



TEXEL INDUSTRIES LIMITED

Corporate Identity Number: L29100GJ1989PLC012576

Registered Office: Block No. 2106, Santej-Khatraj Road, Nr. Gayatri Farm House, Village - Santej, Taluka - Kalol (N.G), District - Gandhinagar- 382721, Gujarat, India.

Telephone: +91 8980026220/ 26110 **Email:** info@geotexelin.com;

Contact Person: Ms. Shweta Sultania, Company Secretary and Compliance Officer; **Email:** finance@geotexelin.com;

Website: www.geotexelin.com

FIRST AND FINAL CALL MONEY NOTICE TO THE HOLDERS OF PARTLY PAID-UP EQUITY SHARES (ISIN: IN9594V01018) HELD AS ON THE RECORD DATE I.E., FRIDAY, NOVEMBER 12, 2021.

Date: November 20, 2021

Last Date of Call Payment: Wednesday, December 15, 2021

Dear Sir/Ma`am,

Sub: Notice for payment of First and Final Call Money of ₹ 20 (comprising ₹5 towards face value and ₹15 towards share premium) per partly paid-up equity share issued by Texel Industries Limited (the “Company”), on a rights basis, pursuant to the Letter of Offer dated August 12, 2021 (“Letter of Offer”)

In terms of the Letter of Offer, the Company had issued partly paid-up equity shares, on a rights basis, to its existing eligible equity shareholders at an issue price of ₹40 each including a share premium of ₹30 per rights equity share, in the ratio of 55 (Fifty Five) rights equity shares for every 92 (Ninety Two) fully paid-up equity shares held as on the record date i.e. Tuesday, August 17, 2021.

In accordance with the terms of the issue as mentioned in the Letter of Offer, the Company had received ₹20 (comprising ₹5 towards face value and ₹15 towards share premium) per partly paid-up equity share as application money and the partly paid-up equity shares were allotted on Wednesday, October 6, 2021. The balance amount of ₹20 per partly paid-up equity share (comprising ₹5 towards face value and ₹15 towards share premium) was payable on first and final call (the “**First and Final Call**”).

The Board of Directors of the Company (“**Board**”) has, at its meeting held on Thursday, October 28, 2021, decided to make the First and Final Call of ₹20 per partly paid-up equity share in respect of 31,22,398 outstanding partly paid-up equity shares of face value ₹10 each, issued by the Company, on a rights basis, pursuant to the Letter of Offer.

The Board has fixed Friday, November 12, 2021 as the record date (“**Record Date**”) for the purpose of determining the holders of partly paid-up equity shares to whom the notice for the First and Final Call (the “**First and Final Call Notice**”), will be sent. The Company has intimated the Record Date to the BSE Limited (“**BSE**”) (the “**Stock Exchange**”) on October 28, 2021.

Accordingly, the First and Final Call Notice is hereby given to you to pay the First and Final Call Money as per details given below:

No. of partly paid-up equity shares held as on Record Date i.e. on Friday, November 12, 2021	Amount due and payable @ ₹20 per partly paid-up equity share
	₹ in figures

Other Instructions

Call Payment Period	From	To	Duration
	Wednesday, December 1, 2021	Wednesday, December 15, 2021	15 days
Modes of Payment	(a) Online ASBA	Through the website of the SCSBs ⁽¹⁾	
	(b) Physical ASBA	By submitting physical application to the Designated Branch of SCSBs ⁽¹⁾	
	(c) Online	Using the 3-in-1 online trading-demat-bank account whenever offered by brokers	
	(d) Cheque / Demand Draft (made payable to)	a. Texel Industries Limited – First & Final Call Money – Escrow Collection – R A/C (for resident shareholders) b. Texel Industries Limited – First & Final Call Money – Escrow Collection – NR A/C (for non- resident shareholders)	
	(e) R-WAP ⁽²⁾	Using the R-WAP facility at www.linkintime.co.in	

⁽¹⁾ Please visit <https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=34> to refer to the list of existing SCSBs [Self-Certified Syndicate Banks]

⁽²⁾ Available only to resident shareholders

Detailed instructions for payment of the First and Final Call Money are enclosed as Annexure 1.

You are requested to make the payment of the First and Final Call Money on or before **Wednesday, December 15, 2021**.

