



TEXMO
PIPES AND PRODUCTS LIMITED
AN ISO : 9001 CERTIFIED COMPANY

Texmo/Sec/2016-17/25

10th October, 2016

To,
Manager (Listing)
National Stock Exchange of India
Exchange Plaza, 5th Floor
Bandra kulra Complex, Bandra (E)
Mumbai 400051

To,
The Corporate Relationship Department
BSE Ltd,
1st Floor, New Trading Ring,
P.J.Tower, Dalal Street,
Mumbai-400001

Sub: Submission of Minutes of the 8th Annual General Meeting held on September 29, 2016.

Dear Sir,

Pursuant to provisions of Regulation 30 of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015, please find attached herewith Minutes of the 8th Annual General Meeting of the Company held on 29th September 2016.

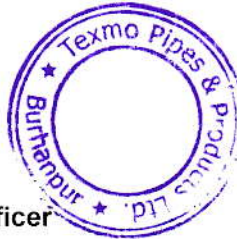
The above is for information and record please.

Thanking You,

Yours faithfully

For: Texmo Pipes and Products Limited

Shyam Sunder Agrawal
Company Secretary cum Compliance Officer



MINUTES OF THE EIGHTH ANNUAL GENERAL MEETING OF THE MEMBERS OF TEXMO PIPES AND PRODUCTS LIMITED HELD ON THURSDAY, 29TH SEPTEMBER, 2016 WHICH COMMENCED AT 11.30 A.M. AND CONCLUDED AT 12:55 P.M. AT THE REGISTERED OFFICE OF THE COMPANY AT 98, BAHADARPUR ROAD, BURHANPUR (M.P.) 450331.

DIRECTORS PRESENT:

Mrs. Rashmi Devi Agrawal	:	Chairperson and Non Executive Director (Member)
Mr. Sanjay Agrawal	:	Managing Director (Member)
Mr. Vijay Prasad Pappu	:	Whole Time Director cum CFO (Member)
Mr. Shanti Lal Badera	:	Non Executive Independent Director
Mr. Sunil Kumar Maheshwari	:	Non Executive Independent Director

IN ATTENDANCE

Mr. Pankaj Somaiya	:	Partner, Pankaj Somaiya & Associates LLP, Statutory Auditors
Mr. Shyam Sunder Agrawal	:	Company Secretary

41 members were present as per Attendance Register/ Admission slips.

INTRODUCTORY PROCEEDINGS

At 11.30 A.M. Mr. Shyam Sunder Agrawal, Company Secretary, welcomed Directors, Statutory Auditors, Scrutinizer and all Members of the Company at the 8th Annual General Meeting. After ascertaining the requisite quorum, the Meeting was called in order.

CHAIRPERSON

Mrs. Rashmi Devi Agrawal, the Chairperson of the Company took the Chair. She extended warm welcome to all the Members present at the 8th Annual General Meeting of the Company. The Chairperson also welcomed Directors and Statutory Auditors of the Company, who was present at the meeting in terms of Section 146 of the Companies Act, 2013.

The Chairperson informed the Members that according to the Companies Act, 2013 and SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, the presence of Chairperson of Audit committee in Annual General Meeting is compulsory; Mr. Sunil Kumar Maheshwari the Chairman of Audit Committee accorded his presence.

The Chairperson further informed that the Company has mailed Annual Report for the financial year 2015-16 in soft copy to those Shareholders, whose e-mail addresses were available with the Company and hard copies to the remaining shareholders. The Chairperson confirmed that the members had copy of the Annual Report of the Company, if the Members did not have the copy of the Annual Report, requested the members to collect a copy of Annual Report from Company's representatives.

CHAIRMAN'S
INITIALS *Rashmi*

ANNOUNCEMENTS

The Chairperson announced that the Company has not received any Proxy.

The Chairperson declared that the Statutory Registers were available for inspection and would remain open and be accessible during the continuance of the meeting to any person having a right to attend the meeting. She announced that pursuant to the provisions of Section 171 of the Companies Act, 2013 the Register of Directors & Key Managerial Personnel and their Shareholding had been kept open for inspection and was accessible to any person having right to attend the meeting.

Notice dated 9th August 2016, convening the 8th Annual General Meeting together with the Explanatory Statement was taken as read with the permission of the Members present.

AUDITORS REPORT

The Chairperson informed 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.

The Chairperson briefed the Members about the e-voting facility provided by the Company and stated that some of the Members might have exercised their voting rights through electronically and those who had not done so, for them the Ballot Papers will be arranged and she ordered Poll for all the 4 items of the Notice of the 8th Annual General Meeting for the members who had not exercised their right to vote through e-Voting.

