BHILWARA TEX-FIN LIMITED

129, Transport Centre, Rohtak Road, Punjabi Bagh, New Delhi - 110035 E-mail: <u>info@sainik.org</u> Website: <u>www.bhilwaratexfin.com</u> Telephone No - 011- 28315036; Fax No - 011-28315044 CIN: L74899DL1994PLC128577

Ref No BTFL BSE - 2014-15-22

Date: 01.10.2014

To

The Manager (Listing) **BSE Limited,**Floor 25, P.J. Towers,
Dalal Street
Mumbai- 400 001

Sub: Disclosure of voting results pursuant to Clause 35 A and 35 B of the Listing Agreement Ref: Bhilwara Tex-fin Limited ("the Company")

Dear Sir,

Please find enclosed herewith the disclosure of the voting results in the Annual General Meeting of the Company pursuant to clause 35 A and 35 B of the Listing Agreement.

This is for your information and record.

Thanking You,

Yours Sincerely,

For Bhilwara Tex-Ein-Limited

(Authorised Signatory

Annual General Meeting (AGM) of M/s BhilwaraTex- Fin Limited -details of E-votingand Poll

Date of AGM	30 th September, 2014
Total No. of Shareholders on Record Date: (being the out-off date of determining shareholders entitled to e-voting- 29th August 2014	The state of the s
No. of Shareholders present in meeting either in person or through proxy	
Promoter and Promoter Group:	Figure 1 Company of the Company of t
Mode of Voting	E-voting / poll



Agenda wise

Ordinary Business:

tem No. | Ordinary Resolution

o receive, consider and adopt the Audited Balance Sheet as at 31st March, 2014, the Profit & Loss Account of the ompany for the period commencing from 1st April, 2013 to 31st March, 2014 together with the report of the Board of frectors and Auditors thereon.

'rompter/Public		No. of Shares held	No. of votes polled	COLUMN ASSESSMENT AND	No, of votes in favour	votes	% of votes in favour on votes polled	% of votes signinst on votes polled
		(0)	(2)	(3)= (2)/(1) *100	(4)	(5)	(6)=[(4)/(2)]*1 00	(7)= (5)/(2) *1 00
egnoter und prominer roup	E-voting	1467800	1874.58	p sa padagana	Maria de la composición del composición de la composición del composición de la comp	50 CO 61 G		THE RESERVE OF THE PERSON NAMED IN COLUMN TWO IS NOT THE PERSON NAMED IN COLUMN TWO IS NOT THE PERSON NAMED IN
	Poll	NIL		E de la company de la comp	in the state of			er der tele :
	Total	1467800	1874.58	0.13%	1874 58	NIL	100%	NIL.
utilic - Institutional holders				Section 1				in a company
					•			
others	E-voting							
	Poll	369900	369900				60 cm - mar (41 cm), 61	
	Total	369900	369900	100%	369900	N	100%	NIL



Item No. 2 Ordinary Resolution

To appoint a Director in place of Sh. Satish Kumar Sharma, who retires by rotation and, being eligible, offers himself for reappointment

Primoter/Public	Mode of Voting	No. of Shares held	No. of votes polled			yotes	tetatura promit promit promit was not be minimally to the territory	% of voles against on votes polled
		(I) and the second	(2)	(3)=((2)/(1)[*100	(4)	(5)	(6)*[(4)/(2)]*] 00	(7)-[(5)/(2)]*1 00
Promoter and promoter group	6-young	1467860	1874.58		3.6 0.00			131
	Poli Fotal	1467800	NII. 1874 58	0 (3%)	1874 58	NII	1100	NII.
Dublio - Institutional holders			**************************************			The special section		1114
Public-others	E-voting	169000	Tedorin	7				
	Poli lotal	369900		100%	3699(6)	NI	100%	NIL

n No. 3 Ordinary Resolution

appoint Statutory Auditors and to fix their remuneration

oter/Public	Mode of Voting	No, of Shares held	No. of votes polled	Committee of the Commit	No. of votes to favour	votes 👙 🗧	% of votes in favour on votes polled	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)7(2)]*1 00	(7)= (5)/(2) *1 00
et and promoter	E-voting	1467800	1874.58					20 (20 (50 (50 (50) 20 (50 (60)
	Poll	NIL	NU	alle sales en montre de la				Acces - Series 486
	Total	1467800	1874.58	0.13%	1874.58	NIL	100%	Nilus Esse
Institutional holders				A 40 2 10 10 10 10 10 10 10 10 10 10 10 10 10				
							4	
Wich	B-voting						100	
200 (00 (00 (00 (00 (00 (00 (00 (00 (00	Poll	The Company of the Contract of	369900			000000000000000000000000000000000000000	211,000,000,000	machine (California and a
	Total	369900	369900	100%	369900	NIZ	100%	Nn



d Business:

