

BHILWARA TEX-FIN LIMITED

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

Ref. No.... *B.T.F.L./BSE-2016517*
Date 27-03-2017

Dated... *27/03/2017*.....

To,
BSE Limited
Phiroze JeeJeebhoy Towers,
Dalal Street
Mumbai

Dear Sir/ Madam,

Sub: Submission of outcome of voting results of Postal Ballot

Ref: Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Consolidated Scrutinizer's Report (Remote E- Voting Results and Ballot Forms) (Bhilwara Tex - Fin Limited- Stock Code: BSE- 530879)


With reference to the above, please find enclosed herewith results and voting pattern for the resolutions passed by way of Postal Ballot vide notice dated 8th February, 2017 in terms of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Consolidated Scrutinizer's Report (Remote E-voting Results and Ballot Form).

Please take note that the said resolution were passed with requisite majority.

Kindly take the same on your record

Thanking you,

Yours truly,
For Bhilwara Tex-Fin Limited


(Satish Kumar Sharma)
Director



BHILWARA TEX-FIN LIMITED

CIN-L74899DL1994PLC128577

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

**Results under Regulation 44(3) of SEBI (Listing obligations and Disclosure Requirements)
Regulations, 2015****Results of Postal Ballot**

Date of EGM/AGM/Date of declaration of results of postal ballot	27 th March, 2017
Total No. of Shareholders on Record Date: (being the cut-off date of determining shareholders entitled to e-voting/ postal ballot – Friday, February 10, 2017)	808
No. of shareholders voted (including remote e-voting)	31
Promoter and Promoter Group:	1
Public (including others):	30
No. of shareholders present in the meeting either in person or through proxy Promoter and Promoter Group: Public:	Not applicable
No. of shareholders attended through video conferencing Promoter and Promoter Group: Public:	Not applicable



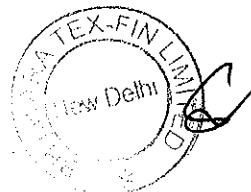
Resolution wise Results

1. Resolution	Borrowing Powers of the Board
Resolution required (Ordinary / Special)	Special
Whether promoter / promoter group are interested in the agenda / resolution	No

Promoter/Public	Mode of Voting	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	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and promoter group	E-voting	1467800	1467800			-		
	Postal Ballot	-	-					
	Total	1467800	1467800	100%	1467800	-	100%	-
Public – Institutional holders	-							
Public- others	E-voting	791411	791411					
	Postal Ballot	-	-					
	Total	791411	791411	100%	1467800		100%	-

2.Resolution	Selling, leasing or otherwise disposing of the whole or substantially the whole of the undertaking of the Company / creation of charge or mortgage on the Company's properties both present and future, in respect to borrowings
Resolution required (Ordinary / Special)	Special
Whether promoter / promoter group are interested in the agenda / resolution	No

Promoter/Public	Mode of Voting	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	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and promoter group	E-voting	1467800	1467800					
	Postal Ballot	-	-					
	Total	1467800	1467800	100%	1467800	-	100%	-
Public – Institutional holders	-							
Public- others	E-voting	791411	791411					
	Postal Ballot	-	-					
	Total	791411	791411	100%	791411	-	100%	-



Scrutinizer's Report

(Pursuant to section 110 of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014)

The Chairman/ Company Secretary,
Bhilwara Tex-Fin Limited
Registered office: 129 Transport Centre, Rohtak Road,
Punjabi Bagh, New Delhi- 110035

Sub. : Results of Postal Ballot conducted in respect of the Resolutions as included in Postal Ballot Notice dated 8th February, 2017.

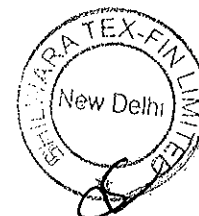
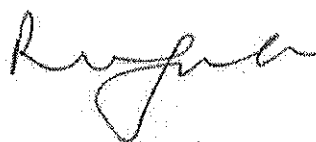
Dear Sir,

I, Rajesh Gulati, Practicing Chartered Accountant, appointed by the Board of Directors of your Company i.e. M/s Bhilwara Tex-Fin Limited at its Board Meeting held on 8th February, 2017 to act as the scrutinizer for Postal Ballot & E-voting held pursuant to provision of section 110 & section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, for the purpose of passing Special Resolution under section 180(1)(a) & 180(1)(c) of the Companies Act, 2013 as contained in Notice of Postal Ballot Notice dated 8th February, 2017.