Please note that, failure to pay the First and Final Call Money, as aforesaid shall render the partly paid-up equity shares of the Company held by you, including the amount already paid thereon, liable to be forfeited in accordance with the provisions of the Companies Act, 2013 (“Act”), the Articles of Association of the Company and the Letter of Offer.

All capitalized terms not defined herein would have the same meaning as attributed to it in the Letter of Offer.

Yours faithfully,

Texel Industries Limited

Sd/-

Shweta Sultania
Company Secretary and Compliance Officer

Encl.: As above

Annexure 1

DETAILED INSTRUCTIONS

MODE OF DISPATCH OF THE FIRST AND FINAL CALL NOTICE

In terms of the provisions of the Act, read with the relevant rules made thereunder, the First and Final Call Notice is being sent in electronic mode to holders of partly paid-up equity shares, whose e-mail address is registered with the Company or its Registrar and Transfer Agent – Link Intime India Private Limited (“RTA”) or the Depository Participant(s) as on the Record Date. The First and Final Call Notice along with the detailed instructions and payment slip are also available on the Company’s website at www.geotexelin.com.

Physical copy of the First and Final Call Notice along with the detailed instructions and payment slip are being sent to those shareholders:

- a. who has not registered their e-mail address with the Company or its RTA or Depository Participant(s); or
- b. who has specifically registered their request for the hard copy of the same.

PAYMENT INSTRUCTIONS

Please note that:

- a. Cash payment shall not be accepted.
- b. No part payment would be accepted, and part payment would be treated as non-payment which shall render the partly paid-up equity shares, including the amount already paid thereon, liable to be forfeited in accordance with the provisions of the Act, the Articles of Association of the Company and the Letter of Offer. However, in relation to any payment made by a holder of the partly paid-up equity shares pursuant to the First and Final Call, which is lesser than the aggregate amount payable by such holder with respect to the partly paid-up equity shares held by such holder as on the Record Date, our Board or a duly authorized Committee of the Board, may consider conversion of such lower number of equity shares to be made fully paid-up, such that it is in proportion to the amount paid by such holder. *(For example - If a shareholder holds 100 partly paid-up equity shares on the Record Date, the aggregate amount payable by such holder pursuant to the First and Final Call will be ₹2,000. If such holder makes a payment of ₹1,000, such holder will receive such number of fully paid-up equity shares converted in proportion to the payment made i.e., 50 fully paid-up equity shares. Partly paid-up equity shares in respect of which the First and Final Call payable remains unpaid may be forfeited, in accordance with the provisions of the Act, the Articles of Association of the Company and the Letter of Offer.)*
- c. Payments made using third party bank accounts are liable to be rejected and the Company, and the Registrar shall rely on the self-certification of the transaction in this regard.
- d. Excess/duplicate amount paid, or amount paid by person who is not a shareholder as on the Record Date or short payment made by a shareholder (in case the same cannot be adjusted towards payment of First and Final Call Money), will be refunded as per following methods:
 - a. ASBA Mode – Unblocking of funds in ASBA Account
 - b. Cheque – Credit to the same bank account from where payment has been made
 - c. R-WAP - Credit to the same bank account from where payment has been made

Payment Modes

1. For payment through Physical/Online ASBA

Shareholders may pay the First and Final Call Money through:

- i. **Online mode:** by visiting the website of the SCSBs, to block the First and Final Call Money payable in their ASBA Account;
- ii. **Physical mode:** by submitting the physical Application Form (enclosed as **Annexure 2**) to the Designated Branch of the SCSB, to block the First and Final Call Money payable in their ASBA Account.

Please visit <https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=34> to refer to the list of existing SCSBs.

2. For payment through 3-in-1 Account

- i. In accordance with the SEBI circular no. SEBI/HO/CFD/DIL1/CIR/238/2020 dated December 8, 2020, shareholders can also make the First and Final Call Money payment by using the facility of linked online trading-demat-bank account [3-in-1 type accounts], provided by some of the brokers.
- ii. Shareholders must log into their demat account and under the relevant section proceed with the payment for First and Final Call Money of Texel Industries Limited.
- iii. Shareholders are requested to check with their respective brokers for exact process to be followed.
- iv. Shareholders may please note that this payment method can be used only if the concerned broker has made this facility available to their customer. The Company or the Registrar will not be responsible for non-availability of this payment method to the shareholders.

