

Texmo/Sec/2020-21/56

16th October, 2020

To, Manager (Listing) National Stock Exchange of India Ltd Exchange Plaza, 5th 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

Ref: <u>Texmo Pipes and Products Limited (ISIN – INE141K01013)</u>, <u>BSE Code- 533164</u>, <u>NSE Symbol – TEXMOPIPES</u>

Sub: Voting Results of the 12th Annual General Meeting held on 14th October, 2020

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 evoting as well as Instapoll during the AGM, till conclusion of AGM} in the prescribed format for the resolutions proposed at the Annual General Meeting of the Company held on 14th October, 2020 through 'Video Conferencing' along with the report of the Scrutinizer on the same.

The resolutions have been passed by the shareholders with requisite majority. The result of the voting is also being hosted on the website of the Company, https://texmopipe.com and website of the RTA and E-voting Service Provider i.e. Kfin Technologies Pvt. Ltd. at evoting.karvy.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.

Dur *

Voting Results of Annual General Meeting Held on 14th October, 2020 Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

	1
Date of the AGM	14th October, 2020
	16920
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	
No. of Shareholders attended the meeting through Video Conferencing	39
Promoters and Promoter Group:	7
Public	32

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

Agenda- wise disclosure

	0.0000000000000000000000000000000000000									
Resolution r	Resolution required: (Ordinary/ Special)		1. To receiv	To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the	dopt the Audi	ted Stand	alone and Consoli	dated Finan	Siels	atements of the
			Company	Company for the year ended 31st March, 2020, together with the Reports of the Board of Directors and the	131st March, 2	020, toget	her with the Report	ts of the Boa	ard of [Directors and the
			Auditors thereon	hereon.						
			ORDINAR	ORDINARY RESOLUTION						
Whether pro in the agend	Whether promoter/ promoter group are interested in the agenda/resolution?	interested	No							
Category	Mode of Voting	No. of	No. of	% of	No. of	No. of	% of Votes		Vote-	
		snares	votes	Votes Polled	Votes – in favour	Votes – against	in favour on	Votes against	S Invali	ned
				on outstanding			votes polled	"	p	
		5	(2)	Silaics	(4)	(2)		(7)=[(5)/(2		
	3	7 p		(3)=[(2)/(1)]* 100			(6)=[(4)/(2)]*100)]*100		-
Promoter	E-Voting		10039955	100	10039955	0	100	0	0	0
and	InstaPoll	10039955	0	0	0	0	0	0	0	0
Promoter	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA	0	0
Group	Total	10039955	10039955	100	10039955	0	100	0	0	0
Public-	E-Voting	64478	0	0	0	0	0	0	0	0
Institutions	InstaPoll		0	0	0	0	0	0	0	, 0
1	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA	0	0
	Total	64478	0	0	0	0	0	0	0	0
Public-	E-Voting	16215567	40073	0.247	40073	0	100	0	0	0
Non	_	ı	46624	0.287	46624	0	100	0	0	0
Institutions	_		NA	NA	NA	NA	NA	NA	0	- 0
	Total	16215567	26998	0.534	26998	0	100	0	0	0
Total		26320000	10126652	38.475	10126652	0	100	0	X	cts 118
									1	

Voting Results of Annual General Meeting Held on 14th October, 2020

Regulation 44(3) of the SEBI (Listing Obligations	Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
Date of the AGM	14 th October, 2020
Total number of shareholders on record date	16920
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	
No. of Shareholders attended the meeting through Video Conferencing	39
Promoters and Promoter Group:	7
Public	32

^{*}Members will Multiple folio/Client Id were counted as Single member.

