

CANDOUR TECHTEX LIMITED

Regd Office: 108/109, T.V. Industrial Estate, 52, S.K.Ahira Marg, Worli, Mumbai-400030,
Maharashtra, Mobile no.: 9324802995 / 9324802991 Email: jrmehta@jrmehtha.com; sales@cteil.com
CIN: L25209MH1986PLC040119

Date: September 28, 2024

To
The BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai – 400001

To,
The Metropolitan Stock Exchange of India Limited,
Building A, Unit 205A, 2nd Floor,
Piramal Agastya Corporate Park, L.B.S Road,
Kurla West, Mumbai – 400070

Scrip Code: 522292
Scrip Id: CANDOUR

MSEI Symbol: CANDOUR

Dear Sir

Sub: Disclosure of Voting Results along with Scrutinizer's Report pursuant to Regulation - 44 (3) of SEBI (Listing Obligations and Disclosure Requirement Regulations, 2015) of the 38th Annual General Meeting held on 27th September, 2024

This is to inform you that at the 38th Annual General Meeting (AGM) of the Company held on 27th September, 2024 at 3.00 p.m. through two-way Video Conferencing, all items of business as contained in the Notice of the AGM dated 12th August, 2024 were transacted and approved by the shareholders with requisite majority.

The details of the consolidated voting results (i.e. results of remote e-voting together with e-voting at AGM) in the format prescribed under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the Scrutinizer's Report is enclosed for your information and records.

Thanking you

Yours faithfully,

For Candour Techtex Limited

JAYESH
RAMNIKLAL
MEHTA

Digitally signed
by JAYESH
RAMNIKLAL
MEHTA

Jayesh Ramniklal Mehta
Managing Director
DIN: 00193029

VOTING RESULTS - 38TH AGM OF CANDOUR TECHTEX LIMITED

[Pursuant to Regulation - 44(3) of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulation, 2015.]

Date of Annual General Meeting	27th September, 2024
Total Number of shareholders on Record date (i.e. 20 th September 2024, cut-off date for voting purpose)	3700
Number shareholders present in the Meeting either in person or through proxy:	
- Promoter and Promoter Group	0
- Public	0
Number of shareholders attended the Meeting through Video Conferencing	
- Promoters and Promoter Group	2
- Public	31



Resolution (1)								
Resolution required: (Ordinary/ Special)				Ordinary Resolution				
Whether promoter/ promoter group are interested in the agenda/resolution?				NO				
Description of resolution considered				1 To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2024 together with the Reports of the Board of Directors and the Auditors thereon.				
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"
Promoter and Promoter Group	E-Voting	5995824	5484622	91.47	5484622	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	5995824	5484622	91.47	5484622	0	100.00	0.00
Public-Institutions	E-Voting	85645	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	85645	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-Voting	10855794	2633424	24.26	2633424	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	10855794	2633424	24.26	2633424	0	100.00	0.00
Total		16937263	8118046	47.93	8118046	0	100.00	0.00
Whether resolution is Pass or Not.							Passed	



Resolution (2)								
Resolution required: (Ordinary/ Special)				Ordinary Resolution				
Whether promoter/ promoter group are interested in the agenda/resolution?				NO				
Description of resolution considered				2 To appoint a Director in place of Sharmila Hiralal Amin (DIN: 06770401), who retires by rotation and being eligible offers himself/herself for re-appointment.				
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"
Promoter and Promoter Group	E-Voting	5995824	5484622	91.47	5484622	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	5995824	5484622	91.47	5484622	0	100.00	0.00
Public-Institutions	E-Voting	85645	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	85645	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-Voting	10855794	2633424	24.26	2633424	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	10855794	2633424	24.26	2633424	0	100.00	0.00
Total		16937263	8118046	47.93	8118046	0	100.00	0.00
Whether resolution is Pass or Not.							Passed	



Resolution (3)								
Resolution required: (Ordinary/ Special)				Special Resolution				
Whether promoter/ promoter group are interested in the agenda/resolution?				YES				
Description of resolution considered				3 Revision in terms of remuneration of Mr. Jayesh Ramniklal Mehta, Chairman and Managing Director of the company.				
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 "
Promoter and Promoter Group	E-Voting	5995824	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	5995824	0	0.00	0	0	0.00	0.00
Public-Institutions	E-Voting	85645	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	85645	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	10855794	2516818	23.18	2516818	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	10855794	2516818	23.18	2516818	0	100.00	0.00
Total		16937263	2516818	14.86	2516818	0	100.00	0.00
Whether resolution is Pass or Not.							Passed	