3. For payment through cheque/ demand draft

- i. Shareholders are requested to send the payment slip along with cheque/demand draft made payable to:

Resident Shareholders	Texel Industries Limited – First & Final Call Money – Escrow Collection – R A/C
Non-Resident Shareholders	Texel Industries Limited – First & Final Call Money – Escrow Collection – NR A/C

- ii. The payment slip is enclosed herewith as **Annexure 3**.
- iii. The shareholder must inter alia state the following details in the payment slip:
 - a. Full Name of the Sole/First shareholder;
 - b. First and Final Call Notice No.;
 - c. DP ID-Client ID/Folio No.; and
 - d. No. of partly paid-up equity shares held.
- iv. The payment slip along with the amount payable by cheque or demand draft must be presented at **HDFC Bank Limited** at the following locations on or before **Wednesday, December 15, 2021**:

For Resident Shareholders	Agra - Bhawna Plaza,Plot No.109-110,Sector 12 A, Deen Dayal Upadhyay Puram Sikandra,Agra-282007; Ahmedabad - 2nd Floor, Tej Enclave, Opp. Gandhigram Railway Station, Above Emerald Honda, Off. Ashram Road, Ahmedabad-380009; Bangalore - "Salco Centre", # 8/24, Richmond Road, Bangalore – 560025; Baroda - 1St Floor, Fortune Tower, Vadodara Stock Exchange Building, Opp. Parsi Agiyari, Sayajigunj, Baroda – 390005; Bhavnagar - Corporate House, 3rd Floor, Near Takhteshwar Post Office, Waghawadi Road, Bhavnagar - 364 002; Bhopal - Service Branch, 2nd Floor, H-3, Sector-1, Shakti Nagar, Bhopal - 462024; Calcutta - CMS Operations, Bengal Intelligent Park, Omega Building. 15th Floor, Block EP & GP Next to Infinity Building, Salt Lake Sector – V, Kolkata – 700091; Chandigarh - Plot No 191-193, 4th Floor, Above Nexa Showroom, Industrial Area Phase II, Chandigarh - 160002; Chennai - No. 115, Dr. Radhakrishnan Salai, 2Nd Floor, Opp. To Csi Kalyani Hospital, Mylapore, Chennai – 600004; Cochin - SI Plaza Building, First Floor, Palarivattom, Cohin – 682025; Delhi - B - 7/3, Asaf Ali Road, Delhi – 110002; Guwahati - Wholesale Banking Operations, Buildwell Compound, Near Darwin Campus(Beside Neepco Bhawan), 1St Floor, Zoo Road, Guwahati, Assam - 781 005; Hyderabad - II Floor, D. No. 6-3-244 A / 246, Roxana Palladium, "Bank House", Road No 1, Banjara Hills, Hyderabad – 34; Indore - 1St Floor, Brilliant Avenue, Sch No. 94, Sector -B, Behind Bombay Hospital, Ring Road, Indore - 452010; Jaipur - II Floor , Jtn-Anukampa, Adjoining Raj Mandir Cinema , Bhagwan Das Road C-Scheme , Jaipur; Lucknow - Pranay Towers 38, Darbari Lal Sharma Marg Lucknow -226001; Mumbai - Ground Floor, Maneckji Wadia Building, Nanik Motwani Marg,Near Kala Ghoda,Opp Mumbai University, Fort Mumbai- 400 001; Nagpur - First Floor, Plot No 18/3 & 18/3-Part It Park, Behind Persistent Systems Software Technology Park ,Gayatri Nagar, Mouza Parsodi, Nagpur – 440022; Pune - Fortune Square, Near Deep Bunglow Chowk, Model Colony, Shivaji Nagar, Pune 411 016; Rajkot - 1St & 2Nd Floor, "Shri Harish," 40 / A Bhaktinagar Society ,Bhaktinagar Circle. Rajkot - 360 002; Ranchi - 56 Rohini Complex Circular Road Lalpur Ranchi 834001; Surat - 12th Floor, D Wing, Swastik Universsal, Next to Valentine Cinema, Piplod, Surat 395 007; Vijaywada - D. No: 40-5-4A,I Floor, Tickle Road,Vijayawada - 520 010.
For Non-Resident Shareholders	Delhi - B - 7/3, Asaf Ali Road Delhi – 110002; Mumbai - Ground Floor, Maneckji Wadia Building, Nanik Motwani Marg,Near Kala Ghoda,Opp Mumbai University, Fort Mumbai- 400 001

