

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 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.

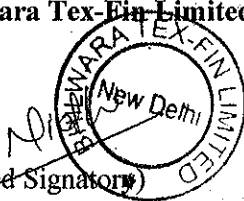
This is for your information and record.

Thanking You,

Yours Sincerely,

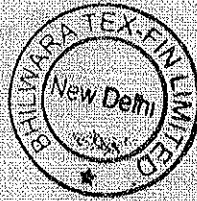
For Bhilwara Tex-Fin Limited

(Authorised Signatory)



Annual General Meeting (AGM) of M/s Bhilwara Tex- Fin Limited -details of E-voting and Poll

Date of AGM	30 th September, 2014
Total No. of Shareholders on Record Date: (being the cut-off date of determining shareholders entitled to e-voting- 29 th August 2014)	783
No. of Shareholders present in meeting either in person or through proxy	27
Promoter and Promoter Group:	1
Public:	26
Mode of Voting	E-voting / poll



Agenda wise

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.

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	187458					
	Poll	NIL	NIL					
	Total	1467800	187458	0.13%	187458	NIL	100%	NIL
Public - Institutional holders								
Others	E-voting							
	Poll	369900	369900					
	Total	369900	369900	100%	369900	NIL	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 re-appointment

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	1874.58					
	Poll	NIL	NIL					
	Total	1467800	1874.58	0.13%	1874.58	NIL	100%	NIL
Public - Institutional holders								
Public - others	E-voting							
	Poll	369900	369900					
	Total	369900	369900	100%	369900	NIL	100%	NIL

Item No. 3 Ordinary Resolution

Appoint Statutory Auditors and to fix their remuneration

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	1874.58					
	Poll	NIL	NIL					
	Total	1467800	1874.58	0.13%	1874.58	NIL	100%	NIL
Institutional holders								
Others	E-voting							
	Poll	369900	369900					
	Total	369900	369900	100%	369900	NIL	100%	NIL



Business:

No. 4 Ordinary Resolution

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

Category	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
and promoter	E-voting	1467800	1874.58					
	Poll	NIL	NIL					
	Total	1467800	1874.58	0.13%	1874.58	NIL	100%	NIL
Institutional holders								
Public	E-voting							
	Poll	369900	369900					
	Total	369900	369900	100%	369900	NIL	100%	NIL

Ordinary Resolution

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

Category	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
and promoter	E-voting	1467800	1874.58					
	Poll	NIL	NIL					
	Total	1467800	1874.58	0.13%	1874.58	NIL	100%	NIL
Institutional holders								
Public	E-voting							
	Poll	369900	369900					
	Total	369900	369900	100%	369900	NIL	100%	NIL



Item No. 6 Ordinary Resolution

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

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	187458					
	Poll	NIL	NIL					
	Total	1467800	187458	0.13%	187458	NIL	100%	NIL
Public - Institutional holders		-	-	-	-	-	-	-
Public - others	E-voting	-	-					
	Poll	369900	369900					
	Total	369900	369900	100%	369900	NIL	100%	NIL

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,
BhilwaraTex-Fin Limited

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-Fin 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 20th Annual 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)
2. Voting rights were reckoned on the paid-up value of shares registered in the names of the members as on 29th August, 2014
3. The period of e-voting started on Tuesday, 23rd 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. Rituraj Bhatnagar and Mr. Jagdish Upadhyay, 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 who voted	No. of shares for which votes cast	No. of vote cast	% of votes to total no. of valid votes cast
Voted in favour of the resolution	1	1467800	1874.58	100%
Voted against the resolution	NIL	NIL		NIL
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, offers himself for re-appointment

	No. of members who voted	No. of shares for which votes cast	No. of vote cast	% of votes to total no. of valid votes cast
Voted in favour of the resolution	1	1467800	1874.58	100%
Voted against the resolution	NIL	NIL		NIL
Invalid votes	NIL	NIL		NIL

Item No. 3 Ordinary Resolution

To appoint Statutory Auditors and to fix their remuneration

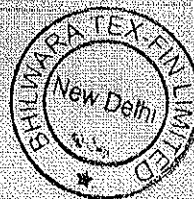
	No. of members who voted	No. of shares for which votes cast	No. of vote cast	% of votes to total no. of valid votes cast
Voted in favour of the resolution	1	1467800	1874.58	100%
Voted against the resolution	NIL	NIL		NIL
Invalid votes	NIL	NIL		NIL

