

10th August, 2019

To
BSE Limited
Listing Department
Phiroz Jeejeebhoy Tower,
25th Floor, Dalal Street,
Mumbai – 400 001
BSE Company Code: 526638

Dear Sir,

Sub: Proceedings of the 30th Annual General Meeting (AGM) of the Company held on 10th August, 2019

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the proceedings of the 30th Annual General Meeting (AGM) of the Company held on **Saturday, 10th August, 2019** at the Registered Office of the Company.

You are requested to take the above in your records.

Thanking you,

Yours faithfully,
For Texel Industries Limited

Shweta Sultania

Shweta Sultania
Company Secretary & Compliance Officer



Encl: As above

PROCEEDINGS OF THE 30TH ANNUAL GENERAL MEETING (AGM)

The 30th Annual General Meeting (AGM) of the Company was held on 10th August, 2019 at 10.00 a.m at the Registered Office of the Company at “Block No. 2106, Santej – Khatraj Road, Nr. Shah Alloys Limited, Village Santej, Tal: Kalol, Dist: Gandhinagar – 382 721, Gujarat”.

Mr. Kirit Mehta, Chairman & Independent Director of the Company took the Chair and welcomed the Members present at the meeting. Thereafter, the Chairman ascertained the requisite quorum and called the meeting to be in order. He stated that all the Board members were present at the AGM, except Mr. Naresh R Mehta, Non-Executive Director and Dr. Christy Leon Fernandez, Independent Director of the Company, who could not attend the meeting due to their prior commitments and requested the Company Secretary to take on record the Directors and Auditors present at the AGM.

The Company Secretary introduced the Board Members present at the meeting and stated that the Chairman of the Audit Committee and the Stakeholders Relationship Committee was present at the meeting. Dr. Christy Leon Fernandez, Chairman of Nomination and Remuneration Committee has authorized Ms. Jasmin N Vhora, Member of Nomination and Remuneration Committee to attend the meeting on his behalf.

The representatives of the Statutory Auditors and Secretarial Auditors were also present at the meeting.

The Company Secretary informed the members that requisite registers and other relevant documents were available for inspection by the Members. She then requested the Chairman to address to the shareholders.

The Chairman then commenced his speech and gave an overview of the Company's operations and financial performance for the financial year ended March 31, 2019. He also provided an insight on the major developments occurred during the year and also informed the members about the company's future prospects, expansion plans, business opportunities etc. Thereafter, he requested the Company Secretary to commence the formal proceedings of the 30th AGM.

The Company Secretary informed the Members that pursuant to the provisions of Section 108 of the Companies Act, 2013 and the Rules framed thereunder and Regulation 44 of SEBI (LODR) Regulations, 2015, the Company had provided the remote e-voting facility to the Members of the Company to exercise and cast their votes in proportion to their shareholding as on the cut-off date i.e. 3rd August, 2019. Remote E-Voting was kept open from Tuesday, 6th August, 2019 at 10.00 a.m. to Friday, 9th August, 2019 at 5.00 p.m. Members who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes at the end of the meeting through voting by Ballot (Poll papers). The members were thereafter briefed about the procedure for filling the Ballot papers. The members had cast their votes accordingly.



The Company has appointed M/s. D.A. Rupawala & Associates, Chartered Accountants, Ahmedabad are appointed as scrutinizers for independently scrutinizing the remote e-voting process and Ballot Paper Voting (poll process) at the 30th Annual General Meeting in a fair and transparent manner.

With the permission of the Members present at the meeting, the Notice convening the Annual General Meeting, the Directors Report and the Auditors Report as circulated to the shareholders were taken as read.

The Chairman then requested the Company Secretary to take up the Agenda items one by one.

Thereafter, the following items of business as set out in the Notice of 30th Annual General Meeting were proposed and seconded by the Members and were duly transacted at the meeting and voted for.

Item No.	Agenda Item	Type of Resolution
Ordinary Business		
1	a. Adoption of Audited Standalone Financial Statements of the Company for the financial year ended 31.03.2019 and the Reports of the Board of Directors and Auditors thereon; and b. Adoption of Audited Consolidated Financial Statements of the Company for the financial year ended 31.03.2019 and the Report of the Auditors thereon.	Ordinary
2	Re-appointment of Mr. Shailesh Ramniklal Mehta (DIN: 01457666), who retires by rotation as a Director of the Company and being eligible, offers himself for re-appointment.	Ordinary
Special Business		
3	Re-appointment of Mr. Shailesh Ramniklal Mehta (DIN: 01457666), as Managing Director of the Company.	Special
4	Re-appointment of Mr. Kirit Narotamdas Mehta (DIN: 00444837), as an Independent Director of the Company.	Special
5	Re-appointment of Dr. Christy Leon Fernandez (DIN: 00090752), as an Independent Director of the Company.	Special
6	Payment of remuneration to Dr. Christy Leon Fernandez (DIN: 00090752), Independent Director of the Company.	Special
7	Re-appointment of Mrs. Jasmin Nahidakhtar Vhora (DIN: 07173838), as an Independent Director of the Company.	Special
8	Increase in borrowing powers of the Company under Section 180(1)(c) of the Companies Act, 2013.	Special



9	Creation of charge/ security over the assets/ undertakings of the Company under Section 180(1)(a) of the Companies Act, 2013.	Special
10	Giving guarantees or providing securities in respect of any loans to any Body Corporate or Persons and/ or making investments in the securities of any Body Corporate in excess of the limits specified under Section 186 of the Companies Act, 2013.	Special
11	Raising of funds by issue of Securities.	Special
12	Conversion of Loan into Equity Shares under Section 62(3) of the Companies Act, 2013.	Special

The queries raised by Members in the Meeting were duly and satisfactorily replied by the Chairman and Directors present at the Meeting.

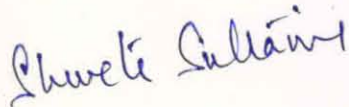
Thereafter, the voting through Ballot paper commenced and the members were requested to cast their votes through Ballot paper in case they have not casted their votes through e-voting system.

The Scrutinizers took the custody of ballot box after ensuring that all the members participating in the poll have cast their votes.

The AGM concluded at 11.30 a.m. with a vote of thanks to the Chairman.

Thanking you,

**Yours faithfully,
For Texel Industries Limited**



**Shweta Sultania
Company Secretary & Compliance Officer**

