

258818308

# BHILWARA TEX-FIN LIMITED

129, Transport Centre, New Rohtak Road, Punjabi Bagh, New Delhi-110035  
Ph. : 28315036, Fax : 28315044

Ref No. BTFI/BSE -2011-12-47A

Dated. 10/01/2012

To  
The Manager (Listing)  
Bombay Stock Exchange Ltd.,  
Floor 25, P.J. Towers  
Dalal Street,  
Mumbai-400001

Sub: Submission of Compliance Report on Corporate Governance for quarter ended on December 31<sup>st</sup>, 2011.

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 December 31<sup>st</sup>, 2011 in accordance with clause 49 of the Listing Agreement.

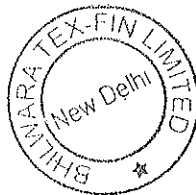
You are requested to take the same on your record for the Company.

Thanking You,

Yours Sincerely,

For **BHILWARA TEX-FIN LIMITED**

  
(Authorised Signatory)



**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**  
**NAME OF THE COMPANY: BHILWARA TEX-FIN LIMITED**  
**QUARTER ENDED ON : 31<sup>st</sup> DECEMBER, 2011**

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
<b>I Board of Directors</b>	49 I		
(A) Composition of Board	49(IA)	Yes	
(B) Non-executive Directors' compensation and disclosures	49 (IB)	Yes	
(C) Other provisions as to Board and Committees	49 (IC)	Yes	
(D) Code of Conduct	49 (ID)	Yes	
<b>II. Audit Committee</b>	49 (II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	
(B) Meeting of Audit Committee	49 (IIB)	Yes	
(C) Powers of Audit Committee	49 (IIC)	Yes	
(D) Role of Audit Committee	49 II(D)	Yes	
(E) Review of Information by Audit Committee	49 (IIE)	Yes	
<b>III. Subsidiary Companies</b>	49 (III)	N.A.	
<b>IV. Disclosures</b>	49 (IV)	Yes	
(A) Basis of related party transactions	49 (IV A)	Yes	
(B) Disclosure of Accounting Treatment	49 (IV B)	N.A.	This clause is not applicable to the Company because there is no change in the Accounting Treatment.
(C) Board Disclosures	49 (IV C)	Yes	
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	N.A.	
(E) Remuneration of Directors	49 (IV E)		Disclosure in this regard will form part of Annual Report of the Company
(F) Management	49 (IV F)		Management Discussion and Analysis Report will form part of the Annual Report of the Company
(G) Shareholders	49 (IV G)		Disclosure as per clause 49 shall form part of the Annual report of the Company.
<b>V. CEO/CFO Certification</b>	49 (V)	Yes	It will form part of the Annual Report of the Company.
<b>VI. Report on Corporate Governance</b>	49 (VI)		It will form part of the Annual report of the Company.
<b>VII. Compliance</b>	49 (VII)	Yes	It will form part of the Annual report of the Company.

**For BHILWARA TEX-FIN LIMITED**

*[Signature]*  
**Authorised Signatory/Compliance Officer**