The Management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and Rules relating to postal ballot and e-voting. My responsibility as a Scrutinizer for the Postal Ballot process is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the Resolutions stated above.

1. I, do hereby submit my report as follows:

- a) The Company has made necessary arrangement for conducting postal ballot and e-voting process in a fair and transparent manner. The Company has engaged National Securities Depository Limited (NSDL) to provide e-voting facility to the Equity shareholders of the Company.
- b) The shareholders of the Company had option to vote on resolution either through the Postal Ballot form physically or through the e-voting facility.
- c) On 23rd February, 2017, the Company has completed the dispatch of Postal Ballot Forms alongwith other necessary papers and has sent email through National Securities Depository Limited (NSDL) alongwith the details of User ID and password, registered with depositories or the Company, to the members whose name(s) appeared on Register of members / list of beneficiaries as on 10th February, 2017.
- d) All postal Ballot forms & e-voting received not later than 5.00 P.M. Saturday, 25th March, 2017, the last date and time fixed by the Company for receipt of the forms & e-voting, were considered for the scrutiny.



e) The Postal Ballot forms were kept under my safe custody before commencing the scrutiny of such Postal Ballot forms.


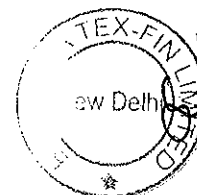
f) Particular of all the postal ballot forms & e-voting received from the shareholders have been entered in a Register separately maintained for the purpose.

2. The results of the Postal Ballot & E-voting conducted are as under

1. Resolution			Borrowing Powers of the Board					
Resolution required (Ordinary / Special)			Special					
Whether promoter / promoter group are interested in the agenda / resolution			No					
Promoter/Public	Mode of Voting	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	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and promoter group	E-voting	1467800	1467800					
	Postal Ballot	-	-					
	Total	1467800	1467800	100%	1467800	-	100%	-
Public - Institutional holders	-	-	-	-	-	-	-	-
Public- others	E-voting	791411	791411					
	Postal Ballot	-	-					
	Total	791411	791411	100%	1467800	-	100%	-

2. Resolution			Selling, leasing or otherwise disposing of the whole or substantially the whole of the undertaking of the Company / creation of charge or mortgage on the Company's properties both present and future, in respect to borrowings					
Resolution required (Ordinary / Special)			Special					
Whether promoter / promoter group are interested in the agenda / resolution			No					
Promoter/Public	Mode of Voting	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	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and promoter group	E-voting	1467800	1467800					
	Poll	-	-					
	Total	1467800	1467800	100%	1467800	-	100%	-
Public - Institutional holders	-	-	-	-	-	-	-	-
Public- others	E-voting	791411	791411					
	Poll	-	-					
	Total	791411	791411	100%	791411	-	100%	-

R. Gulati

SMR & Associates

Chartered Accountants

49, Priya Enclave,
Delhi - 110 092.

Ph. No. 9999181781

Email : r.gulati@yahoo.co.in

3. Based on the above facts, the Special Resolutions viz; (i) Borrowing power of Board of Directors and (ii) Selling, leasing or otherwise disposing of the whole or substantially the whole of the undertaking of the Company / creation of charge or mortgage on the Company's properties both present and future, in respect to borrowings containing in the Postal Ballot Notice dated 8th February, 2017 may be considered as passed with requisite majority by the Shareholders of the Company by way of Postal Ballot & E-voting.
4. I have handed over the Postal Ballot Forms and other related papers/ registers and record for safe custody to the Company Secretary authority by the Board to superwise the Postal Ballot process.

Thanking You,

Yours faithfully,

For SMR & Associates
Chartered Accountants



Rajesh Gulati
Prop.
Membership No.89046
Place: Delhi
Date: 27th March, 2017