Resolution (4)								
Resolution required: (Ordinary/ Special)				Special Resolution				
Whether promoter/ promoter group are interested in the agenda/resolution?				NO				
Description of resolution considered				4 Appointment of Mr. Jayesh Bhanushali (DIN: 10765301) as an Independent Director of the Company.				
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"
Promoter and Promoter Group	E-Voting	5995824	5484622	91.47	5484622	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	5995824	5484622	91.47	5484622	0	100.00	0.00
Public-Institutions	E-Voting	85645	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	85645	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-Voting	10855794	2633424	24.26	2633424	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	10855794	2633424	24.26	2633424	0	100.00	0.00
Total		16937263	8118046	47.93	8118046	0	100.00	0.00
Whether resolution is Pass or Not.							Passed	



Resolution (5)								
Resolution required: (Ordinary/ Special)				Special Resolution				
Whether promoter/ promoter group are interested in the agenda/resolution?				NO				
Description of resolution considered				5 Appointment of Mr. Zareer Dinshaw Colabavala (DIN: 01835112) as an Independent Director of the Company.				
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"
Promoter and Promoter Group	E-Voting	5995824	5484622	91.47	5484622	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	5995824	5484622	91.47	5484622	0	100.00	0.00
Public-Institutions	E-Voting	85645	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	85645	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	10855794	2633424	24.26	2633424	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	10855794	2633424	24.26	2633424	0	100.00	0.00
Total		16937263	8118046	47.93	8118046	0	100.00	0.00
Whether resolution is Pass or Not.							Passed	



**SCRUTINIZER' REPORT**

[Pursuant to section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman of the 38th Annual General Meeting of the Equity Shareholders of M/s. Candour Techtex Limited (Formerly known as Chandni Textiles Engineering Industries Limited) held on Friday, 27th September 2024 at 03:00 PM held through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") as conducted in accordance with the Ministry of Corporate Affairs Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 April 13, 2020 and Circular No. 20/2020 dated May 05, 2020, General Circular No.02/2021 dated January 13, 2021 and General Circular No. 02/2022 dated May 05, 2022 and General Circular No. 10/2022 dated December 28, 2022 (collectively referred to as "MCA Circulars") and Circular numbers SEBI/HO/CFD/CMDI/CIR/P/2020/79, dated. May 12, 2020, SEBI/HO/CFD/CMD2/ CIR/P/2022/62 dated May 13, 2022 and SEBI/H-0/CFD/ PoD-2/P /CIR/2023/4 dated January 5, 2023, issued by the Securities and Exchange Board of India ("SEBI") (hereinafter collectively referred to as "the Circulars"), other applicable circulars issued by the Securities and Exchange Board of India (SEBI) permitted to hold the Annual General Meeting ("AGM") through Video Conferencing (VC)/ Other Audio Visual Means (OAVM), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (the "Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

Sub: Scrutinizer's report on e-voting conducted pursuant to provisions of Section 108 & Section 109 of the Companies Act, 2013 ("the Act") read with Rule 20 & 21(2) of the Companies (Management and Administration) Rules, 2014 as amended.

Dear Sir,

- I, Ashutosh Somani, Practicing Chartered Accountant, Partner of M/s. S P K G & Co., LLP has been appointed as the Scrutinizer by the Board of Directors of M/s. Candour Techtex Limited (Formerly known as Chandni Textiles Engineering Industries Limited) (the company), for the purpose of:
 - Scrutinizing the remote e-voting process 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 (Rules) and,
- As required under Sections 101 and 108 of the Act, a Notice dated August 12, 2024, along with an Explanatory Statement under Section 102 of the Act was sent to the shareholders in respect of the 38th Annual General Meeting of the Company. The shareholders holding shares as on cut-off (record date) i.e. 20th September 2024 were entitled to vote on the proposed resolutions on Item No. 1 to Item No. 5 as set out in the Notice of the 38th Annual General Meeting of The Company.
- The Company had availed the remote e-voting facility offered by Purva Sharegistry (India) Private Limited for conducting remote e-voting by shareholders of the Company. The remote e-voting period commenced on Tuesday i.e. 24th September 2024 at 9:00 A.M. and ended on Thursday, 26th September 2024 at 05:00 P.M. and the CDSL e-voting platform was blocked thereafter.
- At the 38th AGM of the Company held on Friday, 27th September 2024 at 03:00 PM through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), the Company also provided e-voting facility to the shareholders present at the AGM through VC/OAVM and who had not cast their vote earlier



through remote e-voting.

5. After the closure of the votes cast under remote e-voting facility and e-voting during the AGM, the said e-voting facilities were blocked.

