



P-2, Prime Industrial & Logistics Hub, Nr. Bharat Gas Plant,  
NH-8, Wadala Road, Hariyala, Kheda-387570. (Gujarat) INDIA  
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October 05, 2024

To  
**BSE Limited**  
**Listing Dept. / Dept. of Corporate Services**  
Phiroze Jeejeebhoy Towers,  
25<sup>th</sup> Floor, Dalal Street,  
Mumbai – 400001

**Scrip Code: 526638**

Dear Sir/Madam,

**Sub: Submission of Voting Results and Scrutinizers Report of the Extra Ordinary General Meeting of the Company**

We would like to inform you that the Extra Ordinary General Meeting (EGM) of the Company was held on Saturday, October 05, 2024 at 806, Swati Clover, Shilaj Circle, Sardar Patel Ring Road, Thaltej Road, Ahmedabad - 380 054.

In this regard, please find enclosed herewith:

- i. Voting Results under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- ii. Scrutinizers Report of the EGM as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time.

Kindly take the same on record.

Thanking you,

**Yours faithfully,**  
**For Texel Industries Limited**

**Shubham Kiran Shah**  
**Company Secretary & Compliance Officer**

Encl: As above

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Voting results	
Record date	28-09-2024
Total number of shareholders on record date	7796
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	7
b) Public	25
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of resolution passed in the meeting</b>	<b>2</b>
Disclosure of notes on voting results	<a href="#">Add Notes</a>

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Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Preferential Issue of Warrants by way of preferential issue on private placement basis to persons belonging to the Promoter Category.				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		2471377	70.8834	2471377	0	100.0000	0.0000
	Poll	3486540	2716	0.0779	2716	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	3486540	2474093	70.9613	2474093	0	100.0000	0.0000
Public-Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	10000	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	10000	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		23645	0.4882	23645	0	100.0000	0.0000
	Poll	4843149	27319	0.5641	27319	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	4843149	50964	1.0523	50964	0	100.0000	0.0000
<b>Total</b>		8339689	2525057	30.2776	2525057	0	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Preferential Issue of Equity Shares by way of preferential issue on private placement basis to persons belonging to Promoter Category and Non-Promoter Category.				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3486540	2471377	70.8834	2471377	0	100.0000	0.0000
	Poll		2716	0.0779	2716	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		3486540	2474093	70.9613	2474093	0	100.0000
Public-Institutions	E-Voting	10000	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		10000	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	4843149	23858	0.4926	23858	0	100.0000	0.0000
	Poll		27319	0.5641	27319	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		4843149	51177	1.0567	51177	0	100.0000
<b>Total</b>		8339689	2525270	30.2801	2525270	0	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



**Form No. MGT-13  
Report of Scrutinizer**

*[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time]*

To,  
Mr. Shailesh R. Mehta, Chairman  
Extra Ordinary General Meeting (EGM) of the Equity Shareholders of  
Texel Industries Limited,  
held on 05<sup>th</sup> October, 2024 at 11:30 a.m.  
at 806 Swati Clover, Shilaj Circle,  
Sardar Patel Ring Road, Thaltej Road,  
Ahmedabad 380054

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on Remote E-voting and voting through Ballot paper at the EGM of Texel Industries Limited (the 'Company')**

I, D. A. Rupawala, Proprietor of M/s. D.A. Rupawala & Associates, Chartered Accountants, have been appointed as Scrutinizer by the Board of Directors of Texel Industries Limited (the Company), pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, to scrutinize the remote e-voting process and voting through Ballot paper at the Extra Ordinary General Meeting of Texel Industries Limited held on Saturday, 05<sup>th</sup> October, 2024 at 11:30 a.m. physically at 806 Swati Clover, Shilaj Circle, Sardar Patel Ring Rd, Thaltej Road, Ahmedabad 380054. I submit my report as under:

- (i) The Company has provided remote e-voting facility offered by Central Depository Services (India) Limited (CDSL) electronically as well as voting through Ballot paper at the EGM for casting the votes by the shareholders of the Company.
- (ii) The shareholders of the Company holding shares as on the "cut-off" date i.e. on 28<sup>th</sup> September, 2024 were entitled to vote on the resolutions as set out in the Notice of the EGM.
- (iii) The voting period for remote e-voting commenced from Tuesday, 01<sup>st</sup> October, 2024 at 10:00 a.m. and ended on Friday, 04<sup>th</sup> October, 2024 at 5:00 p.m. and thereafter the CDSL remote e-voting platform was blocked.