- v. Shareholders residing at locations where the ASBA facility or Bank's collection centres are not available, may send their First and Final Call Money along with the completed payment slip by registered post/speed post at the office of the Registrar: **Link Intime India Private Limited, C 101, 1st Floor, 247 Park, LBS Marg, Vikhroli (West), Mumbai - 400083, Maharashtra, India.** Tel No.: +91-22-49186200, stating the requisite details along with Cheque/Demand Draft payable at Mumbai, such that the same are received on or before the last date of payment of the First and Final Call Money i.e. **Wednesday, December 15, 2021.**
- vi. Cheque / Demand Draft should be drawn on such bank, including Co-operative Bank, which is situated at and is a member or a sub-member of the Bankers' Clearing House located at the Centre where this First and Final Call Notice is presented. Outstation Cheques / Bank Drafts, Money Orders, and Postal Orders will not be accepted. Post-dated cheques will not be accepted and are liable to be rejected.
- vii. After the last date of payment, i.e. **Wednesday, December 15, 2021**, Bank branches at the aforesaid locations will not accept any First and Final Call Money payment.
- viii. The Company will not be liable for any delayed receipt and reserves the right to reject such delayed receipts.
- ix. Payment slip should be complete in all respects. The payment slip found incomplete with regard to any of the particulars required to be given therein are liable to be rejected.

4. Making of an Application through the Registrar's Web-based Application Platform ("R-WAP") process

- a. In accordance with SEBI circular bearing reference number SEBI/HO/CFD/DIL2/CIR/P/2020/78 dated May 6, 2020, read with SEBI circulars bearing reference numbers SEBI/HO/CFD/DIL1/CIR/P/2020/136 dated July 24, 2020, SEBI/HO/CFD/DIL1/CIR/P/2021/13 dated January 19, 2021, SEBI/HO/CFD/DIL2/CIR/P/2021/552 dated April 22, 2021 and SEBI Circular SEBI/HO/CFD/DIL2/CIR/P/2021/633 dated October 1, 2021 (the "**SEBI Relaxation Circulars**"), a separate web-based application platform, i.e. the R-WAP facility (accessible at www.linkintime.co.in), has been instituted for making the payment for the First and Final Call by resident shareholders. Further, R-WAP is only an additional option and not a replacement of the ASBA process and R-WAP facility should be utilized only in the event that shareholders are not able to utilize the ASBA facility for making the payment despite their best efforts.
- b. At the R-WAP webpage, resident shareholders can access and make the payment in electronic mode using the R-WAP. Resident shareholders, making the payment through R-WAP, shall make online payment using internet banking or UPI facility.
- c. **Set out below is the procedure to be followed for using the R-WAP:**
 - Prior to making the payment using the R-WAP facility, the shareholders should enable the internet banking or UPI facility of their respective bank accounts and the shareholders should ensure that the respective bank accounts have sufficient funds. If the funds available in the relevant bank account are less than the total amount payable on submission of the First and Final Call payment, such payment shall be rejected. Please note that R-WAP is a non-cash payment mechanism in accordance with the SEBI Relaxation Circulars.
 - Resident shareholders should visit R-WAP (accessible at www.linkintime.co.in) and fill the online Application available on R-WAP in electronic mode. Please ensure that you provide correct DP ID-Client ID and PAN along with all other details sought while submitting the online application.
 - **Non-resident shareholders are not eligible to pay the First and Final Call money through R-WAP.**
 - Shareholders should ensure that Application process is verified through the e-mail / phone / mobile number or other means as applicable.
 - The holders of the partly paid-up equity shares shall make online payment using their own bank account only. Payments made from third party bank accounts will be rejected.
 - Verification, if any, in respect of payment through shareholders' own bank account, shall be done through the latest details available with depositories containing shareholder's bank account details, beneficiary account details. Registrar may follow additional processes such as cancelled cheque for joint holder verification and such other industry accepted and tested methods for online payment for physical shareholders or demat shareholders wherever necessary.
 - The First and Final Call Money collected through Applications made on the R-WAP will be credited to the Escrow Account "*Texel Industries Limited – First & Final Call Money – Escrow Collection – R A/C*" opened by our Company with the Escrow Collection Bank.