Special Business:

Item No. 4 Ordinary Resolution

Appointment of Sh. Samai Singh 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 no. of valid votes cast
Voted in favour of the resolution	1	1467800	1874.58	100%
Voted against the resolution	NIL	NIL		NIL
Invalid votes	NIL	NIL		NIL



Item No. 5 Ordinary Resolution

Appointment of Sh. VadakeChundayilSreenivasan 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 no. of valid votes cast
Voted in favour of the resolution	1	1467800	1874.58	100%
Voted against the resolution	NIL	NIL		NIL
Invalid votes	NIL	NIL		NIL

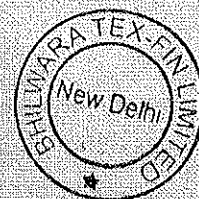
Item No. 6 Ordinary Resolution

Appointment of Sh. Sanjay Hasijaas 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 no. of valid votes cast
Voted in favour of the resolution	1	1467800	1874.58	100%
Voted against the resolution	NIL	NIL		NIL
Invalid votes	NIL	NIL		NIL

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


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



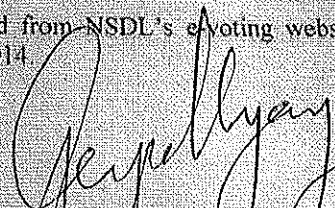
Place: Delhi

Date: 27th September 2014

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

Witness:

Ritunjay Bhatnagar


Jagdish Upadhyay

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

20th Annual 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 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, submit my report as under:

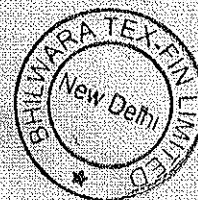
1. After the time fixed for closing of the poll by the Chairman, two (2) -ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and in presence of twowitnesses and poll papers were diligently 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 voted	No. of shares for which votes cast	% of votes to total no. of valid votes cast
Voted in favour of the resolution	26	369900	100%
Voted against the resolution	NIL	NIL	NIL
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, offers himself for re-appointment

	No. of members who voted	No. of shares for which votes cast	% of votes to total no. of valid votes cast
Voted in favour of the resolution	26	369900	100%
Voted against the resolution	NIL	NIL	NIL
Invalid votes	NIL	NIL	NIL

Item No. 3 Ordinary Resolution

To appoint Statutory Auditors and to fix their remuneration

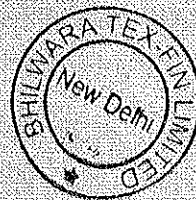
	No. of members who voted	No. of shares for which votes cast	% of votes to total no. of valid votes cast
Voted in favour of the resolution	26	369900	100%
Voted against the resolution	NIL	NIL	NIL
Invalid votes	NIL	NIL	NIL

Special Business:

Item No. 4 Ordinary Resolution

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

	No. of members who voted	No. of shares for which votes cast	% of votes to total no. of valid votes cast
Voted in favour of the resolution	26	369900	100%
Voted against the resolution	NIL	NIL	NIL
Invalid votes	NIL	NIL	NIL



Item No. 5 Ordinary Resolution

Appointment of Sh. VadakeChundayilSreenivasanas an Independent Director of the Company

	No. of members who voted	No. of shares for which votes cast	% of votes to total no. of valid votes cast
Voted in favour of the resolution	26	369900	100%
Voted against the resolution	NIL	NIL	NIL
Invalid votes	NIL	NIL	NIL

Item No. 6 Ordinary Resolution

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

	No. of members who voted	No. of shares for which votes cast	% of votes to total no. of valid votes cast
Voted in favour of the resolution	26	369900	100%
Voted against the resolution	NIL	NIL	NIL
Invalid votes	NIL	NIL	NIL

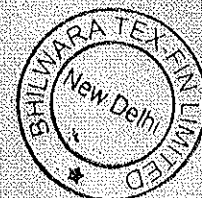
5. The poll papers and all other relevant records were sealed and handed over to the Director(s) authorized by the Board for safe keeping.

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

(Rajesh Gulati)
M. No. 89046
Place: New Delhi
Dated: 30th September, 2014

Witness:

Rituraj Bhatnagar



Jagdish Upadhyay