



BTTL/

July 29, 2019



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BSE Limited
Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building, P.J. Towers,
Dalal Street,
MUMBAI - 400 001.

Re: Proceedings/Outcome of 12th Annual General Meeting held on 29th July, 2019

Dear Sir/Madam,

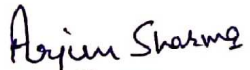
Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the proceedings of the 12th Annual General Meeting of the Members of the Company held on Monday, 29th July, 2019 at LNJ Nagar, Mordi, Banswara – 327001 (Rajasthan).

The Annual General Meeting starts at 11:00 A.M. and concluded at 11:30 A.M.

We request you to kindly take note of the same.

Thanking you,

Yours faithfully,
For Bhilwara Technical Textiles Limited


Arjun Sharma
Company Secretary & CFO
Membership No.: ACS-47848
Encl.: As above

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.bttil.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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PROCEEDINGS OF 12th ANNUAL GENERAL MEETING OF THE MEMBERS OF THE BHILWARA TECHNICAL TEXTILES LIMITED HELD ON MONDAY, 29TH JULY, 2019 AT 11:00 A.M. AT THE REGISTERED OFFICE AT LNJ NAGAR, MORDI, BANSWARA-327001, RAJASTHAN AND CONCLUDED AT 11:30 A.M.

Smt. Sunita Mathur, Director and Chairperson of the Audit Committee, was elected as Chairperson for the meeting. She is also Member of Nomination & Remuneration Committee and Stakeholders and Relationship Committee of the Board as nominated to attend the AGM by the Chairman of the respective Committee.

Shri Arjun Sharma, Company Secretary, informed the Chairperson that requisite numbers of Members for constituting the quorum as per the Companies Act, 2013 were present in person. The Chairperson informed to the members that Shri Shekhar Agarwal, Chairman and Managing Director, Shri Riju Jhunjhunwala, Director, Shri Shantanu Agarwal, Director and Shri P.S. Dasgupta, Director were not present at the meeting due to their pre-occupancy. She further informed to the members that the Statutory Auditor of the Company had sought exemption from attending the Annual General Meeting due to preoccupation and accordingly was granted exemption for the same. She further informed the members that the Secretarial Auditor of the Company was present at the meeting. The Chairperson called the meeting to order. The Notice of the Meeting and the Auditors Report were taken as read with the permission of the Members.

The Chairperson welcomed the members of the Company to the 12th Annual General Meeting of the Company. The Chairperson, thereafter, addressed the Members highlighting the salient features of the Company's operations relating to the year ended the 31st March, 2019. She then stated with regard to the remote e-voting facility pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules 2015 and pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company had provided to Members remote e-voting facility from 26th July, 2019 (9:00 A.M) to 28th July, 2019 (5:00 P.M) to exercise their votes in respect of all resolutions mentioned in the Notice convening AGM. She further announced that statutory Registers maintained as per the Companies Act were available at the Meeting for inspection by the Members.

She then initiated discussion and invited the queries on the financials. The Members raised certain queries which were adequately replied. Thereafter, the Chairperson informed that the Members who did not cast their vote through remote e-voting and were present in person and through proxy at the AGM were provided the facility of voting through poll.

She then informed to the members that Smt. Manisha Gupta, Practicing Company Secretary was appointed as the scrutinizer to conduct and scrutinize the poll process in fair and efficient manner.

The Chairperson informed that since she was interested in the resolution no. 4, therefore she had requested that for resolution no. 4 Shri C.K. Tharad should chair the meeting and conduct the proceeding for this resolution.

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With the consent of all the members present at the meeting Shri C.K. Tharad, member of the Company was elected as Chairman of the meeting for the resolution no. 4 of the notice of AGM



Thereafter, the Chairperson put forward the resolutions relating to the following items, to be passed at the meeting which were proposed and seconded by the Members present:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Standalone and Consolidated Financial Statements for the year ended the 31st March, 2019 along with the Report of Board of Directors and Auditors' thereon.
2. To appoint a Director in place of Shri Shekhar Agarwal (DIN: 00066113) who is liable to retire by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. To approve the re-appointment of Shri Priya Shankar Dasgupta (DIN: 00012552) as Independent Director of the Company.
4. To approve the re-appointment of Smt. Sunita Mathur (DIN: 00008923) as Independent Director of the Company.
5. Investment(s), Loans, Guarantees and security in excess of limits specified under section 186 of Companies Act, 2013

Thereafter the poll process was conducted in the presence of the scrutinizer(s).

The Chairperson thereafter announced that the voting results along with the consolidated scrutinizer report will be submitted to BSE Ltd and also be made available on the website of the Company and the website of NSDL.

There being no other business to discuss, the meeting ended with a vote of thanks to the chair.

Thanking You,

Yours very truly,
For **Bhilwara Technical Textiles Limited**

Sunita Mathur
Chairperson

Bhilwara Technical Textiles Limited

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Annexure –I

BRIEF PROFILE OF INDEPENDENT DIRECTORS

Shri Priya Shankar Dasgupta

Shri Priya Shankar Dasgupta has been engaged in the practice of Law since 1978. He worked as a Sr. Associate for 15 years with JB Dadachanji & Co., and where he was regularly consulted on strategic corporate and commercial issues. In 1992, he set up his own practice and founded New Delhi Law Offices, offering full spectrum legal services. Under his guidance and support, NDLO provides highly specialized legal advisory services in areas of strategic investments both in and outbound, entry strategy, mergers, acquisitions and restructuring, consolidation and liquidation, finance, securities and capital markets, infrastructure, technology transfer, anti-dumping and real estate. He is a specialist, inter alia, in structuring and negotiation of Joint Ventures and Foreign Collaborations & devising entry strategies.

Smt. Sunita Mathur

Smt. Sunita Mathur has experience of more than 30 years. She specialize in strategic corporate and commercial issues and in particular on India investment matters, entry strategies, mergers & acquisitions, restructuring.

Areas of practice Specialist in structuring and negotiation of Joint Ventures and Foreign Collaborations & devising entry strategies. She counsels on Corporate Laws, Foreign Exchange, Regulatory Laws, Project Contracts, Construction Contract, Mergers and Acquisition.



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