

Compliance Pursuant to Regulations 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – 10th Annual General Meeting of Equity Shareholders of Bhilwara Technical Textiles Limited

Date of the AGM/EGM	21st September, 2017
Total number of shareholders on record date	9631
Cut-off date for e-voting.	14th September, 2017
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	14
Public:	
No. of shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	Nil
Public:	Nil

Agenda-wise

Item No.1 Adoption of Audited Standalone and Consolidated Financial Statements and the Report of Directors and Auditors thereon.								
Resolution require: (Ordinary/Special)						Ordinary		
Whether promoter/promoters group are interested in the agenda/resolution?						No		
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
Promoters and Promoter Group	E-Voting	35875391	35871641	99.99	35871641	0	99.99	0.00
	Poll		3750	0.01	3750	0	0.01	0.00
	Total	35875391	35875391	100.00	35875391	0	100.00	0.00
Public - Institutional Holders	E-Voting	1339971	0	0	0	0	0	0.00
	Poll		0	0	0	0	0	0.00
	Total	1339971	0	0	0	0	0	0
Public- Non Institutions	E-Voting	21157943	0	0.000	0	0	0.00	0.00
	Poll		9484964	44.83	9484964	0	100.00	0.00
	Total	21157943	9484964	44.83	9484964	0	100.00	0
Grand Total		58373305	45360355	77.707	45360355	0	100.00	0



Item No.2 Re-appointment of Shri Riju Jhunjhunwala (DIN: 00061060) who retires by rotation and, being eligible, offers himself for reappointment.

Resolution require: (Ordinary/Special)						Ordinary		
Whether promoter/promoters group are interested in the agenda/resolution?						No		
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
Promoters and Promoter Group	E-Voting	35875391	35871641	99.99	35871641	0	99.99	0.00
	Poll		3750	0.01	3750	0	0.01	0.00
	Total	35875391	35875391	100.000	35875391	0	100.00	0
Public - Institutional Holders	E-Voting	1339971	0	0	0	0	0	0.00
	Poll		0	0	0	0	0	0.00
	Total	1339971	0	0	0	0	0	0
Public- Non Institutions	E-Voting	21157943	13	0.000	0	13	0.00000	100.000
	Poll		9484951	44.829	9484951	0	100.000	0.00
	Total	21157943	9484964	44.83	9484951	13	100.000	0.000
Grand Total		58373305	45360355	77.707	45360342	13	100.0000	0.0000

Item No.3 Appointment of M/s Doogar & Associates, Chartered Accountants (Firm Registration No. 000561N) as the Statutory Auditor of the Company until the conclusion of fifteenth Annual General Meeting of the Company subject to ratification at every Annual General Meeting and to fix their remuneration.

Resolution require: (Ordinary/Special)						Ordinary		
Whether promoter/promoters group are interested in the agenda/resolution?						No		
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
Promoters and Promoter Group	E-Voting	35875391	35871641	99.99	35871641	0	99.99	0.00
	Poll		3750	0.01	3750	0	0.01	0.00
	Total	35875391	35875391	100.0	35875391	0	100	0
Public - Institutional Holders	E-Voting	1339971	0	0.00	0	0	0	0.00
	Poll		0	0.00	0	0	0	0.00
	Total	1339971	0	0	0	0	0	0.00
Public- Non Institutions	E-Voting	21157943	93	0.0004	0	93	0.00000	100.000
	Poll		9484871	44.8289	9484871	0	100.000	0.00
	Total	21157943	9484964	44.8293	9484871	93	100.000	100.000
Grand Total		58373305	45360355	77.707	45360262	93	99.9998	0.0002



Item No.4 Adoption of New Articles of Association

Resolution require: (Ordinary/Special)

Whether promoter/promoters group are interested in the agenda/resolution?

Special

No

Category	Mode of Voting	No	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
Promoters and Promoter Group	E-Voting	35875391	35871641	99.990	35871641	0	99.99	0.00
	Poll		3750	0.01	3750	0	0.01	0.00
	Total	35875391	35875391	100.000	35875391	0	100	0
Public - Institutionals Holders	E-Voting	1339971	0	0.00	0	0	0	0.00
	Poll		0	0.00	0	0	0	0.00
	Total	1339971	0	0	0	0	0	0
Public- Non Institutions	E-Voting	21157943	80	0.0004	0	80	0.000	100.000
	Poll		9484884	44.8290	9484884	0	100	0.00
	Total	21157943	9484964	44.829	9484884	80	100.0000	100.0000
Grand Total		58373305	45360355	77.707	45360275	80	99.9998	0.0002



Manisha Gupta
B.Com (H), L.L.B, FCS

MANISHA GUPTA & ASSOCIATES
COMPANY SECRETARIES

WZ-1003, Rani Bagh, Delhi-110034
Phone : 011-45053912
Mobile : 9911662021, 9911433045
E-mail : manisha.pcs@gmail.com

To,
The Chairman,
10th Annual General Meeting of the
Shareholders of Bhilwara Technical Textiles Limited
held on Thursday, the 21st day of September, 2017 at 10:30 A.M
at LNJ Nagar, Mordi, Banswara – 327 001, Rajasthan.