Agenda- wise disclosure

	Resolution required: (Ordinary/ Special)		7 To anno	cla di rotocio a tai	CO Of Mrs Do	ind impo	A CONTRACT / ININI	1010710	Coritor ode	reiterter vid
			_	of appoint a Director in place of Mis. Rashini Devi Agrawal (Dilv. 003 16246) who retires by rotation and being eligible, offers herself for re-appointment. ORDINARY RESOLUTION	self for re-app	sointment.	Agrawai (Din. 003	310240)	who retires	by rotation
Whether pro	Whether promoter/ promoter group are interested in the agenda/resolution?	nterested	Yes							
Category	Mode of Voting	No. of	No. of	% of	No. of	No. of	% of Votes	% of	Votes	Votes
		shares	votes	Votes	Votes -	Votes -		Votes	Invalid	Abstaine
		neid	polled	Polled	in favour	against	tavour on	agains		0
				shares			votes polled	on C		
		Ξ	(2)		(4)	(2)		votes		
			<u>.</u>	(3)=[(2)/(1)]* 100			(6)=[(4)/(2)]*100	polled (7)=[(5) /(2)]*10	,	
Promoter	E-Voting		10889	0.108	10889	0	100	0	10029066	0
and		10039955								
Promoter	InstaPoll		0	0	0	0	0	0	0	0
dnois	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA	0	0
	Total	10039955	10889	0.108	10889	0	100	0	10029066	0
Public-	E-Voting	64478	0	0	0	0	0	0	0	0
Institutions	InstaPoll		0	0	0	0	. 0	0	0	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA	0	0
	Total	64478	0	0	0	0	0	0	0	0
Public-	E-Voting	16215567	40073	0.247	40067	9	99.985	0.014	0	0
Non	InstaPoll		46624	0.287	46624	0	100	0	0	0
Institutions	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA	0	0
	Total	16215567	26998	0.534	86691	9	99.993	900.0	0	0
Total		26320000		0.370	97580	9	97586 0.370 97580 6 99.993 0.006 10029066 0.00 6	900.0	0.006 10029066	0,0

annib.

Voting Results of Annual General Meeting Held on 14th October, 2020 Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Boguiromants) Possi

Regulation 44(3) of the SEBI (Listing Ubilgations and Disclosure Regulrements) Regulations, 2015	and Disclosure Reduirements) Regulations, 2015
Date of the AGM	14 th October, 2020
Total number of shareholders on record date	16920
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	
No. of Shareholders attended the meeting through Video Conferencing	39
Promoters and Promoter Group:	
Public	33
	10

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

Agenda- w	Agenda- wise disclosure	וווכת מז כווו	gie iliciliadi.							
Resolution	Resolution required: (Ordinary/ Special)		3. Appointm ORDINAR	Appointment and Ratification of Remuneration of Cost Auditors for the Financial Year 2020-21. ORDINARY RESOLUTION	of Remunera	tion of Co	st Auditors for the F	inancial Ye	ar 202(0-21.
Whether pro	Whether promoter/ promoter group are interested in the agenda/resolution?		No		2					
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		Vote- s Invali	Votes Abstai- ned
		Ē	(2)	(3)=[(2)/(1)]* 100	(4)	(2)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
Promoter	E-Voting		10039955	100	10039955	0	100	0	0	0
and	InstaPoll	10039955	0	0	0	0	0	0	0	0
Promoter	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA	0	0
Group	Total	10039955	10039955	100	10039955	0	100	0	0	0
Public-	_	64478	0	0	0	0	0	0	0	0
Institutions			0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA	0	0
	Total	64478	0	0	0	0	0	0	0	0
Public-	E-Voting	16215567	40073	0.247	40067	9	99.985	0.014	0	0
Non	_		46624	0.287	46624	0	100	0	0	0
Institutions			NA	NA	NA	NA	NA	NA	0	0
	Total	16215567	26998	0.534	86691	9	99.993	900.0	0	0
Total		26320000	10126652	38.475	10126646	9	666.66	0.000	0	0

Voting Results of Annual General Meeting Held on 14th October, 2020 Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

regulation 44(3) of the SEDI (Fishing Chilgations)	regulation 44(3) of the SEDI (clothing Obligations and Disclosure Requirements) regulations, 2013
Date of the AGM	14 th October, 2020
Total number of shareholders on record date	16920
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	
No. of Shareholders attended the meeting through Video Conferencing	39
Promoters and Promoter Group:	7
Public	32