# D.A. Rupawala & Associates

CHARTERED ACCOUNTANT

- (iv) The Company had provided voting facility through ballot paper to the members who attended the EGM physically and had not voted on resolutions through remote e-voting, to cast their vote at the EGM.
- (v) After the completion of the Ballot voting process at the EGM, the votes cast through Ballot paper at the EGM were counted and voting through remote e-voting facility were unblocked, downloaded from the e-voting website of CDSL (<https://www.evotingindia.com>) in the presence of two witnesses, who are not in the employment of the Company.
- (vi) I have scrutinized and reviewed the remote e-voting and votes cast therein based on the data downloaded from the CDSL e-voting system.

The management of the Company is responsible to ensure the compliance with the requirements of the Act, Rules, circulars issued from time to time relating to voting through electronic as well as ballot voting system on the resolutions as set out in the Notice of the EGM of the Members of Company. My responsibility as a Scrutinizer for the remote e-voting and ballot voting at the EGM is restricted in making a Scrutinizer's Report of the votes cast "IN FAVOUR" or "AGAINST" on the resolutions stated in the Notice, based on the votes cast through Ballot paper and reports generated from the e-voting system of CDSL, the authorized agency engaged by the Company.

The Consolidated report of remote e-voting as well as voting through Ballot paper at the EGM is as under:

➤ **SPECIAL BUSINESS:**

I. Resolution No. 1:- As a Special Resolution

**TO CONSIDER AND APPROVE THE PREFERENTIAL ISSUE OF WARRANTS BY WAY OF PREFERENTIAL ISSUE ON PRIVATE PLACEMENT BASIS TO PERSONS BELONGING TO THE PROMOTER CATEGORY**

(i) Voted in favour of the resolution:

Mode of voting	Number of members who voted through	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	18	24,95,022	98.81
Ballot voting at the EGM	19	30,035	1.19
<b>Total :</b>	<b>37</b>	<b>25,25,057</b>	<b>100</b>





(ii) Voted against the resolution:

Mode of voting	Number of members who voted through	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0
Ballot voting at the EGM	0	0	0
<b>Total :</b>	<b>0</b>	<b>0</b>	<b>0</b>

(iii) Invalid votes

Mode of voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	0	0
Ballot voting at the EGM	0	0
<b>Total :</b>	<b>0</b>	<b>0</b>

II. Resolution No. 2:- As a Special Resolution

**TO CONSIDER AND APPROVE THE PREFERENTIAL ISSUE OF EQUITY SHARES BY WAY OF PREFERENTIAL ISSUE ON PRIVATE PLACEMENT BASIS TO PERSONS BELONGING TO PROMOTER CATEGORY AND NON-PROMOTER CATEGORY**

(i) Voted in favour of the resolution:

Mode of voting	Number of members who voted through	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	19	24,95,235	98.81
Ballot voting at the EGM	19	30,035	1.19
<b>Total :</b>	<b>38</b>	<b>25,25,270</b>	<b>100</b>

(ii) Voted against the resolution:

Mode of voting	Number of members who voted through	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0
Ballot voting at the EGM	0	0	0
<b>Total :</b>	<b>0</b>	<b>0</b>	<b>0</b>





# D.A. Rupawala & Associates

CHARTERED ACCOUNTANT

(iii) Invalid votes

Mode of voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	0	0
Ballot voting at the EGM	0	0
<b>Total :</b>	<b>0</b>	<b>0</b>

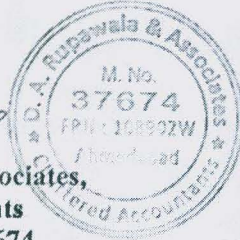
All the relevant records relating to remote e-voting and ballot voting at the EGM will remain in our safe custody until the Chairman approves and signs the minutes of the Extra-Ordinary General Meeting and the same shall thereafter be handed over to the Company Secretary.

Thanking you,

Yours faithfully,

D.A. Rupawala

*D.A. Rupawala*  
Proprietor of  
D.A Rupawala & Associates,  
Chartered Accountants  
Membership No. 037674  
Scrutinizer  
UDIN: 24037674BKDAVA4865



Counter Signed

*Shailesh R Mehta*  
Shailesh R Mehta  
DIN: 01457666  
Chairman & Managing Director



*Hussain Bootwala*  
Hussain Bootwala  
Witness

*R.F. Vahora*  
Ronak Vahora  
Witness

Date : 05/10/2024  
Place: Ahmedabad