No. 4 Ordinary Resolution

otment of Sh. Samai Singh as an Independent Director of the Company

rr/Public Appropriate and the Appropriate appropriate	Mode of Voting	No. of Strares held	polled	Children and characters from the large and the second	No. of votes in favour	votes	% of votes in favour on votes polled	
		(1)	(2)	(3)= (2)/(1) *100	(4)	(5)	(6)=[(4)/(2)]*1 00	(7)=[(5)/(2)]*1 00
and promoter	E-voting	1467800	1874.58				•	
	Poll	ЙII	NIL -		se emperation (gr	e de la companya de		
	Total	1467800	1874 58	0.13%	1874 58	NIL	100%	NIL
nstitutional holders		50005559					Participation (Company)	
		September 1990		· ·	And the second s	ole Manufacturi esta esta esta esta esta esta esta esta	Carles control and in the control of	
MMO	F-young	Strong policing and the		(X			Be transportation (2)	
Maria basin atau menungan sasa ana ar	Poll	Property of the Party of the Pa	369900	sportour recoverage and a second	The Prince of	region and the	Communication of the Communica	
	Totat	369900	369900	00%	369900	NIL	100%	NIL

Ordinary Resolution

ment of Sh. VadakeChundayilSreenivasan, as an Independent Director of the Company

Sublic	Mode of Voting	No. of Shares held	No. of votes pulled	Transfer of the American Comment of the Comment of	No. of votes in favour	No. of votes against	% of votes in fayour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*1 00	(7)=[(5)/(2)]*1 00
and promoter	E-voting	1467800	1874.58					
	Poli Total	NII 1467800	NIL IXDA KK	0.13%	1874.58	NIC	100%	en -
cutional holders						2 (0)		E .
	E-voting							
	Poli Total	169900 369900	The second second second second	100%	369900	NIC	100%	NIL



Item No. 6 Ordinary Resolution

Appointment of Sh. Sanjay Hasija, as an Independent Director of the Company

Promoter/Public	Mode of Vollag	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	
		(a)	(2)	(3)*(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*1 00	(7)*[(5)/(2)]*1 00
Promoter and promoter group	E-voting	1467800	1874.5%				*	
5000000	Poli Total	NIL. 1467800	NII. 1874.58	0.1394	1874.58	NIL	100%	£334
Public - Institutional holders	TOTAL	1.40.600	18 1 38	0179 - 1200 1000 1000 1000			100/2	NIL .
Public- others	E-voting Poll	369900	369900				Processor of the second	er ti pretingen en e
	Total	369900	Andreas Comment of the Comment of th	100%	369900	NIL	100%	NII.

All the resolutions with respect to the agenda items were passed by requisite majority. The resolutions as approved by the Members of the Company, in terms of notice dated 21st August 2014, will form part of the minutes of Annual General Meeting.



Scrutinizer's Report

(Pursuant to section 108 of the Companies Act, 2013 and Rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014

The Chairman,
Bhilwara Tex-Fin Limitd

20th Annual General Meeting of the members of M/s BhilwaraTex-Fin Limited scheduled to be held on Tuesday, 30th day of September, 2014 at 10.30 a.m. at the Farm House of M/s Kapil Construction Private Limited, Kishangarh - Mehrauli Road, Near MaaAnandmal Ashram, New Delhi –110057

Dear Sir,

- I, Rajesh Gulati, Practicing Chartered Accountant, appointed by the Board of Directors of M/s BhilwaraTex-Pin Limited (the Company) to act as the scrutinizer in terms of section 108 of the Companies Act, 2013 and Rule 20(3) of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing the electronic voting process in respect of resolutions proposed at the 20thAnnual General Meeting of the Company, do hereby submit my report as follows:
- 1. The e-voting service was provided by National Securities Depository Limited (NSDL)
- Voting rights were reckoned on the paid-up value of shares registered in the names of the members as on 29th August, 2014
- The period of e-voting started on Tuesday, 23^{rt} September, 2014 (9.00 a.m. IST) and ended on Thursday, 25th September, 2014 (6.00 p.m. IST).
- 4. The votes cast were unblocked on Saturday 27th September, 2014 in the presence of 2 witnesses, Mr.RiturajBhatnagarand Mr. JagdishUpadhyay, both of whom are not in the employment of the Company.
- 5. Based on the reports generated from NSDL's e-voting website www.evoting.nsdl.com the results of the e-voting are as under:

Ordinary Business:

Item No. 1 Ordinary Resolution

To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2014, the Profit & Loss Account of the Company for the period commencing from 1st April, 2013 to 31st March, 2014 together with the report of the Board of directors and Auditors thereon.