I have scrutinized and reviewed the votes tendered through remote e-voting.

Resolution 1: Ordinary Resolution: To receive consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2024 together with the Reports of the Board of Directors and the Auditors thereon								
Manner of Voting	In Favour of Resolution			Against the Resolution			Invalid/ Abstain/ Rejected Votes	
	No. of Shareholders	No. of Shares/ e-votes	% of Shares / e-votes received	No. of Shareholders	No. of Shares / e-votes	% of Shares / e-votes received	No. of Shareholders	No. of Shares/ e-votes
Remote e-voting	49	81,18,046	100.00	-	-	-	-	-
E-voting at the AGM	-	-	-	-	-	-	-	-
Total	49	81,18,046	100.00	-	-	-	-	-

Resolution 2: Ordinary Resolution: To appoint a director in place of Sharmila Hiralal Amin (DIN: 06770401), who retires by rotation and being eligible offers himself/herself for reappointment								
Manner of Voting	In Favour of Resolution			Against the Resolution			Invalid/ Abstain/ Rejected Votes	
	No. of Shareholders	No. of Shares/ e-votes	% of Shares / e-votes received	No. of Shareholders	No. of Shares / e-votes	% of Shares / e-votes received	No. of Shareholders	No. of Shares/ e-votes
Remote e-voting	49	81,18,046	100.00	-	-	-	-	-
E-voting at the AGM	-	-	-	-	-	-	-	-
Total	49	81,18,046	100.00	-	-	-	-	-



Resolution 3: Special Resolution: Revision in terms of remuneration of Mr. Jayesh Ramniklal Mehta, Chairman and Managing Director of the company								
Manner of Voting	In Favour of Resolution			Against the Resolution			Invalid/ Abstain/ Rejected Votes	
	No. of Shareholders	No. of Shares/ e-votes	% of Shares / e-votes received	No. of Shareholders	No. of Shares / e-votes	% of Shares / e-votes received	No. of Shareholders	No. of Shares/ e-votes
Remote e-voting	44	25,16,818	31.00	-	-	-	5	56,01,228
E-voting at the AGM	-	-	-	-	-	-	-	-
Total	44	25,16,818	31.00	-	-	-	5	56,01,228

Resolution 4: Special Resolution: Appointment of Mr. Jayesh Bhanushali (DIN: 10765301) as an Independent Director of the Company								
Manner of Voting	In Favour of Resolution			Against the Resolution			Invalid/ Abstain/ Rejected Votes	
	No. of Shareholders	No. of Shares/ e-votes	% of Shares / e-votes received	No. of Shareholders	No. of Shares / e-votes	% of Shares / e-votes received	No. of Shareholders	No. of Shares/ e-votes
Remote e-voting	49	81,18,046	100.00	-	-	-	-	-
E-voting at the AGM	-	-	-	-	-	-	-	-
Total	49	81,18,046	100.00	-	-	-	-	-



Resolution 5: Special Resolution: Appointment of Mr. Zareer Dinshaw Colabavala (DIN: 01835112) as an Independent Director of the Company								
Manner of Voting	In Favour of Resolution			Against the Resolution			Invalid/ Abstain/ Rejected Votes	
	No. of Shareholders	No. of Shares/ e-votes	% of Shares / e-votes received	No. of Shareholders	No. of Shares / e-votes	% of Shares / e-votes received	No. of Shareholders	No. of Shares/ e-votes
Remote e-voting	49	81,18,046	100.00	-	-	-	-	-
E-voting at the AGM	-	-	-	-	-	-	-	-
Total	49	81,18,046	100.00	-	-	-	-	-

6. All the Resolutions mentioned in the AGM Notice as per the details given above stand passed under Remote e-voting with the requisite majority and deemed to be passed as on the date of AGM.
7. All the relevant records to e-voting are under my safe custody and will be handed over to the Chairman or Company Secretary for preservation and safety.

For S P K G & Co LLP

**Chartered Accountant
ICAI FRN W100235**

Ashutosh Somani

**CA Ashutosh Somani
(Partner)**

Membership No. 178942

ICAI UDIN: 24178942BKCSJY7791

Place: Mumbai

Date: September 28, 2024



For Candour Techtex Limited (Formerly known as Chandni Textiles Engineering Industries Limited)

JAYESH
RAMNIKLAL
MEHTA

Digitally signed
by JAYESH
RAMNIKLAL
MEHTA

**Mr. Jayesh Ramniklal Mehta
(Chairman of the AGM)
DIN: 00193029**

Place: Mumbai

Date: September 28, 2024