

Date: 1st October, 2016

To, The Listing Department, Bombay Stock Exchange Limited., P J Towers, Dalal Street, Mumbai-400001.	To, The Listing Department, Ahmedabad Stock Exchange Limited., Kamdhenu Complex, Opp. Sahjanand College, Panjarapole, Ambawadi, Ahmedabad – 380015
Code No.BSE: 526638	Script Code : ASE - 60449

**Proceeding and outcome of the 27th Annual General Meeting of the Members of
TEXEL INDUSTRIES LIMITED., held on Friday, 30th September,2016 at 11.00 A.M.**

Pursuant to Regulation 30 of the SEBI (LODR) Regulations, 2015, we would like to inform you that as per notice dated 6th August, 2016, the 27th Annual General Meeting (AGM) of the Company was held on Friday, 30th September, 2016 at 11.00 A.M. at the registered office of the Company at Block No.2106, Santej Khatraj Road, Near Shah Alloys Ltd., Village Santej, Tal. Kalol, Dist. Gandhinagar, Gujarat

Mr. Kirit Mehta, Chairman, presided over the proceeding and welcomed the members to the 27th AGM of the Company.

Total 61 Members attended the AGM including 3 members present through proxy, as per the members attendance register. Four Directors of the Company were present at the AGM. The representatives of the Statutory Auditor was also present at the AGM.

The Chairman introduced the Board Members present on the dais to the Members of the Company and with permission of the Members the notice being already circulated was taken as read.



The Chairman then addressed the Members and gave overview of the financial performance of the Company for the financial year ended on 31st March, 2016 and its future outlook.

The chairman informed the Members that accordance with the provisions of the Companies Act., 2013, read with rules made thereunder and Listing Agreement with the Stock Exchanges, the Company had extended the remote e-voting facility through Central Depository Services (India) Limited (CDSL) to enable the members of the Company to cast/exercise their vote(s) electronically on the agenda items specified in the Notice of the 27th AGM . The remote e-voting period had commenced on 26th September, 2016 at 10.00 a.m. and ended on 29th September, 2016 at 5.00 p.m. The Members were informed that the facility for voting by way of ballot papers was available at the AGM for the Members who had not cast their vote through remote e-voting.

The Chairman informed that the Board of Director had appointed Mr. DA. Rupawala, proprietor of M/s. D.A. Rupawala & Associates, (Membership No. 37674), Practising Chartered Accountants, Ahmedabad , as the Scrutinizer for the purpose of scrutiny), for the resolutions included in the Notice of the 27th AGM.

The Chairman invited participation of the Members of the Company for discussing the Financial Statements for the Financial Year ended 31st March, 2016 alongwith Auditors and Directors Report thereon.

Thereafter, several Members of the Company addressed the meeting , gave their suggestions and asked certain queries on the financial statements and operations of the Company. The Chairman responded to all the queries to the satisfaction of the Members.

The Chairman proposed item no.1, to be passed as an ordinary resolution, relating to consideration and Adoption of the Audited Financial Statements of the Company for the year ended 31st March, 2016. and report of the Directors and Auditors Report thereon , was proposed and seconded by the Members.

The Chairman proposed item no.2, to be passed as an ordinary resolution, relating to appointment of Director in place of Mr. Naresh R. Mehta (DIN-02888018) who retires by rotation at the Annual General Meeting and being eligible, offers himself for re-appointment, and the same was proposed and seconded by the Members.



The Chairman proposed item no.3 to be passed as an ordinary resolution, relating to ratification appointment of Statutory Auditors of the Company and to fix their remuneration, and the same was proposed and seconded by the Members.

The Chairman proposed item no.4 to be passed as an Ordinary Resolution, relating to Increase in Authorized Share Capital of the Company from Rs. 8,50,00,000/- to Rs. 13,50,00,000/- and the same was proposed and seconded by the Members.

The Chairman proposed item no.5 to be passed as a Special Resolution, relating to consequential alteration in Capital Clause of Memorandum of Association of the Company, with reference to agenda item no.4 as stated above and the same was proposed and seconded by the Members.

The Chairman proposed item no.6 to be passed as a Special Resolution, relating to Adoption of new set of Articles of Association of the Company and the same was proposed and seconded by the Members.

The Chairman proposed item no.6 to be passed as a Special Resolution, relating to Authority to Keep Register of Members and Copies of Annual Return at a Place Other than the Registered Office of the Company and the same was proposed and seconded by the Members.

The Chairman then ordered for the poll on all the agenda items as stated in Notice of 26th AGM and requested the Members to cast their vote on each of the agenda items by putting a tick mark in the column 'for' or 'Against' as the case may be, sign the Ballot Paper and to drop it in the Ballot Box as kept in the Auditorium.

He, then, requested Mr. D.A. Rupawala, Scrutinizers for an orderly conduct of voting. The Scrutinizer demonstrated the empty Ballot boxes to the Members and locked and sealed it in the presence of the Members of the Company.

The Chairman announced that the results of voting i.e. remote e-voting results and results of the voting done at the AGM along with the consolidated scrutinizers report shall be announced to the Stock Exchange within 48 hours of the conclusion of the AGM and will also be placed on the website of the company

The Chairman Thanked all the Members for their presence and supports and after the casting of the votes by all the Members present at the 27th AGM stood concluded.





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Near Shah Alloys Ltd., Village : Santej-382 721.
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CERTIFICATE NO : 9761
ISO 9001 : 2008

Based on the Scrutinizers consolidated Report on voting, all the resolutions contained in the Notice of the 27th Annual General Meeting were approved by the requisite majority of the Members and accordingly, all the resolution were declared to be passed on the date of AGM date i.e. 30th September, 2016.

We would request you to kindly bring the aforesaid information to the notice of your members.

For, **TEXEL INDUSTRIES LIMITED.**

Umesh Vyas
Company Secretary & CFO

Date : 1st October, 2016
Place: Santej

