



Texmaco Rail & Engineering Ltd.

Belgharia Works
CIN L29261WB1998PLC087404

5th September, 2022

National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400051
Symbol -TEXRAIL

BSE Limited
P. J. Towers,
Dalal Street,
Mumbai – 400001
Scrip Code - 533326


Dear Sirs,

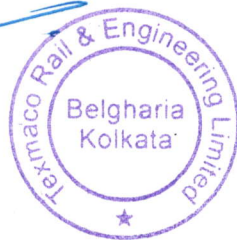
Pursuant to Regulation 30 and 47 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), we are enclosing herewith the copy of newspaper advertisement published in today's newspaper 'Financial Express', informing shareholders the details of the **Annual General Meeting, Book Closure and e-voting related information**, in compliance with the applicable circulars issued by the Ministry of Corporate Affairs, the provisions of the Companies Act, 2013 and the Listing Regulations.

This is for your information and record.

Thanking you,

Yours faithfully,
For **Texmaco Rail & Engineering Limited**


Ravi Varma
Company Secretary &
Compliance Officer



TEXMACO RAIL & ENGINEERING LIMITED

CIN : L29261WB1998PLC087404
Registered & Corporate Office: Belgharia, Kolkata 700 056
Ph: (033) 2569 1500, Fax: (033) 2541 2448
Email: texrail_cs@texmaco.in, Website: www.texmaco.in

**ANNUAL GENERAL MEETING, NOTICE OF
BOOK CLOSURE & DIVIDEND**

Shareholders are hereby informed that the Twenty-Fourth Annual General Meeting ('AGM') of Texmaco Rail & Engineering Limited ('Company') will be held on **Friday, 30th September, 2022 at 12 noon (IST)** through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') to transact the businesses as set forth in the Notice of the AGM of the Company.

The venue of the Meeting shall be deemed to be the Registered Office of the Company at Belgharia, Kolkata - 700056.

In view of the circumstances arising due to ongoing COVID-19 requiring social distancing, the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI') vide their relevant circulars, have permitted the companies to conduct the AGM through VC or OAVM, in compliance with the applicable provisions of the Companies Act, 2013 ('Act') & the Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'). Shareholders will be able to attend the AGM of the Company through VC and their presence through the VC facility shall be reckoned for the purpose of quorum under Section 103 of the Act.

In compliance with the above provisions and the relevant circulars, the Notice of the AGM and the Annual Report for the financial year 2021-22 will be sent through electronic mode to all the Shareholders of the Company whose email addresses are registered with the Depository Participant(s) / Registrar & Share Transfer Agent ('RTA') / the Company.

The Notice and the Annual Report will also be available on the website of the Company at www.texmaco.in and the Stock Exchanges, where the equity shares of the Company are listed, i.e., BSE Limited and National Stock Exchange of India Ltd. at www.bseindia.com and www.nseindia.com respectively and KFin Technologies Limited ('KFin'), who is also the RTA of the Company at <https://evoting.kfintech.com>.

Manner of registering / updating email addresses

- those Shareholders who are holding equity shares in physical mode and have not yet registered / updated their email address/ mobile number with the Company / RTA, are requested to visit the portal provided by the RTA at <https://ris.kfintech.com/clientservices/mobilereg/mobileemailreg.aspx> to register/ update their email address / mobile number.
- alternatively, Shareholders may send a scanned copy of request letter providing their email address and mobile number, duly signed by the shareholder (first shareholder in case of joint shareholding) along with a cancelled cheque leaf, self-attested copy of PAN card at einward.ris@kfintech.com.
- those Shareholders who are holding shares in dematerialised mode and have not registered / updated their email address/ mobile number with their Depository Participant(s), are requested to register / update their email address/ mobile number with the relevant Depository Participant(s).

Manner of casting vote through e-voting:

The Company will be providing remote e-voting facility to all its Shareholders to cast their votes on the businesses as prescribed in the Notice of the AGM and the facility to vote through e-voting would also be made available during the AGM. The login credentials for casting votes through remote e-voting and e-voting during the AGM shall be made available to the Shareholders through email.

