



TEXMACO

Texmaco Rail & Engineering Ltd.

Belgharia Works

CIN L29261WB1998PLC087404

Date: 30th September, 2015

*The Corporate Relation Department
BSE Limited,
1st Floor, P. J. Towers,
Dalal Street, Fort,
Mumbai – 400 001*

*The Listing Department
National Stock Exchange of India Limited,
5th Floor, Exchange Plaza,
Bandra - Kurla Complex,
Bandra (E),
Mumbai – 400 051*

*The Secretary
The Calcutta Stock Exchange Limited
7, Lyons Range,
Kolkata – 700 001*

Dear Sir(s)

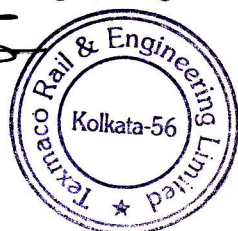
We wish to inform you that all the Resolutions in terms of Notice dated 22nd July, 2015, placed at the 17th Annual General Meeting of the Company held on Monday, 28th September, 2015 at 2:15 P.M at K.K. Birla Kala Kendra, Texmaco Estate, Belgharia, Kolkata – 700 056 have been approved by the members through e-voting with requisite majority / unanimously.

We enclose the details of the voting results in respect of the aforesaid Resolutions in the prescribed format, as required under Clause 35A of the Listing Agreement.

Thanking you,

Yours faithfully,
For Texmaco Rail & Engineering Limited

A. K. Vijay
Executive Director



Encl: a/a

Annexure A

Details regarding the voting results in the format as prescribed under Clause 35A of the Listing Agreement

Date of the AGM: 28th September, 2015

Total Number of Shareholders on record date: 27949

No. of Shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group: 25

Public: 552

No. of Shareholders present in the meeting through Video Conferencing:

Promoters and Promoter Group: NIL

Public: NIL

Mode of Voting : Remote e-Voting and E-voting at the AGM

(Agenda-wise)

Agenda No. 1

Detail of the Agenda: Adoption of Audited Financial Statements, the Directors' and Auditors' Report thereon for the financial year ended 31st March, 2015.

Resolution required: Ordinary

Promoter/Public	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – in 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	115127010	115127010	100	115127010	0	100	0
Public – Institutional holders	67075872	59300473	88.4081	59300473	0	100	0
Public – others	27861091	28722	0.1031	28658	64	99.7771	0.2228
Total	210063973	174456205	83.05	174456141	64	99.99	0.01

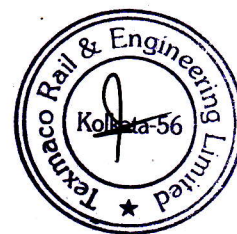


Agenda No. 2

Detail of the Agenda: Declaration of dividend on Equity Shares for the year ended 31st March, 2015.

Resolution required: Ordinary

Promoter/Public	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 – in 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	115127010	115127010	100	115127010	0	100	0
Public – Institutional holders	67075872	59300473	88.4081	59300473	0	100	0
Public – others	27861091	28723	0.1031	28719	4	99.986	0.0139
Total	210063973	174456206	83.05	174456202	4	99.99	0.01

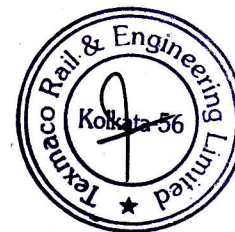


Agenda No. 3

Detail of the Agenda: Re-appointment of Shri D. H. Kela, Director, who retires by rotation.

Resolution required: Ordinary

Promoter/Public	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 – in 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	115127010	115127010	100	115127010	0	100	0
Public – Institutional holders	67075872	59300473	88.4081	59300473	0	100	0
Public – others	27861091	28723	0.1031	28659	64	99.7771	0.2228
Total	210063973	174456206	83.05	174456142	64	99.99	0.01

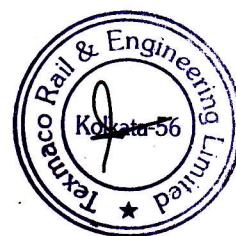


Agenda No. 4

Detail of the Agenda: Ratification of Appointment of M/s. K. N. Gutgutia & Co, Chartered Accountants, as Statutory Auditors and fixing their remuneration.

Resolution required: Ordinary

Promoter/Public	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – in 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	115127010	115127010	100	115127010	0	100	0
Public – Institutional holders	67075872	58331972	86.9642	58331972	0	100	0
Public – others	27861091	28723	0.1031	28658	65	99.7737	0.2262
Total	210063973	173487705	82.59	173487640	65	99.99	0.01

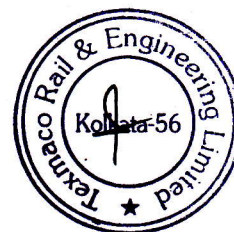


Agenda No. 5

Detail of the Agenda: Ratification of remuneration to M/s.DGM & Associates, Cost Auditors for the year ending 31st March, 2015.