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

Agenda-wise disclosure

Adeliga- w	Agenda- Wise disclosure									
Resolution	Resolution required: (Ordinary/ Special)		4. Appointm ORDINAR	Appointment of Dr. Smita Hajari (DIN: 08763920) as a Non-Executive Independent Director. ORDINARY RESOLUTION	ijari (DIN: 087	63920) as	a Non-Executive Ir	ndependent	Director	
Whether pro	Whether promoter/ promoter group are interested in the agenda/resolution?	nterested	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes	Vote- s Invali	Votes Abstai- ned
1/2		3	(2)	shares (3)=[(2)/(1)]* 100	(4)	(2)	(6)=[(4)/(2)]*100	polled (7)=[(5)/(2)]*100	?	2
Promoter	E-Voting		10039955	100	10039955	0	100	0	0	0
and	InstaPoll	10039955	0	0	0	0	0	0	0	0
Promoter	Postal Ballot (if applicable)	000000	NA	NA	NA	NA	NA	NA	0	0
Group	Total	10039955	10039955	100	10039955	0	100	0	0	0
Public-	E-Voting	64478	0	0	0	0	0	0	0	0
Institutions	InstaPoli		0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA	0	0
	Total	64478	0	0	0	0	0	0	0	0
Public-	E-Voting	16215567	40073	0.247	40067	9	99.985	0.014	0	0
Non	InstaPoll		46624	0.287	46624	0	100	0	0	0
Institutions	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA	0	0
	Total	16215567	26998	0.534	86691	9	99.993	900.0	0	0
Total		26320000	10126652	38.475	10126646	9	666.66	0.000	0	0

Voting Results of Annual General Meeting Held on 14th October, 2020

Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Regulations, 2015	and Disclosure Requirements) Requiations, 2015
Date of the AGM	14 th October, 2020
Total number of shareholders on record date	16920
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group:	Not Applicable
Public:	
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group:	39
Public	32

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

Agenda-wise disclosure

	0.0000000000000000000000000000000000000									
Resolution	Resolution required: (Ordinary/ Special)		2000011001	of Carolina Oboroa	- Contraction	11 -1 -1 -1				
*			0)	Issuance of Equity Shares on Preferential basis to the Promoters. SPECIAL RESOLUTION	n Preierential	pasis to th	e Promoters.			
Whether pro	Whether promoter/ promoter group are interested in the agenda/resolution?	nterested	Yes							
Category	Mode of Voting	No. of	No. of	% of	No	No of	% of Votes	% Of	177	Votos
		ė		tes	S	Votes -	5			Abstai-
		held	polled	Polled	in favour	against	favour on	#	2 2	ned
				on outstanding			votes polled	s	ali-	
		Ξ	(2)	2	(4)	(2)		(7)=[(5)/(2	р	
				(3)=[(2)/(1)]* 100			(6)=[(4)/(2)]*100)]*100		
Promoter	E-Voting		4800	0.047	4800	0	100	0	0	0 10035155
and		10039955		i s) i)	
Group	InstaPoll		0	0	0	0	0	0	C	0
<u>L</u>	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA		
	Total	10039955	4800	0.047	4800	0	100	0	0	10035155
Public-	E-Voting	64478	0	0	c	c			<	
Institutions										
	Postal Ballot (if applicable)		N Y	NA V	NA V	NA	NAN	NA		
	Total	64478	0	0	0	C	0			
Public-	E-Voting	16215567	40073	0.247	40067	9	99.985	0.014	0	0
Non.	InstaPoll		46624	0.287	46624	0	100	0	0	0
Institutions	Postal Ballot (if applicable)		NA	NA	NA A	NA	NA	NA	0	
	Total	16215567	86697	0.534	86691	9	99.993	0.006	0	0
Total		26320000	91497	0.347	91491	9	99.993 0.0	900.00	0	0 10035155
							1	2	-	

Voting Result of Annual General Meeting Held on 14th October, 2020 Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

negulation 44(3) of the SEDI (Eisting Obligations and Disclosure Requirements) Regulations, 2013	illa Disclosure Reduiremes) Regulations, 2013
Date of the AGM	14 th October, 2020
Total number of shareholders on record date	16920
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	
No. of Shareholders attended the meeting through Video Conferencing	39
Promoters and Promoter Group:	_
Label	32