The Company has availed the services of KFin to facilitate e-voting and conduct the AGM through VC.

The detailed procedure for casting votes through remote e-voting and e-voting during the AGM shall be provided in the Notice of the AGM. The details will also be available on the website of the Company at www.texmaco.in and KFin at <https://evoting.kfintech.com>.

The remote e-voting period shall commence at **9:00 A.M. on Monday, 26th September, 2022 and end at 5:00 P.M. on Thursday, 29th September, 2022**. The remote e-voting shall not be allowed beyond the said date and time. The voting rights of Members will be reckoned on the paid-up value of Equity Shares registered in the name of the Members as on **Friday, 23rd September, 2022 (cut-off date)**. Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date will be entitled to cast their votes.

A member may participate in the AGM through VC by following the procedure as prescribed in the Notice of the AGM, even after exercising his / her right to vote through remote e-voting but shall not be allowed to vote again during the AGM. The Company will also be providing the facility of e-voting ('Instapoll') during the AGM. The persons who would acquire Equity Shares and would become Members of the Company after dispatch of the Notice may obtain their User ID and Password for remote e-voting either by approaching KFin by sending an email to einward.ris@kfintech.com or by following the procedure as prescribed in the Notes to the Notice of the AGM. The Members are requested to carefully read the instructions pertaining to e-voting and attending the AGM through VC as prescribed in the Notice.

In case of any query regarding e-voting or technical assistance for VC participation, Members may contact KFin helpdesk at the toll free no. 1800-309-4001 or write at evoting@kfintech.com.

The Results of the e-voting will be declared on or after the date of the AGM i.e. **Friday, 30th September, 2022**. The declared Results along with the Scrutinizer's Report and other details, if any, will be available on the website of the Company i.e., www.texmaco.in, KFin i.e., <https://evoting.kfintech.com> and Stock Exchanges i.e., www.bseindia.com and www.nseindia.com.

Book Closure Notice and Dividend payment

The Board of Directors of the Company at its Meeting held on 20th May, 2022 has recommended a final dividend of Re 0.10 per fully paid-up equity share of Re 1/- each. The final dividend, subject to the approval of Shareholders, will be paid after the AGM.

Pursuant to Regulation 42 of the Listing Regulations, the Register of Members & Share Transfer Books of the Company will remain closed from Saturday, 24th September, 2022 to Friday, 30th September, 2022 (both days inclusive) for the purpose of the AGM and also determining eligibility for the dividend, if declared by the Members at the AGM.

In terms of the provisions of the SEBI circular No. SEBI/HO/MIRSD/DOP1/ CIR/P/2018/73, payment of dividend shall be made through electronic mode to the Shareholders who have registered / updated their bank account details with the Depository Participant(s)/ RTA / the Company. Dividend warrants / demand drafts will be dispatched to the registered address of the Shareholders who have not updated their bank account details.

To avoid any delay in payment of Dividend, Shareholders are requested to register / update their complete bank account details with their Depository Participant(s) and if equity shares are held in physical mode, Shareholders may send a scanned copy of request letter providing their email address and mobile number, duly signed by the Shareholder (first shareholder in case of joint shareholding) along with a cancelled cheque leaf, self-attested copy of PAN card at einward.ris@kfintech.com.

Shareholders are informed that in terms of the provisions of the Income-tax Act, 1961 as amended by the Finance Act, 2020, dividend paid or distributed on or after 1st April, 2020 shall be taxable in the hands of the Shareholders and such payment of dividend will be subject to deduction of tax at source at applicable rates.

For Texmaco Rail & Engineering Limited

Place : Kolkata
Date : 5th September, 2022

Sd/-
Ravi Varma
V. P. (Corp. Affairs) and Company Secretary

Financial Express – All Edition
Dated: 5th September, 2022