

|| Shree Ganeshaya Namah||

# NANDINI TEXCOM (INDIA) LIMITED

CIN: L65910GJ1994PLC021165

Reg. Office: B-304, International Commerce Center, Near Kadiwala School, Ring Road, Surat-395002.  
Tel:0261-4004596 Email: nandinitexcom@hotmail.com, website: nandinitex.com

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Date: 20<sup>th</sup> September, 2024

To,  
The Listing Department  
MSEI LIMITED  
205(A), 2nd floor, Piramal Agastya Corporate Park,  
Kamani Junction, LBS Road, Kurla (West), Mumbai – 400070.

Symbol: NANDINI / Series: EQ

Sub: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015  
Details of Voting Result of Annual General Meeting of the Company.

Dear Sir/Madam,

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 herewith enclosed the details of voting result of remote e-voting and voting through poll at Annual General Meeting of the Company held on 18<sup>th</sup> September, 2024 at B-304, International Commerce Center, Near Kadiwala School, Ring Road, Surat-395002 as well as Scrutinizer's Report on the same.

This is for your information and record

Thanking you

For, Nandini Texcom (India) Limited

**KHURANA  
PAYAL**

Digitally signed by KHURANA PAYAL  
DN: cn=KHURANA PAYAL, o=SEBI, ou=REGISTRATION, email=171100\_GURPAT  
HDSINGH@SEBI.GOV.IN, c=IN  
serialNumber=d48d8b2a1187601066475a6073648aa6c147e238  
912ca2b895096828772  
pkcs7Signature=3740b2e9a0b418a22964b0d750882c  
2.5.2.29.2.1.1.18d0775410221a77b35a099f9ba0f77ad00274618  
1c3d0a1f202b0a, email=MSSEKHURANAS@GMAIL.COM,  
cn=KHURANA PAYAL  
Date: 2024.09.20 15:07:52 +05'30'

**PAYAL KRISHAN KHURANA**  
Company Secretary & Compliance Officer

**VOTING RESULT**

<b>Date of the AGM</b>	18 <sup>th</sup> September, 2024
<b>Total number of shareholders on record date</b>	1231
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
Promoters and Promoter Group:	11
Public:	15
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

**Agenda wise Disclosure**

**Resolution No. 1:** To consider and adopt the Audited Financial Statement for the financial year ended on 31<sup>st</sup> March, 2024, the report of Board of Directors and Auditor Report thereon.

Resolution required:		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of Shares Held (1)	No. of Votes Polled (2)	% of Votes polled on out Standing shares (3)=[(2)/(1)]* 100	No. of votes in favour (4)	No. of votes 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	E-Voting	1485540	990540	66.68%	990540	0	100%	0%
	Poll		370000	24.91%	370000	0	100%	0%
	Postal Ballot (If Applicable)		0	0%	0	0	0%	0%
	<b>Total</b>	<b>1485540</b>	<b>1360540</b>	<b>91.59%</b>	<b>1360540</b>	<b>0</b>	<b>100%</b>	<b>0%</b>
Public-Institutions	E-Voting	0	0	0%	0	0	0%	0%
	Poll	0	0	0%	0	0	0%	0%
	Postal Ballot(If Applicable)	0	0	0%	0	0	0%	0%
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0%</b>	<b>0</b>	<b>0</b>	<b>0%</b>	<b>0%</b>
Public-Non Institution	E-Voting	3514560	1589600	45.23%	1589600	0	0%	0%
	Poll		614100	17.47%	614100	0	100%	0%
	Postal Ballot (If Applicable)		0	0%	0	0	0%	0%
	<b>Total</b>	<b>3514560</b>	<b>2203700</b>	<b>62.70%</b>	<b>2203700</b>	<b>0</b>	<b>100%</b>	<b>0%</b>
<b>Total</b>		<b>5000100</b>	<b>3564240</b>	<b>71.28%</b>	<b>3564240</b>	<b>0</b>	<b>100%</b>	<b>0%</b>

Whether resolution is Pass or Not.  
Disclosure of notes on resolution

Yes  
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**FOR NANDINI TEXCOM (INDIA) LIMITED**

*Ashok Tarkand*  
DIRECTOR/AUTH. SIGN

**Resolution No.2:** Considering the Appointment of Statutory Auditors of the Company, M/s A Bafna & Associates (FRN 121901W), Chartered Accountants, for the Financial Year 2024-25 until the conclusion of 35<sup>th</sup> AGM of the Company.