Agenda- wi	Agenda- wise disclosure									
Resolution	Resolution required: (Ordinary/ Special)		6. To Appro	To Approve Revision in Remuneration of Shri Saniay Kumar Agrawal (DIN: 00316249) as	emuneration	of Shri Sa	niav Kumar Agrav	val (DIN: 0	03162	249) as a
=			- 0)	Managing Director of the Company SPECIAL RESOLUTION	mpany.					
Whether pro in the agend	Whether promoter/ promoter group are interested in the agenda/resolution?	nterested	Yes							
Category	Mode of Voting	No. of	No. of	% of	No. of	No. of	% of Votes	% of	Vot	Votes
		shares held	votes polled	Votes Polled	Votes - in favour	Votes – against	in favour on	Votes against	_	Abstai- ned
		(5)		on outstanding shares		ı	votes polled	S	ali-	
		£	(2)	(3)=[(2)/(1)]* 100	(4)	(2)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	3	
Promoter	E-Voting		4800	0.047	4800	0	100	0	0	10035155
and	InstaPoll	10039955	0	0	0		C			
Group	Postal Ballot (if applicable)		NA VA	NA NA	Ϋ́	NA	NA N	NA	0	
	Total	10039955	7	0.047	4800	0	100	0	0	0035155
Public-	E-Voting	64478		0	0	0	0	0	0	0
Institutions	InstaPoll		. 0	0	0	.0	0	0	0	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA	0	0
	Total	64478	0	. 0	0	0	0	0	0	0
Public-	E-Voting	16215567	40073	0.247	40067	9	99.985	0.014	0	0
Non			46624	0.287	46624	0	100	0	0	0
Institutions	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA	0	0
	Total	16215567	86697	0.534	86691	9	99.993	900.0	0	0
Total		26320000	91497	0.347	91491	9	99.993	9000	0 1	0 10035155

Manpur

Voting Result of Annual General Meeting Held on 14th October, 2020 Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Page

regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Requiations, 2015	and Disclosure Reduirements) Reduiations, 2015
Date of the AGM	14 th October, 2020
Total number of shareholders on record date	16920
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	39
Promoters and Promoter Group:	
Public	32

^{*}Members will Multiple folio/Client Id were counted as Single member.

9	SUPPLY YEAR
žű	Ĕ
wise disclosur	Lead Internal

Resolution	Resolution required: (Ordinary/ Special)		7. To Appro Time Dire SPECIAL	To Approve Revision in Remuneration of Smt. Rashmi Devi Agrawal (DIN: 00316248) as Whole Time Director of the Company.	nuneration of 1y.	Smt. Rasl	ımi Devi Agrawal	(DIN: 00316	3248)	as Whole
M/hothor pro	i one disconnection lands and									
in the agend	whether promoter promoter group are interested in the agenda/resolution?	nterested	Yes							
Category	Mode of Voting	No. of	No. of	% of	No. of	No. of	% of Votes	% of	Vot	Votes
		shares	votes	Votes	Votes -	Votes -	Ë	Votes	es	Abstai-
		held	polled	Polled	in favour	against	favour on	against	_	ned
				on outstanding		ı	votes polled	S	_	
				shares				polled	7	
		£	(2)		(4)	(2)		(7)=[(5)/(2	3	
				(3)=[(2)/(1)]* 100			(6)=[(4)/(2)]*100)]*100		
Promoter	E-Voting		4800	0.047	4800	0	100	0	0	0 10035155
Promoter	InstaPoll	10039955	0	0	0	0	0	0	0	0
Group	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA	0	0
_	Total	10039955	4800	0.047	4800	0	100	0	0	10035155
Public-	E-Voting	64478	0	0	0	0	0	0	0	0
Institutions			0	0	0	0	0	0	0	0
(14)	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA	0	0
	Total	64478	0	0	0	0	0	0	0	0
Public-	E-Voting	16215567	40073	0.247	40067	9	99.985	0.014	0	0
Non	InstaPoll		46624	0.287	46624	0	100	0	0	0
Institutions	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA	0	0
	Total	16215567	26998	0.534	86691	9	99.993	9000	0	0
Total		26320000	91497	0.347	91491	9	99.993	900.0	0 1	0 10035155
							STORY	1	1	

