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Summary of proceedings of 14th Annual General Meeting (AGM) of the Members of Bhilwara Technical Textiles Limited was convened on Friday, the 10th day of September, 2021, at 02:00 p.m. through Video Conferencing /Other Audio Visual Means (“VC/OAVM”).

The 14th Annual General Meeting of Bhilwara Technical Textiles Limited was convened on today i.e. Friday, the 10th day of September, 2021 at 02:00 p.m. through Video Conferencing (“VC”)/Other Audio-Visual Means (“OAVM”) without the physical presence of the Members at the AGM venue in compliance with the Circular issued by the Ministry of Corporate Affairs (“MCA”) dated January, 13, 2021 which read with together Circular dated 8th April, 2020, Circular dated 13th April, 2020, followed by Circular dated 5th May, 2020 as also Securities Exchange Board of India (SEBI) also issued its Circular dated 15th January, 2021 read with Circular dated 12th May, 2020 and as per the other applicable provisions of the Companies Act, 2013 and the rules made thereunder. The deemed venue for the AGM had been the Registered Office of the Company situated at LNJ Nagar, Mordi, Bansawara-327001, Rajasthan.

Shri Shekhar Agarwal, Chairman & Managing Director and CEO, Chaired the meeting.

The following Directors, KMP's, Auditors and other panelists, were present in the meeting through Video Conferencing /Other Audio Visual Means (“VC/OAVM”) from their respective locations:

1. Shri Shekhar Agarwal (DIN-00066113), Chairman & Managing Director and CEO.
2. Shri Shantanu Agarwal, (DIN-02314304) Director and Member of the Audit Committee.
3. Shri Priya Shankar Dasgupta (DIN-00012552), Independent Director of the Company and Chairman of Nomination and Remuneration Committee and Stakeholders Relationship Committee and Member of Audit Committee.
4. Sunita Mathur (DIN-00008923) Independent Director, Chairman of Audit Committee and Member of Nomination and Remuneration Committee and Stakeholders Relationship Committee.
5. Shri Mukesh Goyal (Membership No.081810), Audit partner of M/s. Doogar & Associates Chartered Accountants, New Delhi.
6. Ms. Manisha Gupta a Practicing Company Secretary (FCS 6378) (C.P. No 6808), of M/s. Manisha Gupta & Associates, Company Secretaries, New Delhi, representing Secretarial Auditors of the Company as well appointed as the Scrutinizer to scrutinize the remote e-voting process and e-voting at 14th Annual General Meeting in a fair and transparent manner.
7. Shri Atul Kumar Jain, Chief Financial Officer of Maral Overseas Limited.
8. Shri Surender Gupta, AVP Legal (Group).

Bhilwara Technical Textiles Limited

Corporate Office :
Bhilwara Towers, A-12, Sector-1
Noida - 201 301 (NCR-Delhi), India
Tel. : +91-120-4390300 (EPABX)
Fax : +91-120-4277841
Website: www.btll.co.in

Registered Office :
LNJ Nagar, Mordi, Banswara - 327 001 (Raj.) India
Tel. : +91-2961-231251-52, 231385, +91-2962-302400
Fax : +91-2961-231254
Website: www.lnjbhilwara.com
GSTIN: 08AADCB5709M1ZF

Corporate Identification No.: L18101RJ2007PLC025502



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9. Shri Virendra Kumar Garg, Company Secretary of Group Companies.

Shri Virendra Kumar Garg informed the Members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (as amended) and Secretarial Standard No. 2 on General Meetings the Company had provided the facility of remote e-voting through National Securities Depository Limited (NSDL) portal to its Members from 7th September, 2021 at 9:00 a.m. to 9th September, 2021 at 5:00 p.m. to exercise their votes electronically. The e-voting facility during the AGM was also provided through the NSDL portal to those members who did not cast their votes through remote e-voting in respect of all Resolutions mentioned in the Notice convening 14th AGM.

He further informed the members that the documents referred to in the accompanying Notice were available for inspection at the website of the Company and the Statutory Registers maintained as per the Companies Act, 2013, were kept open electronically for inspection by the members during the AGM. He further informed the Chairman that requisite numbers of member for constituting the quorum as per the Companies Act, 2013 were present.

The requisite quorum being present, the Chairman called the meeting to order. The quorum was present throughout the meeting. He then welcomed the members to the 14th Annual General Meeting of the Company. The Chairman informed the members that Shri Riju Jhunjhunwala, Director of the Company has conveyed his inability to attend the meeting due to his pre occupation and he had sent his good wishes / greetings to all the Directors/KMP's, and members present in the meeting.

The Notice of the 14th AGM and the Annual Report and financial statements were taken as read with the permission of members present as the same had already been circulated to the members. There were no qualifications, reservation and adverse remarks in the Auditor's Report on the financial statements and the Report of Secretarial Auditor of the Company and accordingly they were not required to be read.

The Chairman, thereafter, addressed the members highlighting the salient features of the Company's operations and performance relating to the year ended the 31st March, 2021 and also highlighted on the performance of the Company for the first quarter of the current fiscal year 2021-22.

The Chairman then initiated discussion and invited the shareholders who had registered themselves as Speakers and were attending the Meeting through VC / OAVM, to put forward their queries / feedback, if any, on the Reports and financial statements of the Company for the financial year ended 31st March, 2021. The questions and queries of the members were adequately replied by the Chairman. In the interest of time, it was announced that the remaining questions, if any would be answered suitably by the Company via its designated email address.

Thereafter, the Chairman put forward the Resolutions relating to the following items:-

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ORDINARY BUSINESS



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1. To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) for the financial year ended the 31st March, 2021 and the report of Directors and Auditors thereon. (Ordinary Resolution)
2. To appoint a Director in place of Shri Shantanu Agarwal (DIN: 02314304) who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)

SPECIAL BUSINESS

The Chairman informed that he himself was interested in the Resolutions No. 3 of the Notice of 14th Annual General Meeting and therefore he requested that for the Resolutions No.3 Smt. Sunita Mathur, Independent Director of the Company Chair the meeting and conduct the proceeding for said Resolution. Smt. Sunita Mathur Chaired the meeting for Resolutions No. 3.

3. To approve the re-appointment of Shri Shekhar Agarwal (DIN: 00066113) as Chairman and Managing Director of the Company.

Thereafter Shri Shekhar Agarwal resumed the Chair.

The Chairman announced that the combined results of e-voting and voting at the AGM alongwith the Scrutinizer's Report will be announced/ displayed through the website of the Company (www.btll.co.in) and the website of NSDL (www.evoting.nsdl.com.) within 48 hours from the conclusion of meeting i.e on or before 12th September, 2021 and the results shall also be intimated to BSE Limited.

He then informed to the members that Ms. Manisha Gupta Practicing Company Secretary had been appointed as the scrutinizer to conduct and scrutinize the process of e-voting in fair, transparent and efficient manner. Thereafter, the e-voting process was conducted in the presence of the scrutinizer.

The Chairman thanked all the members for their participation in the meeting. The meeting concluded at 02.25 P.M. The E-voting facility was kept open for next 15 minutes to enable the Shareholders to cast their vote.

Thanking You.

For Bhilwara Technical Textiles Limited

Shekhar Agarwal
Chairman & Managing Director and CEO
DIN:-00066113

Date & Place: 10th September, 2021 and Noida (U.P.)

Chairman of the 14th AGM of Bhilwara Technical Textiles Limited

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