



Texmo/Sec/2023-24/45

26th September, 2023

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

**Sub: Outcome and Proceedings of the 15th Annual General Meeting held on Tuesday,
26th September, 2023**

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose summary of proceedings of the 15th Annual General Meeting of the Company held through 'Video Conferencing' on Tuesday, 26th September 2023.

The above is 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.



Outcome and Proceedings of 15th Annual General Meeting of Texmo Pipes and Products Limited held on Tuesday, 26th September, 2023.

The 15th Annual General Meeting of the Members of the Texmo Pipes and Products Limited was held on Tuesday, 26th September 2023 at 12:30 P.M. through 'Video Conferencing' pursuant to the General Circular numbers 14/2020, 17/2020, 20/2020, 02/2022 and 10/2022 dated April 8, 2020, April 13, 2020, May 5, 2020, May 5, 2022 and December 28, 2022 and Clarification Circular dated January 13, 2021 issued by the Ministry of Corporate Affairs (MCA) and Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 issued by the Securities and Exchange Board of India.

Mrs. Rashmi Agrawal chaired the proceedings of the meeting. The Company Secretary confirmed that quorum is present. The Chairperson in her address to members gave the overview of the performance of the Company for the year ended 31st March, 2023 and future scenario of the industry as well as of the Company.

With the permission of the Members present, Notice dated 11th August, 2023, convening the 15th Annual General Meeting together with the Explanatory Statement was taken as read. The Company Secretary stated that since the Auditors Report did not contain any qualification, observation or comments on financial transactions or matters having adverse effect on the functioning of the Company, there was no need to read the said Report at the Annual General Meeting in terms of Section 145 of the Companies Act, 2013 and has briefed the Qualifications mentioned in the Secretarial Audit Report.

One registered speaker was present in the meeting and expressed his concerns pertaining to the operations and future performance of the Company which was replied accordingly. The Company Secretary informed the Members that pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had provided e-voting facility to its members, which commenced on 22nd September, 2023 (09:00 A.M.) and ended on 25th September, 2023 (5:00 P.M.). The Company had engaged the services of KFin Technologies Limited to provide e-voting facility to the members of the Company.

The Company Secretary further informed the members that for those members who could not exercise their vote through e-voting process, facility to vote at the Annual General Meeting through InstaPoll has been provided. The InstaPoll was made available to the members and remains open till 30 minutes after conclusion of AGM. The Company Secretary briefed about the InstaPoll procedure. The members were informed that the Company has appointed Mr. Dinesh Kumar Gupta, Practicing Company Secretary to conduct the scrutiny of e-voting for the Annual General Meeting.



The Company Secretary informed the members that the result of remote e-voting and Instapoll at the Annual General Meeting shall be notified to the Stock Exchanges in the format prescribed under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and shall be hosted on the website of the Company within two working days.

The following resolutions proposed as per the Notice of the AGM were transacted at the meeting:

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the year ended 31st March, 2023, together with the Reports of the Board of Directors and the Auditors thereon
2. To appoint a Director in place of Mr. Vijay Prasad Pappu (DIN: 02066748) who retires by rotation and being eligible, offers himself for re-appointment.
3. To re-appoint M/s. Anil Kamal Garg & Co; Chartered Accountants, Indore (Firm Registration No. 004186C), as the Statutory Auditors of the Company and to fix their remuneration.
4. Remuneration of Cost Auditor for the year 2023-24.
5. To Approve the revision in threshold of Related Party Transaction with a related party firm.
6. To Approve the revision in threshold of Related Party Transaction with 'Shree Venkatesh Industries Private Limited'.
7. To grant authority to the Board of Directors to advance/give any loan, give any guarantee or to provide any security to such person specified under Section 185 of the Companies Act, 2013.
8. To Approve Revision in Remuneration of Smt. Rashmi Agrawal (DIN: 00316248) as Whole Time Director of the Company.
9. To Approve Revision in Remuneration of Shri Vijay Prasad Pappu (DIN: 02066748) as Whole Time Director of the Company.
10. To approve Re-Appointment of Dr. Parvez Anjum (DIN: 08529781) as a Non Executive Independent Director of the Company.

The proceedings concluded at 01:20 PM with Mr. Ajay Shrivastava, Company Secretary delivered a vote of thanks.

It is here by Confirmed that the Annual General Meeting was called, convened, held and conducted as per the provisions of the Companies Act, 2013 along with Rules made there under and Secretarial Standards issued by the ICSI.

For Texmo Pipes and Products Limited

Ajay Shrivastava
Company Secretary and Compliance Officer

Place: Burhanpur
Date: September 26, 2023