- For guidance on the Application process through R-WAP and resolution of difficulties faced by the shareholders, the shareholders are advised to carefully read the frequently asked questions, visit the online/ electronic dedicated shareholder helpdesk (www.linkintime.co.in) or call helpline number (+91 (22) 4918 6200).

PLEASE NOTE THAT ONLY RESIDENT SHAREHOLDERS CAN MAKE THE PAYMENT USING R-WAP. R-WAP FACILITY WILL BE OPERATIONAL FROM THE FIRST AND FINAL CALL PERIOD OPENING DATE THROUGH THE FIRST AND FINAL CALL PERIOD CLOSING DATE. THE COMPANY AND THE REGISTRAR SHALL NOT BE RESPONSIBLE IF THE APPLICATION IS NOT SUCCESSFULLY SUBMITTED OR REJECTED DURING THE PROCESS.

Do's for shareholders making payment of First and Final Call Money through R-WAP:

- Ensure that the details of the correct bank account have been provided while making payment along with submission of the Application.*
- Ensure that there are sufficient funds (equal to {number of partly paid-up equity shares X amount of First and Final Call money on the partly paid-up equity shares}) available in the bank account through which payment is made using the R-WAP.*
- Ensure that you make the payment towards your First and Final Call Money through your bank account only and do not use any third-party bank account for making the payment. Payments made from third party bank accounts will be rejected.*
- Ensure that you receive a confirmation e-mail or confirmation through other applicable means on successful transfer of funds.*
- Ensure you have filled in correct details of PAN, DP ID-Client ID, as applicable and all such other details as may be required.*
- Ensure that you receive an acknowledgement from the R-WAP for your submission of the Application.*

Don'ts for shareholders making payment of First and Final Call Money through R-WAP:

- Do not apply from bank account of third parties.*
- Do not apply if you are a non-resident shareholder.*
- Do not apply from non-resident account.*

Non-payment

Please note that, failure to pay the First and Final Call Money, as aforesaid, shall render the partly paid-up equity shares, including the amount already paid thereon, liable to be forfeited in accordance with the Act, the Articles of Association of the Company and the Letter of Offer.

Other Information

- The trading in ISIN- IN9594V01018 representing partly paid-up equity shares of face value ₹10 each (₹5 paid-up) has been suspended by the Stock Exchange effective from November 11, 2021. Further the ISIN- IN9594V01018 representing partly paid-up equity shares has been suspended by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).
- The process of corporate action for converting the partly paid-up equity shares to the fully paid-up equity shares under the present ISIN-INE594V01028 for the existing fully paid-up equity shares, allotted by the depositories, is estimated to be completed within two to three weeks from the last date of payment of the First and Final Call Money stipulated under this Notice.
- Upon completion of the corporate action, the partly paid-up equity shares shall be converted into fully paid-up equity shares and would be credited to ISIN-INE594V01028, allotted by depositories.
- In case of non-receipt of the First and Final Call Notice, shareholders can request by e-mail or letter, for the duplicate First and Final Call Notice to the Registrar or may also download the same from the Company's website: www.geotexelin.com or the Registrar's website: www.linkintime.co.in. In such a case, however, the shareholder need to fill the DP ID-Client ID, number of partly paid-up equity shares held and amount payable towards the First and Final Call Money.
- The shareholder must mention in the Application, his/her PAN number allotted under the Income Tax Act, 1961.
- All correspondence in this regard may be addressed to:

Link Intime India Private Limited

C 101, 1st Floor, 247 Park, LBS Marg,
Vikhroli (West), Mumbai - 400083, Maharashtra, India.

Telephone: + 91-22-4918 6200

Email: texel.callmoney@linkintime.co.in; **Website:** www.linkintime.co.in

Investor Grievance Email: texel.callmoney@linkintime.co.in

Contact Person: Sumeet Deshpande; **SEBI Registration Number:** INR000004058