Indue

Noting Result of Annual General Meeting Held on 14th October, 2020 Regulation 44(3) of the SFBI (Listing Obligations and Disclosure Beautiful State of the SFBI (Listing Obligations and Disclosure Beautiful State of the SFBI (Listing Obligations and Disclosure Beautiful State of the SFBI (Listing Obligations and Disclosure Beautiful State of the SFBI (Listing Obligations and Disclosure Beautiful State of the SFBI (Listing Obligations and Disclosure Beautiful State of the SFBI (Listing Obligations and Disclosure Beautiful State of the SFBI (Listing Obligations and Disclosure Beautiful State of the SFBI (Listing Obligations and Disclosure Beautiful State of the SFBI (Listing Obligations and Disclosure Beautiful State of the SFBI (Listing Obligations and Disclosure Beautiful State of the SFBI (Listing Obligations and Disclosure Beautiful State of the SFBI (Listing Obligations and Disclosure Beautiful State of the SFBI (Listing Obligations and Disclosure Beautiful State of the Beautiful State of the

Regulation 44(3) of the SEBI (Listing Obligations	and Disclosure Requirements) Requiretions, 2015
Date of the AGM	14th October, 2020
Total number of shareholders on record date	16920
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group:	NI24 A [2-11]
Public:	not Applicable
No. of Shareholders attended the meeting through Video Conferencing	39
Promoters and Promoter Group: Public	7
	32

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

Ф	
e disclosur	
응	1
g	
vise	
a-v	
genda-	
Age	

Resolution	Resolution required: (Ordinary/ Special)		8. Increase ORDINA	Increase of Authorised Share Capital and Alteration in Clause V of Memorandum of Association. ORDINARY RESOLUTION	e Capital and	Alteration	in Clause V of Men	norandum o	f Assoc	ciation.
Whether pro	Whether promoter/ promoter group are interested in the agenda/resolution?	nterested	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes	Vote- s Invali	Votes Abstai- ned
0		5	(2)	shares (3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	polled (7)=[(5)/(2)]*100	Р	
Promoter	E-Voting		10039955	100	10039955	0	100	0	0	0
and	InstaPoll	10039955	0	0	0	0	0		0	
Promoter	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA	0	0
Group	Total	10039955	10039955	100	10039955	0	100	0	0	
Public-	_	64478	0	0	0	0	0	0	0	0
Institutions			0	0	0	0	0	0	0	0
	Postal ballot (if applicable)	01111	NA	ŊĄ	NA	NA	NA	NA	0	0
Public	FVoting	644/8	0	0	0	0	0	0	0	0
Non	E-Voing	16215567	40073	0.247	40067	9	99.985	0.015	0	0
Institutions	InstaPoll		46624	0.287	46624	0	100	0	0	0
SHORINGHIS	Fostal Ballot (if applicable)		NA	NA	NA	NA	NA	ΑΝ	0	0
	lotal	16215567	26998	0.534	86691	9	99.993	900.0	0	0
lotal		26320000	10126652	38.475	10126646	11	oducts 99 999	0.000	0	0

Dinesh Kumar Gupta

Practicing Company Secretary

Dinesh Kumar Gupta B.COM., LL.B. (Hons.), FCS



104, Sham Tower, 1st Floor, Near Hotel President,

164/2, R.N.T. Marg, Indore (M. P.) 452 001 Phone: 0731 - 2526208 Cell: 09425059136

email: csdineshgupta@igmail.com

Consolidated Scrutinizer's Report

[Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20 & 21 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,

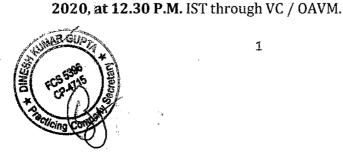
Ref.

