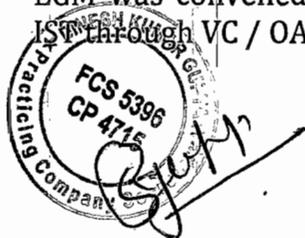
To,
The Chairperson,
TEXMO PIPES AND PRODUCTS LIMITED
CIN: L25200MP2008PLC020852
98, Bahadarpur Road Burhanpur (M.P.) 450331

Dear Sir,

Ref. Extra-Ordinary General Meeting (EGM) of the Equity Shareholders of Texmo Pipes And Products Limited held on the Wednesday, 28th December, 2022, at 12.30 P.M. through Video Conferencing (VC)/Other Audio Visual Means (OAVM):

Subject: Passing of Resolution(s) through remote electronic voting (e-voting) and e-voting at EGM, pursuant to Section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2015 as amended and Regulation 44(3) 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) and e-voting at e-EGM on the resolutions contained in the notice dated 14th November, 2022 ("Notice") issued in accordance with General Circular numbers 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021, 20/2021 and 03/2022 issued by the Ministry of Corporate Affairs (MCA) dated April 8, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23 2021, December 08, 2021 and May 5, 2022 and Clarification Circular dated January 13, 2021 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 issued by the Securities and Exchange Board of India (SEBI), calling the Extra-Ordinary General Meeting of its Equity Shareholders ("the Meeting" /"EGM") through **Video Conferencing (VC)/Other Audio Visual Means (OAVM)**. The EGM was convened on **Wednesday, 28th December, 2022, at 12.30 P.M.** through VC / OAVM.



2. An advertisement was published in Free Press (English) and Choutha Sansaar (Hindi) dated 07th December, 2022 specifying the date & time of the EGM, availability of the 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) and e-voting at the EGM.

The Company hosted the notice of EGM on its website, website of the agency providing the platform for remote electronic voting (e-voting) and e-voting at the EGM and also intimated the same to Bombay Stock Exchange Limited and National Stock Exchange of India Limited on 06th December, 2022 and an advertisement was published in Free Press (English) and Choutha Sansaar (Hindi) dated 07th December, 2022.

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

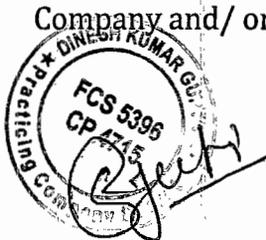
- (i) Process of e-voting remotely, before the EGM, using an electronic voting system on the dates referred to in the Notice calling the EGM ("remote e-voting"); and
- (ii) Process of e-voting at the EGM through electronic voting system.

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 resolutions contained in the Notice calling the EGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

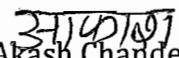
Scrutinizer's Responsibility

5. My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and e-voting at the e-EGM) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the 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 e-voting facility and attendant papers / documents furnished to me electronically by the Company and/ or (Kfin) for my verification.

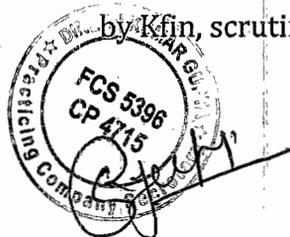


6. As mentioned in the Notice the proceedings of the EGM were deemed to be conducted at the Registered Office of the Company and the same was deemed to be the venue of EGM.
7. Further to the above, we submit our report as under:
- i. The Members of the company as on the "Cut Off" date i.e. **Wednesday, December 21, 2022**, entitled to vote on the resolutions (Items Number 1 to 4 as set out in Notice of EGM of the Company).
 - ii. The voting period for E-voting commenced on **Saturday, December 24, 2022 at 9:00 am (IST) and ends on Tuesday, December 27, 2022 at 5:00 pm (IST)** and the Kfin-voting platform was blocked thereafter and the votes cast under E-voting facilities were then unblocked and we downloaded the results.
 - iii. The votes cast were unblocked on Wednesday, 28th December, 2022 after the conclusion of the EGM and was witnessed by two witnesses, Mr. Apoorv Jain and Mr. Akash Chandel, who are not in the employment of the Company. They have signed below in confirmation of the same.


Apoorv Jain


Akash Chandel

- iv. Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions 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 & report provided by Kfin regarding the e-voting at the e-EGM and relied upon by me, it was scrutinized on test check basis.
8. As on the "Cut Off" date i.e. **Wednesday, December 21, 2022**, there were 56594 members holding 29195000 Equity Shares of Rs. 10/- each. Hence there was requirement of 30 members to present at the meeting to have valid quorum. Total 40 members (Members with Multiple Folio/Client ID were counted as single member) were present at the EGM through Video Conferencing (VC)/Other Audio Visual Means (OAVM) as per the Attendance Report generated by the company from Kfin and provided to me. Therefore, adequate quorum was present at the EGM.
9. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting at the e-EGM, 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 re-appointment and remuneration of Mrs. Rashmi Agrawal (DIN: 00316248) as Whole Time Director and Chairperson 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	78	13335708	99.99	551	0.01	15000
e-voting at EGM	1	5	0.00	0	0	0
Total	79	13335713	99.99	551	0.01	15000

ITEM NO. 2 - SPECIAL RESOLUTION

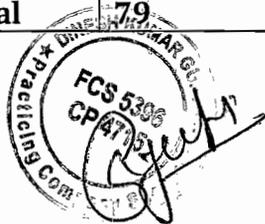
To consider and approve re-appointment and remuneration of Mr. Sanjay Kumar Agrawal (DIN: 00316249) as a Managing Director of the company.

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	78	13083009	98.10	253250	1.90	15000
e-voting at EGM	1	5	0	0	0	0
Total	79	13083014	98.10	253250	1.90	15000

ITEM NO. 3 - SPECIAL RESOLUTION

To consider and approve re-appointment and remuneration of Mr. Vijay Prasad Pappu (DIN: 02066748) as a Whole Time 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	78	13335738	99.99	521	0.01	15000
e-voting at EGM	1	5	0	0	0	0
Total	79	13335743	99.99	521	0.01	15000



ITEM NO. 4 - ORDINARY RESOLUTION

To consider and approve threshold limit of a Related Party Transaction.

Mode of Voting	Number of members voted	Votes in favor of the resolution		Votes against the resolution		Abstain
		Nos.	%	Nos.	%	Votes
Remote e-voting	78	168364	39.85	254140	60.15	12928755
e-voting at EGM	1	5	0	0	0	0
Total	79	168369	39.85	254140	60.15	12928755

10. Based on the aforesaid results, 03 (Three) Special Resolutions as contained in item nos. 1, 2 & 3 have been passed with the Requisite Majority.

01 (One) Ordinary Resolution as contained in item no. 4 has not been passed.

11. We hereby confirm that we are maintaining electronic voting data received from the Service Provider, in respect of the votes cast through e- voting. The electronic data and all other relevant records relating to 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 EGM.

Restriction on Use

12. 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.
13. I thank you for the opportunity given to act as a Scrutinizer for the above.

Thanking you,

Yours Faithfully,

Date: 30.12.2022

Place: Indore
Received



Dinesh Kumar Gupta
Dinesh Kumar Gupta

Practising Company Secretary

M No.: 5396, CP. No. 4715

Peer Review Cert. No.: 805/2020

Unique Identification No.: 12002MP298100

UDIN: F005396D002833606