Resolution required:		Whether promoter/ promoter group are interested in the agenda/resolution?		Ordinary Resolution		No		Yes	
Category	Mode of Voting	No. of Shares Held (1)	No. of Votes Polled (2)	% of Votes polled on out Standing shares (3)=[(2)/(1)]* 100	No. of votes in favour (4)	No. of votes 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	E-Voting	1485540	990540	66.68%	990540	0	100%	0%	
	Poll		370000	24.91%	370000	0	100%	0%	
	Postal Ballot (If Applicable)		0	0%	0	0	0%	0%	
	<b>Total</b>	<b>1485540</b>	<b>1360540</b>	<b>91.59%</b>	<b>1360540</b>	<b>0</b>	<b>100%</b>	<b>0%</b>	
Public-Institutions	E-Voting	0	0	0%	0	0	0%	0%	
	Poll	0	0	0%	0	0	0%	0%	
	Postal Ballot(If Applicable)	0	0	0%	0	0	0%	0%	
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0%</b>	<b>0</b>	<b>0</b>	<b>0%</b>	<b>0%</b>	
Public-Non Institution	E-Voting	3514560	1589600	45.23%	1589600	0	0%	0%	
	Poll		614100	17.47%	614100	0	100%	0%	
	Postal Ballot (If Applicable)		0	0%	0	0	0%	0%	
	<b>Total</b>	<b>3514560</b>	<b>2203700</b>	<b>62.70%</b>	<b>2203700</b>	<b>0</b>	<b>100%</b>	<b>0%</b>	
<b>Total</b>		<b>5000100</b>	<b>3564240</b>	<b>71.28%</b>	<b>3564240</b>	<b>0</b>	<b>100%</b>	<b>0%</b>	
Whether resolution is Pass or Not.									
Disclosure of notes on resolution									
-									

FOR NANDINI TEXCOM (INDIA) LIMITED

Ashok Tokrajwal  
DIRECTOR/AUTH.SIGN

**Resolution No.3:** To appoint a Mr. Ashokkumar Tekriwal (DIN: 00086179), who retires by rotation. Being eligible, offer himself for re-appointment.

Resolution required:		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
Category	Mode of Voting	No. of Shares Held (1)	No. of Votes Polled (2)	% of Votes polled on out Standing shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No. of votes 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	E-Voting	1485540	865540	58.26%	865540	0	100%	0%
	Poll		370000	24.91%	370000	0	100%	0%
	Postal Ballot (If Applicable)		0	0%	0	0	0%	0%
	<b>Total</b>	<b>1485540</b>	<b>1235540</b>	<b>83.17%</b>	<b>1235540</b>	<b>0</b>	<b>100%</b>	<b>0%</b>
Public-Institutions	E-Voting	0	0	0%	0	0	0%	0%
	Poll	0	0	0%	0	0	0%	0%
	Postal Ballot(If Applicable)	0	0	0%	0	0	0%	0%
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0%</b>	<b>0</b>	<b>0</b>	<b>0%</b>	<b>0%</b>
Public-Non Institution	E-Voting	3514560	1589600	45.23%	1589600	0	0%	0%
	Poll		614100	17.47%	614100	0	100%	0%
	Postal Ballot (If Applicable)		0	0%	0	0	0%	0%
	<b>Total</b>	<b>3514560</b>	<b>2203700</b>	<b>62.70%</b>	<b>2203700</b>	<b>0</b>	<b>100%</b>	<b>0%</b>
<b>Total</b>		<b>5000100</b>	<b>3439240</b>	<b>68.78%</b>	<b>3439240</b>	<b>0</b>	<b>100%</b>	<b>0%</b>
Whether resolution is Pass or Not.								
Yes								
Disclosure of notes on resolution								
The promoter were interested in the resolution hence the 125000 votes of the promoter is consider as invalid								

FOR NANDINI TEXCOM (INDIA) LIMITED

Ashok Tokriwal  
DIRECTOR/AUTH.SIGN

**Resolution No.4:** Appointment of Ms. Aesha Shah (DIN: 10423365) as Non-executive-Independent director on the Board of the Company.

Resolution required:		Special Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of Shares Held (1)	No. of Votes Polled (2)	% of Votes polled on out Standing shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No. of votes 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	E-Voting	1485540	990540	66.68%	990540	0	100%	0%
	Poll		370000	24.91%	370000	0	100%	0%
	Postal Ballot (If Applicable)		0	0%	0	0	0%	0%
	<b>Total</b>	<b>1485540</b>	<b>1360540</b>	<b>91.59%</b>	<b>1360540</b>	<b>0</b>	<b>100%</b>	<b>0%</b>
Public-Institutions	E-Voting	0	0	0%	0	0	0%	0%
	Poll	0	0	0%	0	0	0%	0%
	Postal Ballot(If Applicable)	0	0	0%	0	0	0%	0%
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0%</b>	<b>0</b>	<b>0</b>	<b>0%</b>	<b>0%</b>
Public-Non Institution	E-Voting	3514560	1589600	45.23%	1589600	0	0%	0%
	Poll		614100	17.47%	614100	0	100%	0%
	Postal Ballot (If Applicable)		0	0%	0	0	0%	0%
	<b>Total</b>	<b>3514560</b>	<b>2203700</b>	<b>62.70%</b>	<b>2203700</b>	<b>0</b>	<b>100%</b>	<b>0%</b>
<b>Total</b>		<b>5000100</b>	<b>3564240</b>	<b>71.28%</b>	<b>3564240</b>	<b>0</b>	<b>100%</b>	<b>0%</b>
Whether resolution is Pass or Not.								
Disclosure of notes on resolution								
Yes								