Resolution required: Ordinary

Promoter/Public	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – in 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	115127010	115127010	100	115127010	0	100	0
Public – Institutional holders	67075872	59300473	88.4081	59300473	0	100	0
Public – others	27861091	28723	0.1031	28659	64	99.7771	0.2228
Total	210063973	174456206	83.05	174456142	64	99.99	0.01



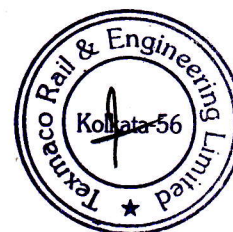
Agenda No. 6

Detail of the Agenda: Approval of Re-Appointment of Shri S. K. Poddar as Executive Director and Chairman.

Resolution required: Special

Promoter/Public	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 – in 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	115127010	111550530*	96.8934	111550530	0	100	0
Public – Institutional holders	67075872	58331972	86.9642	57705863	626109	98.9266	1.0733
Public – others	27861091	28723	0.1031	28658	65	99.7737	0.2262
Total	210063973	169911225	80.89	169285051	626174	99.63	0.37

**Related parties for this particular Agenda abstained from voting.*

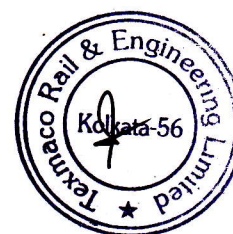


Agenda No. 7

Detail of the Agenda: Approval of Appointment of Shri A. K. Vijay as an Executive Director of the Company.

Resolution required: Special

Promoter/Public	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – in 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	115127010	115127010	100	115127010	0	100	0
Public – Institutional holders	67075872	59300473	88.4081	58775839	524634	99.1152	0.8847
Public – others	27861091	28723	0.1031	28659	64	99.7771	0.2228
Total	210063973	174456206	83.05	173931508	524698	99.70	0.30

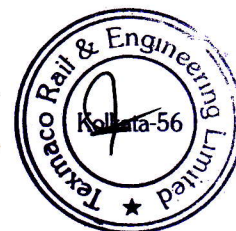


Agenda No. 8

Detail of the Agenda: Approval of Appointment of Ms. Mridula Jhunjunwala as an Independent Director of the Company.

Resolution required: Ordinary

Promoter/Public	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – in 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	115127010	115127010	100	115127010	0	100	0
Public – Institutional holders	67075872	59300473	88.4081	59300473	0	100	0
Public – others	27861091	28723	0.1031	28659	64	99.7771	0.2228
Total	210063973	174456206	83.05	174456142	64	99.99	0.01

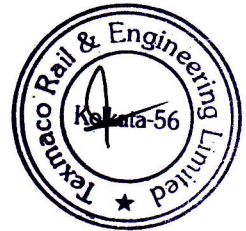


Agenda No. 9

Detail of the Agenda: Approval Appointment of Mr. Sabyasachi Hajara as an Independent Director of the Company.

Resolution required: Ordinary

Promoter/Public	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – in 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	115127010	115127010	100	115127010	0	100	0
Public – Institutional holders	67075872	59300473	88.4081	59300473	0	100	0
Public – others	27861091	28723	0.1031	28659	64	99.7771	0.2228
Total	210063973	174456206	83.05	174456142	64	99.99	0.01



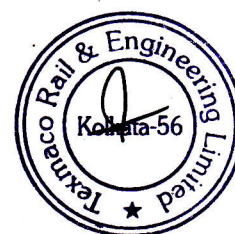
Agenda No. 10

Detail of the Agenda: Approval for entering into a Related Party Transaction.

Resolution required: Special

Promoter/Public	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – in 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	115127010	0*	0	0	0	0	0
Public – Institutional holders	67075872	59300473	88.4081	59300473	0	100	0
Public – others	27861091	28723	0.1031	28659	64	99.7771	0.2228
Total	210063973	60067996	28.60	60067932	64	99.99	0.01

**Related parties for this particular Agenda abstained from voting.*



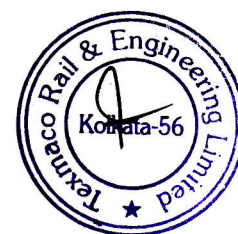
Agenda No. 11

Detail of the Agenda: Approval for payment of remuneration to Executive Directors for the year ended 31st March, 2015 in excess of the limits specified under the Companies Act, 1956 and the Companies Act, 2013.

Resolution required: Special

Promoter/Pu blic	No. of Shares held	No. of votes polled	% of Votes Polled on outstandin g shares	No. of Votes – in favour	No. of Votes – in 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)]*10 0	(7) = [(5) / (2)]*10 0
Promoter and Promoter Group	115127010	111550530*	96.8934	11155053 0	0	100	0
Public – Institutional holders	67075872	58331972	86.9642	46792170	11539802	80.217	19.782 9
Public – others	27861091	28723	0.1031	28433	290	98.990 3	1.0096
Total	210063973	169911225	80.89	15837113 3	11540092	93.21	6.79

*Related parties for this particular Agenda abstained from voting.



Agenda No. 12

Detail of the Agenda: Alteration of Articles of Association for substitution of Clause 75.

Resolution required: Special

Promoter/Public	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 – in 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	115127010	115127010	100	115127010	0	100	0
Public – Institutional holders	67075872	59300473	88.4081	59300473	0	100	0
Public – others	27861091	28623	0.1027	28559	64	99.7764	0.2235
Total	210063973	174456106	83.05	174456042	64	99.99	0.01