Re: Bhilwara Technical Textiles Limited

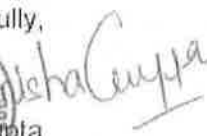

Sub: Scrutinizer Report on the Voting at the 10th Annual General Meeting of the Bhilwara Technical Textiles Limited (the "Company") held on Thursday, September 21, 2017 at 10:30 A.M at LNJ Nagar, Mordi, Banswara – 327 001, Rajasthan (" AGM")

Dear Sir,

In relation to the 10th AGM of the Company, please find enclosed our consolidated report on voting through Remote e-voting and the Ballot Papers conducted at the Annual General Meeting of the shareholders of the Company as "Annexure I"

Kindly acknowledge the receipt.

Thanking you,
Yours faithfully,



Manisha Gupta
(M.No. 56378)
(CP No. 6808)

Place:-

Date:-

ANNEXURE I

**CONSOLIDATED REPORT OF SCRUTINIZER ON VOTING THROUGH REMOTE
EVOTING AND BALLOT PAPER**

To,
The Chairman,
10th Annual General Meeting of
Shareholders of Bhilwara Technical Textiles Limited
held on Thursday, the 21st day of September, 2017 at 10:30 A.M
at LNJ Nagar, Mordi, Banswara – 327 001, Rajasthan.

1. BACKGROUND

I, Manisha Gupta, Practicing Company Secretary in practice (Membership No. F6378) , was appointed as scrutinizer for the purpose of scrutinizing the Remote e-Voting as well as voting to be conducted through ballot papers at the Annual General Meeting of the equity shareholders of the Bhilwara Technical Textiles Limited held on 21st day of September , 2017 at 10.30 A.M at **LNJ Nagar, Mordi, Banswara-327 001, Rajasthan (" AGM "**) in a fair and transparent manner and ascertaining the requisite majority on the resolutions as set out in the notice of AGM dated 9th day of August, 2017. I hereby submit my report as under :-

2. DISPATCH OF NOTICE AND CONVENING OF THE MEETING

The Company has informed that the Company has completed the dispatch of the said AGM notice on 24th August, 2017 to all those members whose names were appearing as on 11th August, 2017.

3. CUT OFF DATE

The voting rights were reckoned on 14th day of September, 2017 being the " Cut Off date " for the purpose of determining entitlements of the members to vote on the resolutions set forth in the AGM notice through Remote e Voting and Ballot Paper at the AGM.



4. REMOTE E VOTING

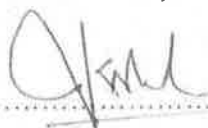
- a. The Company has provided Remote e-Voting facility to the members in the terms of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of Securities and Exchange Board of India (Listing and Disclosure Requirements) Regulations 2015 to enable them to cast their votes on all resolutions set forth in the notice of 10th AGM.
- b. The Remote e-Voting was open for three days from 9.00 a.m. on Monday the 18th September, 2017 till 5.00 p.m. on Wednesday, the 20th September, 2017.
- c. The Company has engaged National Securities Depositories Limited ("NSDL") for providing the Remote e Voting facility to the members.

5. VOTING AT THE AGM

- a. At the Venue of the AGM the facility to vote through Ballot Papers had been provided to those Members who were present in the AGM and have not exercised the option of Remote E-voting.
- b. I have locked and sealed to empty ballot boxes in the presence of the members and proxies after showing the empty ballot boxes to the members. Thereafter; members have casted their votes and dropped the Ballot Papers in the Ballot Boxes.

6. COUNTING PROCESS

- a. After the Voting at AGM was conducted 2 (two) ballot boxes kept for casting votes through Ballot papers were locked in my presence with due identification marks placed by me.
- b. The locked ballot boxes were subsequently opened in my presence and in presence of two witnesses namely Mr. Vivek Shah and Mr. Atul Sodani (who have signed below in confirmation of the Votes being opened in their presence) and Ballot Papers were diligently scrutinized, The ballot papers were reconciled with the records maintained by M/s Beetal Financial & Computer Services (P) Ltd., the Registrar and Share Transfer Agent of the Company and the authorizations / proxies lodged with the Company.

Mr. 

Mr. 



- c. No Ballot Papers, were found defective or otherwise invalid in my opinion.
- d. After counting the votes casted by members and Proxy holders present at the AGM through Ballot papers, the votes casted through Remote E-voting were unlocked from the website of the NSDL on 21st September, 2017 at around 12.00 P.M. in the presence of two witnesses as named above.
- e. I, then duly compiled the results of Remote e voting carried out by the members and the voting done through Ballot Paper at the Venue of the AGM the details of which is given below and on the basis of which this report has been issued on the Date and Place mentioned at the end of this report.