FOR NANDINI TEXCOM (INDIA) LIMITED

Ashok Takgwal  
DIRECTOR/AUTH.SIGN



### Consolidated Scrutinizers' Report

[Pursuant to section 108 and 109 of Companies the Companies Act, 2013 and rule 20 and 21 of the (Management and Administration) Rules, 2014]

To  
The Chairman  
of Annual General Meeting of Equity Shareholders  
NANDINI TEXCOM (INDIA) LIMITED (the Company)  
B-304, International Commerce Center, Near Kadiwala School, Ring Road, Surat Surat GJ  
395002 IN

Dear Sir,

Re: AGM of the Equity Shareholders of NANDINI TEXCOM (INDIA) LIMITED (the "Company") held on Wednesday, September 18, 2024 at 3:30 P.M. at B - 304, International Commerce Center, Near Kadiwala School, Ring Road, Surat – 395002

I submit my report as under:

1. The management of the company is responsible to ensure the compliance with the requirements of the Companies Act. 2013 and rules relating to voting through electronic means (i.e. by remote e-voting and voting by poll at the AGM) on the resolutions contained in the notice of the Annual General Meeting (AGM) of the Company. My responsibility as the scrutinizer report of the votes cast in favour / against the resolutions stated in the notice.
2. The Company has entered into an agreement with National Securities Depository Limited (NSDL), the authorized agency engaged by the provide company to e—voting facilities for voting through electronic means to all the members who are eligible to take part in the remote e—voting.
3. The e-voting period remained open from Sunday, September 15, 2024 at 10:00 a.m. and end on Tuesday, September 17, 2024 at 05:00 p.m.
4. The shareholders holding shares as on the "cut off" date i.e. Monday, September 9<sup>th</sup>, 2024 were entitled to vote on the proposed resolution (item No. 1 to 4 as set out in the Notice of the AGM of the Company).
5. Accordingly the electronic votes cast were taken into account and at the end of this voting period, on Tuesday, September 17, 2024 (at 5:00 p.m.), the e-voting portal was blocked for voting by NSDL.
6. The votes cast were unblocked in the presence of two witnesses 1. Hayal Gajjar and 2. Yash Kalariya on 19<sup>th</sup> September, 2024.
7. After the time fixed for closing of poll by the Chairman, one ballot box kept for polling were locked in my presence with due identification marks placed by me.
8. The locked ballot box was subsequently opened by me in presence of Hayal Gajjar and Yash kalariya and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agent of the Company and the arborizations/proxies lodged with the Company.
9. I did not find any poll papers invalid.



Office : M1 Floor, Abhishek Complex, Sector-11, Gandhinagar-382011

Email : cssuchaknikhil@gmail.com Contact : 9016072261

10. After the conclusion of the Annual General Meeting of the Company, the Votes cast at the meeting were counted and the votes cast through remote e-voting process were unblock by me in the presence of two witnesses Hayal Gajjar and Yash kalariya who are not in the employment of the Company.
11. Thereafter, the details, containing, Inter-alla, list of equity shareholders, who voted "For" and "Against, were downloaded from e-voting website i.e. <http://www.evoting.com>. Data regarding the e-voting were dilligently scrutinized.
12. The register has been maintained electronically to record are assent or dissent received mentioning the particulars of name, address, Follo No. or Client ID of the Shareholders, No of Shares held by them and nominal value of such shares. There were no shares with differential voting right in the company, hence there is no requirement of maintaining of the list of shares with differential voting right.

Consolidated report on result of e-voting and voting by poll is as under:

**Item No. 1: As an ordinary Resolution**

To consider and adopt the Audited Financial Statement for the financial year ended on 31st March, 2024, the report of Board of Directors and Auditor Report thereon

**I. Voted in favour of the resolution:**

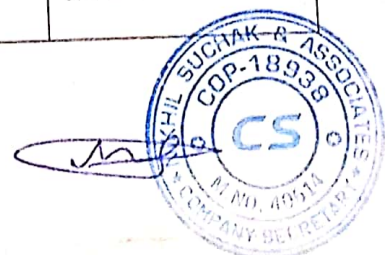
Mode of Voting	No. of Member Voted (In person or by Proxy )	Number of Votes Cast by Member	% of total number of valid votes casted
Through voting by Poll	05	984100	27.61
Through remote e-voting	22	2580140	72.39
Total	27	3564240	100