	No. of members	No. of shares for	No. of vote cast	% of votes to total
	who voted	which votes cast	Marchael Court 1219	no, of valid votes
Voted in favour of		1467800		cast
the resolution		140/800	1874.58	100%
Voted against the	NIL	NIL	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	NIL
resolution	constant and the constant	and the second second second	teramination	
Invalid votes	NIL.	NL		NL





Item No. 2 Ordinary Resolution

To appoint a Director in place of Sh. Satish Kumar Sharma, who retires by rotation and, being eligible, offers himself for re-appointment

The state of the s	Control of the second s	************************************	% of votes to total
who voted	which votes cast		no, of valid votes
	1467800	1874 58	Cast
NIL	NIL		NL
XIII	NIII		The state of the s
	who voted	who voted which votes cast I 1467800 NIL NIL	1 1467800 1874.58 NIL NIL

Item No. 3 Ordinary Resolution

To appoint Statutory Auditors and to fix their remuneration

	No. of members who voted	No, of shares for which votes east	No. of vote cast	% of votes to total no, of valid votes cast
Voted in favour of the resolution		1467800	1874.58	100%
Voted against the resolution	NIL	NIL		NL
Invalid votes	NIL	NIL		NIL

Special Business:

Item No. 4 Ordinary Resolution

Appointment of Sh. Samai Singh as an Independent Director of the Company

	o of members	No. of shares for	No. of vote cast	% of votes to total
	ho voted	which votes cast		no, of valid votes
Voted in favour of 1		1467800	1874.58	east 100%
the resolution				
Voted against the N resolution	I Burning and the second	NIL		NIL
Invalid votes N	IL I	NIL		NII





Item No. 5 Ordinary Resolution

Appointment of Sh. VadakeChundayiiSreenivasan as an Independent Director of the Company

	No, of members who voted	No. of shares for which votes cast	No. of vote cast	% of votes to total
Voted in favour of the resolution		1467800	1874.58	cast 100%
Voted against the resolution	NIL	NIL CONTRACTOR		NIL Section 1
Invalid votes	NILSPEEDS	ND		NII

Item No. 6 Ordinary Resolution

Appointment of Sh. Sanjay Hasijaas an Independent Director of the Company

	No. of members		No. of vote cast	% of votes to total
	who voted	which votes cast	a de armado do Marina da la comencia de la comencia del la comencia de la comencia del la comencia de la comencia del la comencia de la comencia del la comencia de la comencia del la com	no, of valid votes
Voted in favour of the resolution		1467800	1874.58	100%
Voted against the resolution	MIL and the second seco	NIL		NIIS COMMON
Invalid votes	NIL	NIL		NIL

Thanking you, Yours faithfully, For SMR & Associates, Chartered Accountant

(Rajesh Gulati) M. No. 89046 Place: New Delhi

Place: Delhi

Date: 27th September 2014

We, the undersigned, have witnessed that the votes were unblocked from NSDL's eventually website www.evoting.nsdl.com in our presence on Saturday, 27th September, 2014

Witness:

RhugajBhatnagar

FORM No. MGT-13

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management ' and Administration) Rules, 2014]

The Chairman, BhilwaraTex-Fin Limited

20thAnnual General Meeting of the Members of BhilwaraTex-Fin Limited held on Tuesday, 30th September 2014 at 10.30 A.M. at M/s Kapil Constructions Private Limited, Kishangarh - Mehrauli Road, Near MaaAnandmai Ashram, New Delhi-110 057

Dear Sir.