12th Annual General Meeting (AGM) of the Equity Shareholders of Texmo Pipes And Products Limited held on the Wednesday, 14th October, 2020. 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 AGM (Instapoll), pursuant to Section 108 & 109 of Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2015 as amended and Regulation 44(3) of the SEBI (LISTING OBLIGATIONS ANDDISCLOSURE 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 AGM (Instapoll) on the resolutions contained in the notice dated 15th September 2020 ("Notice") issued in accordance with General Circular No. 14/2020, 17/2020 and 20/2020 dated 8 April 2020, 13 April 2020 and 5 May 2020 respectively including all other respective circulars issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, calling the 12th Annual General Meeting of its Equity Shareholders ("the Meeting" /"AGM") through Video Conferencing (VC)/Other Audio Visual Means (OAVM). The AGM was convened on Wednesday, 14th October,



2. An advertisement was published in Free Press (English) and Choutha Sansaar (Hindi) dated 18th September, 2020 specifying the date & time of the AGM, 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 AGM (Instapoll).

The Company hosted the notice of AGM on its website, website of the agency providing the platform for remote electronic voting (e-voting) and e-voting at AGM (Instapoll) and also intimated the same to Bombay Stock Exchange Limited and National Stock Exchange of India Limited on 22nd September, 2020 and an advertisement was published in Free Press (English) and Choutha Sansaar (Hindi) dated 23rd September, 2020

Also corrigendum to the notice of AGM was published in Free Press (English) and Choutha Sansaar (Hindi) dated 01st October, 2020 and also intimated the same to Bombay Stock Exchange Limited and National Stock Exchange of India Limited on 30th September, 2020.

- 3. The said appointment as Scrutinizer is under the provisions of Section 108 & 109 of the Companies Act, 2013 ("the Act") read with Rule 20 & 21 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 AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote e-voting"); and
 - (ii) Process of e-voting at the AGM through electronic voting system ("Instapoll")

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 AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

Scrutinizer's Responsibility

My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and Instapoll) 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 Private 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. 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**, **October 7**, **2020**, entitled to vote on the resolutions (Items Number 1 to 8 as set out in Notice of 12thAGM of the Company).
 - ii. The voting period for E-voting commenced on Sunday, October 11, 2020 at 9:00 am (IST) and ends on Tuesday, October 13, 2020 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, 14th October, 2020 after the conclusion of the AGM and was witnessed by two witnesses, Mr. Ajay Rajput and Mr. Sunil Patel, who are not in the employment of the Company. They have signed below in confirmation of the same.

Ajay Rajput

Sunil Patel

- iv. Thereafter, the details containing, interalia, 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 Instapoll and relied upon by me, it was scrutinized on test check basis.
- As on the "Cut Off" date i.e. **Wednesday, October 7, 2020**, there were 16920 members holding 26320000 Equity Shares of Rs. 10/- each. Hence there was requirement of 30 members to present at the meeting to have valid quorum. Total 39 members (Members with Multiple Folio/Client ID were counted as single member) were present at the 12th AGM 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 12th AGM.
- 8. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and Instapoll, based on the reports generated by Kfin, scrutinized on test check basis and relied upon by me as under:-



ITEM NO. 1 - ORDINARY RESOLUTION

To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the year ended 31st March, 2020, together with the Reports of the Board of Directors and the Auditors thereon.

Mode of Voting	Number of members	Votes in favor	of the	Votes ag resoluti	gainst the 🦸 on	Abstain Votes
	voted	Nos.	%	Nos.	%	Nos.
Remote e-voting	46	10080028	99.54	0	0	0
e-voting at AGM Instapoll	5	46624	0.46	0	0	0
Total	51	10126652	100	0	0	0

ITEM NO. 2 - ORDINARY RESOLUTION

To appoint a Director in place of Smt. Rashmi Devi Agrawal ((DIN: 00316248) who retires by rotation and being eligible, offers herself for re-appointment

Mode of Voting	Number of members	Votes in favor resolution	of the	Votes ag	gainst the on	Abstain Votes
	voted	Nos.	%	Nos.	9/6	Nos.
Remote e-voting	46	*50956	52.22	6	0	0
e-voting at AGM Instapoll	5	46624	47.78	0	0	0
Total	51	97580	100	6	0	0

^{*}For Resolution No. 02, Smt. Rashmidevi Agrawal, Shri Sanjay Kumar Agrawal & M/s. Shree Padmavati Irrigations LLP has voted, however being interested party their vote is not considered.



