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# BHILWARA TEX-FIN LIMITED

129, Transport Centre, Rohtak Road, Punjabi Bagh, New Delhi - 110035

E-mail: [info@sainik.org](mailto:info@sainik.org) Website: [www.bhilwaratexfin.com](http://www.bhilwaratexfin.com) Telephone No - 011- 28315036; Fax No - 011-28315044 CIN: L74899DL1994PLC128577

Ref. No. B.T.F.L./BSE - 2014 - 15 - 32

Dated 09/01/15

To

The Manager (Listing)  
BSE Limited,  
Floor 25, P.J. Towers  
Dalal Street,  
Mumbai-400001

**Sub: Submission of Compliance Report on Corporate Governance for the quarter ended on 31<sup>st</sup> December 2014**

**Ref: BHILWARA TEX-FIN LIMITED**

Dear Sir,

Please find enclosed Compliance Report on Corporate Governance of **Bhilwara Tex-Fin Limited** for the quarter ended on 31<sup>st</sup> December, 2014 in accordance with clause 49 of the Listing Agreement.

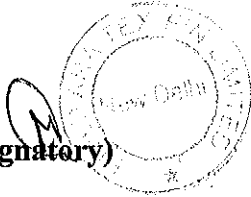
You are requested to take the same on your record for the Company.

Thanking You,

Yours Sincerely,

For **Bhilwara Tex-Fin Limited**

(Authorized Signatory)



**Quarterly Compliance Report on Corporate Governance under Clause 49 of the Listing Agreement**Name of the Company: **BHILWARA TEX-FIN LIMITED**Quarter ending on: **31st December, 2014**

Particulars	Clause of Listing agreement	Compliance Status Yes/No/N.A	Remarks
<b>II. Board of Directors</b>	49 (II)		
(A) Composition of Board	49 (IIA)	Yes	
(B) Independent Directors	49 (IIB)	Yes	
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	
(D) Other provisions as to Board and Committees	49 (IID)	Yes	
(E) Code of Conduct	49 (IIE)	Yes	
(F) Whistle Blower Policy	49 (IIF)	Yes	
<b>III. Audit Committee</b>	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	
(B) Meeting of Audit Committee	49 (IIIB)	Yes	
(C) Powers of Audit Committee	49 (IIIC)	Yes	
(D) Role of Audit Committee	49 (IIID)	Yes	
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	
<b>IV. Nomination and Remuneration Committee</b>	49 (IV)	Yes	
<b>V. Subsidiary Companies</b>	49 (V)	N.A.	
<b>VI. Risk Management</b>	49 (VI)	Yes	
<b>VII. Related Party Transactions</b>	49 (VII)	Yes	
<b>VIII. Disclosures</b>	49 (VIII)		
(A) Related party transactions	49 (VIIIA)	Yes	Disclosure in this regard will form part of Annual Report of the Company
(B) Disclosure of Accounting Treatment	49 (VIIIB)	Yes	Disclosure in this regard will form part of Annual Report of the Company
(C) Remuneration of Directors	49 (VIII C)	N.A.	
(D) Management	49 (VIII D)	Yes	Management Discussion and Analysis Report will form part of the Annual Report of the Company
(E) Shareholders	49 (VIII E)	Yes	Disclosure in this regard shall form part of the Annual report of the Company.
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	N.A.	
<b>IX. CEO/CFO Certification</b>	49 (IX)	Yes	It will form part of the Annual Report of the Company.
<b>X. Report on Corporate Governance</b>	49 (X)	Yes	It will form part of the Annual report of the Company.
<b>XI. Compliance</b>	49 (XI)	Yes	It will form part of the Annual report of the Company.

For Bhilwara Tex-Fin Limited

Compliance Officer/Authorized Signatory \*