**II. Voted In against the resolution:**

Mode of Voting	No. of Member Voted (In person or by Proxy )	Number of Votes Cast by Member	% of total number of valid votes casted
Through voting by Poll			
Through remote e-voting			
Total			

**III. Votes Invalid:**

Mode of Voting	No. of Member Voted (In person or by Proxy )	Number of Votes Cast by Member	% of total number of valid votes casted



Through voting by Poll			
Through remote e-voting			
Total			

**Item No. 2: As an ordinary Resolution**

To appoint a Mr. Ashokkumar Tekriwal (DIN: 00086179), who retires by rotation. Being eligible, offer himself for re-appointment

**i. Voted in favour of the resolution:**

Mode of Voting	No. of Member Voted (In person or by Proxy )	Number of Votes Cast by Member	% of total number of valid votes casted
Through voting by Poll	05	984100	28.61
Through remote e-voting	21	2455140	71.39
Total	26	34,39,240	100

**ii. Voted in againts the resolution:**

Mode of Voting	No. of Member Voted (In person or by Proxy )	Number of Votes Cast by Member	% of total number of valid votes casted
Through voting by Poll			
Through remote e-voting			
Total			

**iii. Votes Invalid:**

Mode of Voting	No. of Member Voted (In person or by Proxy )	Number of Votes Cast by Member	% of total number of valid votes casted
Through voting by Poll			
Through remote e-voting			
Total			

**Item No. 3: As an ordinary Resolution**

Considering the Appointment of Statutory Auditors of the Company, M/s A Bafna & Associates (FRN 121901W), Chartered Accountants, for the Financial Year 2024-25 until the conclusion of 35<sup>th</sup> AGM of the Company





**i. Voted In favour of the resolution:**

Mode of Voting	No. of Member Voted (In person or by Proxy )	Number of Votes Cast by Member	% of total number of valld votes casted
Through voting by Poll	05	984100	27.61
Through remote e-voting	22	2580140	72.39
Total	27	3564240	100

**ii. Voted in againts the resolution:**

Mode of Voting	No. of Member Voted (In person or by Proxy )	Number of Votes Cast by Member	% of total number of valld votes casted
Through voting by Poll			
Through remote e-voting			
Total			

**iii. Votes Invalld:**

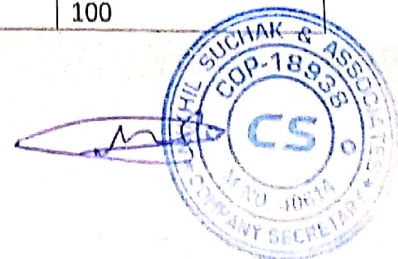
Mode of Voting	No. of Member Voted (In person or by Proxy )	Number of Votes Cast by Member	% of total number of valld votes casted
Through voting by Poll			
Through remote e-voting			
Total			

**4. As a Special Resolution:**

Appointment of Ms. Aesha Shah (DIN: 10423365) as Non-executive-Independent director on the Board of the Company

**i. Voted in favour of the resolution**

Mode of Voting	No. of Member Voted (In person or by Proxy )	Number of Votes Cast by Member	% of total number of valid votes casted
Through voting by Poll	05	984100	27.61
Through remote e-voting	22	2580140	72.39
Total	27	3564240	100



ii. Voted In against the resolution:

Mode of Voting	No. of Member Voted (In person or by Proxy)	Number of Votes Cast by Member	% of total number of valid votes casted
Through voting by Poll			
Through remote e-voting			
Total			

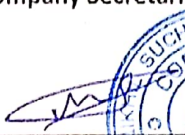
iii. Votes Invalid:

Mode of Voting	No. of Member Voted (In person or by Proxy)	Number of Votes Cast by Member	% of total number of valid votes casted
Through voting by Poll			
Through remote e-voting			
Total			


13. Based on the above voting, all resolutions carried on with requisite majority accordingly we request the Chairman of 30<sup>th</sup> Annual General Meeting to announce the result of the Voting.
14. A list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
15. The register, all other papers and relevant records relating to electronic voting shall remain in my safe custody until the chairman considers, approves and signs the Minutes.

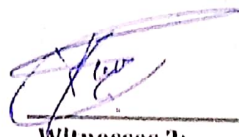
Thanking You,

Yours Faithfully,  
For, Nikhil Suchak & Associates  
Company Secretaries

  
Nikhil Suchak  
Proprietor  
COP : 18938  
ACS: F13289



  
Witnesses 1:  
Hayal Gajjar

  
Witnesses 2:  
Yash Kalaria

Place : Gandhinagar  
Dated : 19-09-2024  
UDIN: F013289F001255851