SPECIAL BUSINESS

ITEM NO. 3 - ORDINARY RESOLUTION

Appointment and Ratification of Remuneration of Cost Auditors for the Financial Year 2020-21:

Mode of Voting	Number of members	Votes in favor		Votes ag resoluti	gainst the on	Abstain Votes
4	voted	Nos.	%	Nos.	%	Nos.
Remote e-voting	46	10080022	99.54	6	0	0
e-voting at AGM Instapoll	5	46624	0.46	0	0	0
Total	51	10126646	100	6	0	0

ITEM NO. 4 – ORDINARY RESOLUTION

Appointment of Dr. Smita Hajari (Din: 08763920) As A Non Executive Independent Director

Mode of Voting	Number of members			Votes in favor	rofthe .	Votes a resolut	gainst the ion	Abstain Votes
.00	vote	d		Nos.	%	Nos.	%	Nos.
Remote e-voting	46			10080022	99.54	6	0	0
e-voting at AGM Instapoll	5		\$0 1	46624	0.46	0	0	0
Total	51		: {	10126646	100	6	0	0

ITEM NO. 5 - SPECIAL RESOLUTION

Issuance of equity shares on preferential basis to the promoters

Mode of	Number of members	Votes in favor		Votes ag resoluti	gainst the on	Abstain Votes
Voting -	voted	Nos.	%	Nos.	%	Nos.
Remote e-voting	46	44867	49.04	6	0	10035155
e-voting at AGM Instapoll	5	46624	50.96	0	0	0
Total	51	91491	100	6	0	10035155



ITEM NO. 6 - SPECIAL RESOLUTION

To approve revision in remuneration of Shri Sanjay Kumar Agrawal (DIN: 00316249) as a Managing Director of the company

Mode of Voting	1	Votes in fav		Votes ag	gainst the	Abstain Votes
	voted	Nos.	%	Nos.	9/6	Nos.
Remote e-voting	46	44867	49.04	6	0	10035155
e-voting at AGM Instapoll	5	46624	50.96	0	0	0
Total	51	91491	100	6	0	10035155

ITEM NO. 7 - SPECIAL RESOLUTION

To approve revision in remuneration of Smt. Rashmi Devi Agrawal (DIN: 00316248) as 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	46	44867	49.04	6	0	10035155
e-voting at AGM Instapoll	5	46624	50.96	0	0	0
Total	51	91491	100	6	0	10035155

ITEM NO. 8 - ORDINARY RESOLUTION

Increase of Authorised Share Capital and Alteration in Clause V of Memorandum of Association.

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	46	10080022	99.54	6	0	0
e-voting at AGM Instapoll	5	46624	0.46	0	0	0
Total	51	10126646	100	6	0	0



- 8. Based on the aforesaid results, 05 (Five) Ordinary Resolutions as contained in item nos. 1, 2, 3, 4 & 8 and 03 (Three) Special Resolutions as contained in item nos. 5, 6 & 7 have been passed with the Requisite Majority.
- 9. 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 AGM.

Restriction on Use

- 10. 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.
- 11. I thank you for the opportunity given to act as a Scrutinizer for the above.

Thanking you,

Yours Faithfully,

Date:16.10.2020 Place: Indore FCS 5'556 CP-4715

Dinesh Kumar Gupta

Practising Company Secretary

M No.: 5396, CP. No. 4715

Peer Review Cert. No.: 805/2020

Unique Identification No.: 12002MP298100

UDIN: F005396B000967346

Received

Received

Received

Received

Received

Received

Received