The Chairperson further informed the Members that the Company has appointed Mr. Nadir Akhtar, a practicing Advocate as Scrutinizer to scrutinize e-Voting and Poll process in a fair and transparent manner. She further stated that Mr. Nadir Akhtar, the Scrutinizer, will submit his consolidated report on remote e-voting and poll within 48 hours from conclusion of this meeting.

The Chairperson read out the items of business to be transacted together with the following Resolution for consideration:

ITEM NO. 1

ORDINARY RESOLUTION

To receive, consider and adopt the Standalone and Consolidated Financial Statements for the year ended as at March 31, 2016 and the Reports of the Directors and the Auditors thereon:

"RESOLVED THAT the Audited Standalone and Consolidated, Balance Sheet as at 31st March, 2016 and Statement of Profit and Loss for the year ended on that date together with Notes, Schedules and Cash Flow Statement, Directors' Report (including Report on Corporate Governance and Management Discussion) and the Report of the Auditors thereon placed before this meeting be and are hereby received, approved and adopted."

CHAIRMAN'S
INITIALS *Rashmi*

For item no 2 Mrs Rashmi Devi Agrawal being interested in the resolution handed over the Chair to Mr. Vijay Prasad Pappu, Whole Time Director cum CFO of the Company, who continued the proceedings of the Meeting.

ITEM NO. 2 :

ORDINARY RESOLUTION

Re-appointment of Mrs. Rashmi Devi Agrawal as Director Who Retires by Rotation and being eligible offers herself for re-appointment.

"RESOLVED THAT Mrs. Rashmi Devi Agrawal (DIN 00316248), a Director retiring by rotation at this meeting and being eligible for re-appointment be and is hereby re-appointed as a Director of the Company whose term of office shall be liable to determination by retirement by rotation."

Thereafter Mr. Vijay Prasad Pappu handed over the Chair to Mrs Rashmi Devi Agrawal. Mrs. Rashmi Devi Agrawal took the Chair and continued the remaining proceedings.

ITEM NO. 3 :

ORDINARY RESOLUTION

TO RATIFY THE APPOINTMENT OF AUDITORS

"RESOLVED THAT pursuant to the provisions of Section 139 and 142 and all other applicable provisions, if any of the Companies Act, 2013, and the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company appointed M/S Pankaj Somaiya & Associates LLP, Chartered Accountants, Burhanpur (M.P.), (Firm Registration No. 010081C), as the Statutory Auditors of the Company at 7th Annual General Meeting held on 26th September, 2015, to hold office from the conclusion of 7th Annual General Meeting until the conclusion of the 10th Annual General Meeting of the Company, such appointment of the Statutory Auditors be and is hereby ratified by the members of the Company for the financial year 2016-17 on such remuneration and out-of-pocket expenses, as may be agreed upon by the Board of Directors and the Auditors."

SPECIAL BUSINESS:

ITEM NO. 4:-

ORDINARY RESOLUTION

APPROVE REMUNERATION OF COST AUDITOR UNDER SECTION 148 COMPANIES ACT, 2013.

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the remuneration of Rs. 75,000/- (Rupees Seventy Five thousand only) plus applicable taxes to be paid to M/s Sushil Kumar Mantri & Associate (Firm Registration No. 101049), Cost Auditors of the Company to conduct the Audit of the cost records of the Company for the Financial Year ending March 31, 2017, as approved by the Board of Directors of the Company, be and is hereby ratified;

CHAIRMAN'S
INITIALS Rashmi

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

The Chairperson then invited the Members to express their views or seek information. Some Members raised few queries which were replied by the Chairperson to the satisfaction of the Members.

The Chairperson invited Mr. Nadir Akhtar, the Scrutinizer appointed for the poll to take over the poll proceedings. Mr. Nadir Akhtar, Scrutinizer conducted the poll process and after ensuring that all members participating in the poll have cast their votes, the Scrutinizer closed the poll and took the custody of Ballot Box.

The Chairperson announced that the results of remote e-voting and poll will be declared within 48 hours of conclusion of this meeting by informing to the Stock Exchanges i.e. Bombay Stock Exchange Ltd (BSE) and National Stock Exchange of India Ltd (NSE) she added that results of poll and e-voting will also be hosted on the website of the Company.

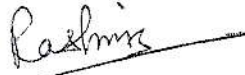
VOTE OF THANKS

There being no other business to transact, meeting concluded at 12:55 PM with a vote of Thanks to the Chair.

Results of Remote e-voting and poll on the business transacted at the 8th Annual General Meeting of the Company held on Thursday, 29th September, 2016 at 11:30 AM

On the basis of consolidated Scrutinizer's Report dated October 1, 2016 on remote e-voting and poll, the results was announced that all the resolutions for the business as set out in item no 1 to 4 of the Notice of 8th Annual General Meeting dated August 9, 2016 have been duly passed by the requisite majority of members.

Place: Burhanpur
Date: October 3 2016


CHAIRPERSON

CHAIRMAN'S
INITIALS