

SANJAY GROVER & ASSOCIATES

COMPANY SECRETARIES

B-88, 1st Floor, Defence Colony, New Delhi - 110 024
Tel. : (011) 4679 0000, Fax : (011) 4679 0012
e-mail : sanjaygrover7@gmail.com

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]

To

The Chairman

7th Annual General Meeting of the Members

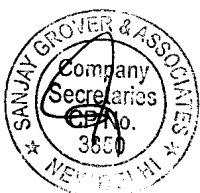
of BHILWARA TECHNICAL TEXTILES LIMITED, to be held on Tuesday, the 30th day of September, 2014 at 11.30 A.M. at LNJ Nagar, Mordī, Banswara – 327 001, Rajasthan.

Dear Sir,

Sub. : Scrutinizer's Report on e – voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 (“the Act”) read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

I, Sanjay Grover, practicing Company Secretary having office at B-88, First Floor, Defence Colony, New Delhi 110024, was appointed as a Scrutinizer of Bhilwara Technical Textiles Limited (“the Company”) pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, for the purpose of Scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provision of Companies Act, 2013 on the below mentioned resolution(s). I submit my report as under:

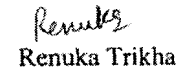
1. The e-voting period remained open from Monday, September 22, 2014 (9.00 a.m.) to Wednesday, September 24, 2014 (6.00 p.m.).
2. The Shareholders holding shares either in Physical Form or in Dematerialized Form as on the “cut off” date i.e. Thursday, August 14, 2014, were entitled for e-voting on the proposed resolutions (item no 1 to 4) as set out in the notice of the 7th Annual General Meeting of the Company.



3. I have monitored the process of electronic voting through the scrutinizer's secured link provided by NSDL on its designated website.

The votes were unblocked on 24th September, 2014 at 6:10 p.m. in the presence of two witnesses, Mr. Gaurav Gurnani, R/o Flat No. 18 B, Pocket B, SFS Flats, Mayur Vihar Phase III, Delhi - 110096 and Ms. Renuka Trikha R/o H.No. 140, Sector-13, Urban Estate, Karnal-132001 who are not in the employment of the Company. They have signed below in Confirmation of the votes being unblocked in their presence


Gaurav Gurnani


Renuka Trikha

4. The total paid up Equity Share Capital of the Company as on Thursday, 14th August, 2014 was Rs. 5,83,73,305/- (Rupees Five Crore Eighty Three Lacs Seventy Three Thousand Three Hundred Five) divided into 5,83,73,305 (Five Crore Eighty Three Lacs Seventy Three Thousand Three Hundred Five) shares of Re. 1/- (Rupee One Only).
5. Thereafter, the details containing, inter-alia list of equity shareholders who voted 'FOR' and 'AGAINST', were downloaded from e-voting enabling website of National Securities Depository Limited. .
6. **The Result of E voting exercised by the Shareholders are as under:**
- a) **Resolution No. 1-** To receive, consider and adopt the Audited Balance Sheet as at the 31st March, 2014 and Statement of Profit & Loss for the period ended on that date and the Report of Directors and Auditors thereon.

- i. Voted in favour of the resolution:

	Number of Members	Number of Votes cast in favour of Resolution	% of Total Number of valid votes cast
E-Voting	28	3,72,79,581	99.2178
Total	28	3,72,79,581	99.2178

- ii. Voted against the resolution:

	Number of Members	Number of Votes cast against the Resolution	% of Total Number of valid votes cast
E-Voting	3	2,93,908	0.7822
Total	3	2,93,908	0.7822



iii. **Abstained Votes:**

Number of Voters	Number of Votes
0	0

(b) **Resolution No. 2-** To appoint a Director in place of Shri Riju Jhunjhunwala (DIN: 00061060) who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

i. **Voted in favour** of the resolution:

	Number of Members	Number of Votes cast in favour of Resolution	% of Total Number of valid votes cast
E-Voting	30	3,75,73,329	99.9999
Total	30	3,75,73,329	99.9999

ii. **Voted against** the resolution:

	Number of Members	Number of Votes cast against the Resolution	% of Total Number of valid votes cast
E-Voting	1	160	0.0001
Total	1	160	0.0001

iii. **Abstained Votes:**

Number of Voters	Number of Votes
0	0

(c) **Resolution No. 3-** To appoint M/s Ashim & Associates, Chartered Accountants (Firm Registration No. 006064N) as Statutory Auditor and to fix their remuneration.

i. **Voted in favour** of the resolution:

	Number of Members	Number of Votes cast in favour of Resolution	% of Total Number of valid votes cast
E-Voting	28	3,72,79,581	99.2178
Total	28	3,72,79,581	99.2178



ii. Voted **against** the resolution:

	Number of Members	Number of Votes cast against the Resolution	% of Total Number of valid votes cast
E-Voting	3	2,93,908	0.7822
Total	3	2,93,908	0.7822

iii. **Abstained Votes:**

Number of Voters	Number of Votes
0	0

(d) **Resolution No. 4- Appointment of Shri P.S. Dasgupta as an Independent Director for one more term of 5 (five) consecutive years commencing from the ensuing AGM.**

ORDINARY RESOLUTION

i. Voted **in favour** of the resolution:

	Number of Members	Number of Votes cast in favour of Resolution	% of Total Number of valid votes cast
E-Voting	28	3,72,79,581	99.2178
Total	28	3,72,79,581	99.2178

ii. Voted **against** the resolution:

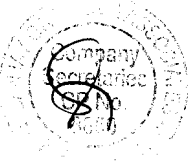
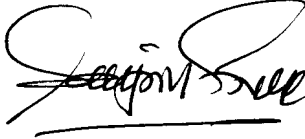
	Number of Members	Number of Votes cast against the Resolution	% of Total Number of valid votes cast
E-Voting	3	293,908	0.7822
Total	3	293,908	0.7822

iii. **Abstained Votes:**

Number of Voters	Number of Votes
0	0



7. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the company Secretary for safe keeping.

 <p>Place: New Delhi Date: September 25, 2014</p>	<p>For SANJAY GROVER & ASSOCIATES Company Secretaries</p>  <p>Sanjay Grover Scrutinizer C P No. 3850</p>
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