7. CONSOLIDATED RESULTS

The consolidated report on the results of voting through ballot Papers and Remote E-voting is as follows:

- a) **Resolution-1: Ordinary Resolution to receive, consider and adopt the Standalone and Consolidated Audited Balance Sheet as at 31st March, 2017 and the standalone and consolidated statements of Profit and loss for the period ended on that date along with the report of Board of Directors and Auditor thereon.**

Total no of Members voted (including e Voting and ballot Paper)	Total No of Members whose votes are valid (including e Voting and ballot Paper)	Total no of valid votes casted (including e Voting and ballot Paper)	Total no of Members whose votes are invalid (including e Voting and ballot Paper)	Total No of Invalid Votes
74	74	45360355	0	0

(i) Voted in favour of the resolution*:

Type of Voting	Number of members voted	Number of votes cast by them	% of Votes casted by them in favor
Ballot Paper	44	9479261	100
Remote E-voting	30	35881094	100
Total	74	45360355	100

* Includes only valid votes



(ii) Voted against the resolution*

Type of Voting	Number of members voted	Number of votes cast by them	% of Votes casted by them against
Ballot Paper	0	0	0
Remote e Voting	0	0	0
Total	0	0	0

* Includes only valid votes

(iii) Invalid/Abstain votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Ballot Paper	0	0
Remote e Voting	0	0
Total	0	0

RESULT : The resolution was passed with requisite majority as an Ordinary Resolution.

Resolution-2: Ordinary Resolution to appoint a director in place of Shri Riju Jhunjhunwala (DIN: 00061060), who retires by rotation but being eligible, offers himself for re-appointment.

Total no of Members voted (including e Voting and ballot Paper)	Total No of Members whose votes are valid (including e Voting and ballot Paper)	Total no of valid votes casted (including e-Voting and ballot Paper)	Total no of Members whose votes are invalid (including e-Voting and ballot Paper)	Total No of Invalid Votes
74	74	45360355	0	0

(i) Voted in favour of the resolution*:

Type of Voting	Number of members voted	Number of votes cast by them	% of Votes casted by them in favor
Ballot Paper	44	9479261	100
Remote e Voting	29	35881081	99.9999
Total	73	45360342	99.9999



* Includes only valid votes

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of Votes casted by them against
Ballot Paper	0	0	0
Remote e- Voting	1	13	0.0001
Total	1	13	0.0001

* Includes only valid votes

(iii) Invalid/Abstain votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Ballot Paper	0	0
Remote e Voting	0	0
Total	0	0

RESULT : The resolution was passed with requisite majority as an ordinary resolution.

Resolution-3: Ordinary Resolution for appointment of M/s Doogar & Associates, Chartered Accountants (Firm Registration No. 000561N) as Statutory Auditors of the Company from the conclusion of this meeting until the conclusion of Fifteenth AGM and to fix their remuneration.

Total no of Members voted (including e Voting and ballot Paper)	Total No of Members whose votes are valid (including e Voting and ballot Paper)	Total no of valid votes casted (including e Voting and ballot Paper)	Total no of Members whose votes are invalid (including e Voting and ballot Paper)	Total No of Invalid Votes
74	74	45360355	0	0

 *Manisha Gupta*

(i) Voted **in favour** of the resolution*:

Type of Voting	Number of members voted	Number of votes cast by them	% of Votes casted by them in favor
Ballot Paper	44	9479261	100
Remote e Voting	28	35881001	99.9997
Total	72	45360262	99.9997

* Includes only valid votes

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of Votes casted by them against
Ballot Paper	0	0	0
Remote e-Voting	2	93	0.0003
Total	2	93	0.0003

* Includes only valid votes

(iii) Invalid/Abstain votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Ballot Paper	0	0
Remote e Voting	0	0
Total	0	0

RESULT : The resolution was passed with requisite majority as an ordinary resolution.



Resolution-4:- Special Resolution for adoption of Articles of Association to the entire exclusion and superseding the existing Articles of Association.

Total no of Members voted (including e Voting and ballot Paper)	Total No of Members whose votes are valid (including e Voting and ballot Paper)	Total no of valid votes casted (including e Voting and ballot Paper)	Total no of Members whose votes are invalid (including e Voting and ballot Paper)	Total No of Invalid Votes
74	74	45360355	0	0

(i) Voted in favour of the resolution*:

Type of Voting	Number of members voted	Number of votes cast by them	% of Votes casted by them in favor
Ballot Paper	44	9479261	100
Remote e Voting	29	35881014	99.9998
Total	73	45360275	99.9998

* Includes only valid votes

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of Votes casted by them against
Ballot Paper	0	0	0
Remote e Voting	1	80	0.0002
Total	1	80	0.0002

* Includes only valid votes

(iii) Invalid/Abstain votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Ballot Paper	0	0
Remote e Voting	0	0
Total	0	0

RESULT : The resolution was passed with requisite majority as a special resolution.