I, Rajesh Gulati, Practicing Chartered Accountant, appointed for the purpose of the poll taken on the blow mentioned resolution(s) at the 20th Annual General Meeting of the Members of BhiliwaraTex-Fin Limited held on Tuesday, 30th September 2014 at 10.30 A.M. at M/s Kapil Constructions Private Limited, Kishangarh • Mehrauli Road, Near MaaAnandmai Ashram, New Delhi-110 057, submit my report as under:

- 1. After the time fixed for closing of the poll by the Chairman, two (2) -ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
- 2. The locked ballot boxes were subsequently opened in my presence and in presence of twowitnesses and poll papers were diligently scrutinized. The poll papers were reconciled withthe records maintained by the Registrar and Transfer Agents of the Bank and theauthorizations / proxies lodged with the Bank.
- 3. The poll papers, which were incomplete and/ or which were otherwise found defective havebeen treated as invalid and kept separately.
- 4. The result of the Poll is as under:

Ordinary Business:

Item No. 1 Ordinary Resolution

To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2014, the Profit & Loss Account of the Company for the period commencing from 1st April, 2013 to 31st March, 2014 together with the report of the Board of directors and Auditors thereon.

	No of members who	No, of shares for which	% of votes to total no.
	voted	votes cast	of valid votes cast
Voted in favour of the	26	369900	100%
resolution	Property of the second		
	NHphane	NIL A Maderican Control	NIL
resolution		73.6181919191	Carlottado Carlottado de Carlot
Invalid votes	NIL	NIL	NIL





Item No. 2 Ordinary Resolution

To appoint a Director in place of Sh. Satish Kumar Sharma, who retires by rotation and, being eligible, ofters himself for re-appointment

SECOND CONTROL OF THE	No. of members who	No. of shares for which	% of votes to total no.
	voted	votes cast	of valid votes cast
Voted in favour of the	26	369900	100%
resolution		er Managaria	
Voted against the	NIL TO SERVICE	NIL	NIL
resolution			
Invalid votes	NIL TO THE STATE OF THE STATE O	NIL	NIL

Item No. 3 Ordinary Resolution

To appoint Statutory Auditors and to fix their remuneration

	No. of members who	No. of shares for which	% of votes to total no.
	The state of the s		of valid votes cast
	30 26 (American	(1600) (100)	100%
resolution	Such production of the street of the street		15.00 St. 15.00
Voted against the	NI 5	NH dan accincular	NIL
resolution	and the state of t		<u> </u>
Invalid votes		NIL	NIL

Special Business:

Item No. 4 Ordinary Resolution

Appointment of Sh. Samai Singh as an Independent Director of the Company

regularisation of the State of the	No. of members who	No. of shares for which	% of votes to total no.
the second secon	The second secon	votes cast	of valid votes east
Voted in favour of the	26	369900	100%
resolution		hard refer to the second secon	1000 A C C C C C C C C C C C C C C C C C
Voted against the	NIL	NIL	NIL
resolution			Mudbas estato esta como se est
Invalid votes	NII	NIL	NIL





Item No. 5 Ordinary Resolution

Appointment of Sh. VadakeChundayilSreenivasanas an Independent Director of the Company

AND THE REPORT OF THE PROPERTY	No. of members who	No, of shares for which	% of votes to total no.
	voted	Votes cast	of valid votes cast
Voted in favour of the	26	369900	100%
resolution			
Voted against the	NIL STATES	NL	NIL
resolution	2 (1) (1) (1) (2) (3) (4) (4) (4) (4) (4) (4) (4) (4) (4) (4		B) 48 (31 (32 (32 (32 (32 (32 (32 (32 (32 (32 (32
Invalid votes	NIL	NIL	NIL

Item No. 6 Ordinary Resolution

Appointment of Sh. Sanjay Hasijaas an Independent Director of the Company

EUSED-ADERSON A. COMPANIES AND SECURIOR SERVICES	No. of members who	No. of shares for which	% of votes to total no.
	voico e en e	votes cast	of valid votes east
Voted in favour of the	26	369900	100%
resolution	21160 25 25 25 25 25 25 25 25 25 25 25 25 25 25 25		
Voted against the	NIL.	NIL	NUDE CHARLESTAN
resolution	Entering Control of the Control of t	Pintes of cresposition districts of	
Invalid votes	PNIL STATES	NIL) 1951 (Periodi ligarena i cier	NIL

5. The poll papers and all other relevant records were sealed and handed over to the Director(s) authorized by the Board for safe keeping.

Thanking you, Yours faithfully,

For SMR & Associates, Chartered Accountant

(Rajesh Gylati) M. No 80046

Placet New Delhi Dated: 30th September, 2014

Rituraj/Bhatnagar

JagdishUpadhyay