

Texmo/Sec/2018-19/ 33

25th September, 2018

To,
Manager (Listing)
National Stock Exchange of India
Exchange Plaza, 5th Floor
Bandra kurla 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: Outcome / Proceeding of the 10th Annual General Meeting held on September 25, 2018.

Dear Sir,

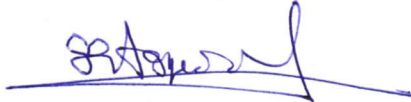
Pursuant to Regulation 30 of SEBI (Listing Obligation and Disclosure Requirement) Regulation 2015, we enclose summary of proceedings of the 10th Annual General Meeting of the Company held on 25th September 2018.

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



**Outcome / Proceedings of Annual General Meeting of Texmo pipes and Product Ltd
held on 25th September, 2018.**

The 10th Annual General Meeting of the Members of the Texmo Pipes and Product Limited was held on Tuesday, 25th September 2018 at 12:30 P.M. at 98, Bahadarpur Road, Burhanpur -450331.

Mrs. Rashmi Devi Agrawal chaired the proceedings of the meeting. The Company Secretary confirmed that quorum is present. 36 Members attended the meeting. The Chairperson in her address to members gave the overview of the performance of the Company for the year ended 31st March, 2018 and future scenario of the industry as well as of the Company.

The Company Secretary informed the Members that pursuant to Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirement) 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 offered e-voting facility to its members, which commenced on 22nd September, 2018 (10:00 A.M.) and ended on 24th September, 2018 (5:00 P.M.). The Company had engaged the services of Karvy Computer Share Pvt. Ltd; 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 by means of ballot paper (poll) has been provided. The ballot paper for the same was made available to members. The Company Secretary explained the poll procedure. The members were informed that the Company has appointed Mr. Nadir Akhtar, an Advocate to conduct the scrutiny of remote e-voting as well as voting at Annual General Meeting. The scrutinizer displayed the empty ballot box and locked it in the presence of the members.

The Chairperson 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.

With the permission of the Members present, Notice dated 25th August, 2018, convening the 10th Annual General Meeting together with the Explanatory Statement was taken as read. On the invitation of the Chairperson, members raised queries and made observations pertaining to the Annual Report and performance of the Company.

The Chairperson replied to the queries, observations and clarifications sought by the members on the various issues which inter-alia includes performance of the Company, future plans, issues relating to financial statements and other major initiatives of the Company. The Chairperson informed the members that the result of remote e-voting and physical voting (poll) at the Annual General meeting shall be notified to the Stock



Exchanges in the format prescribed under clause 44 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 and shall be hosted on the website of the Company within 48 hours.

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 Statement of the Company for the Financial Year ended 31st March, 2018 together with reports of Directors and the Auditors thereon.
2. To appoint a Director in place of Mrs. Rashmi Devi Agrawal (DIN: 00316248) who retires by rotation and being eligible, offer herself for re-appointment.
3. To appoint M/s Anil Kamal Garg & Co; Chartered Accountants, Indore (Firm Registration No 004186C) as Statutory Auditors for a term of five years.
4. To ratify the remuneration of the Cost Auditors for the Financial Year 2018-19.
5. To approve re-appointment and remuneration of Mr. Sanjay Kumar Agrawal (DIN 00316249) as Managing Director of the Company.
6. To approve re-appointment and remuneration of Mr. Vijay Prasad Pappu (DIN 02066748) as Whole Time Director of the Company.
7. To approve appointment and remuneration of Mrs. Rashmi Devi Agrawal (DIN 00316248) as Whole Time Director of the Company.

The proceeding concluded at 1:35 PM with Mr. Shyam Sunder Agrawal 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



Shyam Sunder Agrawal

Company Secretary cum Compliance Officer

Place: Burhanpur

Date: September 25, 2018