Manisha Gupta
B.Com (H), L.L.B, FCS

MANISHA GUPTA & ASSOCIATES
COMPANY SECRETARIES

WZ-1003, Rani Bagh, Delhi-110034
Phone : 011-45053912
Mobile : 9911662021, 9911433045
E-mail : manisha.pcs@gmail.com

8. The register, all the papers and relevant records relating to the Remote E-voting as well as the Ballot voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting. After signing of the minutes, the same shall be handed over to the authorized person of the Company for safe custody.

Thanking you,
Yours faithfully,

Countersigned by



Manisha Gupta
Scrutinizer,
FCS 6378,
CP No. 6808



Mrs. Sunita Mathur
Chairman of 10th AGM

Place:- Delhi
Date:- 23rd September, 2017

Place:- Delhi
Date:- 27th September, 2017



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PRIVILEGED TO BE GLOBAL

DECLARATION OF VOTING RESULTS OF THE REMOTE E-VOTING AND THROUGH BALLOT PAPERS AT THE 10TH ANNUAL GENERAL MEETING OF BHILWARA TECHNICAL TEXTILES LIMITED (THE "COMPANY") HELD ON THURSDAY, SEPTEMBER 21, 2017 AT 10:30 A.M. AT LNJ NAGAR, MORDI, BANSWARA-327 001, RAJASTHAN ("AGM")

The 10th annual General Meeting ("AGM") of the Company was held on Thursday, September 21, 2017 at 10:30 a.m. at LNJ Nagar, Mordī, Banswara-327 001, Rajasthan ("AGM")

In compliance with 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 the Securities and Exchange Board of India (Listing and Disclosure Requirements) Regulations, 2015 ("LODR", the Company has provided the facility of Remote E-voting to all its Members, to enable them to cast their votes on all resolutions set forth in the Notice of AGM dated August 09, 2017 electronically. The Remote e-voting was open for three days from Monday, September 18, 2017 (09:00 a.m.) till Wednesday, September 20, 2017 (05:00 p.m.). in line with the provisions of the Companies Act, 2013 and the clarifications issued by the Ministry of Corporate Affairs, the voting at the venue of 10th AGM was conducted through Ballot Papers. The Board of Directors has appointed Ms. Manisha Gupta, Company Secretary in practice (Membership No. F6378) for scrutinizing the voting process through Remote e-voting as well as Ballot Paper in a fair and transparent manner. The Scrutinizer has submitted his consolidated report dated September 23, 2017 on the voting (Remote E-voting and Ballot Paper) on the resolutions as set out in the Notice of AGM.

The paid up capital of the Company as on the cutoff date i.e. September 14, 2017 is Rs. 5,83,73,305. based on the Scrutinizer's report the result be declared as follows;

Res olution No.	Particulars of the Resolution	Resolution required (Ordinary/Special)	Total no. of votes casted	No. of votes in favour	% of votes in favour	No. of Votes Against	% of votes against	No. of invalid votes	Res ult
1	Adoption of Standalone and Consolidated Financial Statements for the year ended 31st March, 2017 along with the Report of Board of Directors and Auditor thereon	Ordinary	45360 355	45360 355	100	0	0	0	Pass ed
2	Re-appointment of Shri Riju Jhunjunwala (DIN: 00061060) who retires by rotation and being eligible, offers himself for re-appointment	Ordinary	45360 355	45360 342	99.99 99	13	0.000 1	0	Pass ed
3	Appointment of M/s Doogar & Associates, chartered Accountants (Firm Registration No. 000561N) as Statutory Auditor commencing from this meeting until the conclusion of the Fifteenth Annual General Meeting of the Company subject to ratification at every Annual General Meeting and to fix their remuneration.	Ordinary	45360 355	45360 262	99.99 97	93	0.000 3	0	Pass ed
4	Adoption of New Articles of Association	Special	45360 355	45360 275	99.99 98	80	0.000 2	0	Pass ed

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, Mordī, 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



Based on the consolidated report of the Scrutinizer, all the Resolutions as set out in the Notice of the AGM have been duly approved and passed by the shareholders with requisite majority. PROUD TO BE INDIAN
PRIVILEGED TO BE GLOBAL

Thanking You,

Yours very truly,
For BHILWARA TECHNICAL TEXTILES LIMITED

MRS. SUNITA MATHUR
CHAIRPERSON OF THE 10TH AGM OF BHILWARA TECHNICAL TEXTILES LIMITED

Date: *Delhi*
Place: *23rd September, 2017*

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.btfl.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