

**BHANDARI HOSIERY EXPORTS LIMITED**

REGD. OFFICE: BHANDARI HOUSE, VILLAGE MEHARBAN,
RAHON ROAD, LUDHIANA-141007 (PUNJAB) (INDIA)

PHONES: +91-88720-16410, FAX: +91-161-2690394, E-mail: bhandari@bhandariexport.com
Web: www.bhandariexport.com; Corporate Identification No.: L17115PB1993PLC013930

01.10.2024

To, Department of Corporate Relations, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001	To, National Stock Exchange of India Ltd, Exchange Plaza, C- 1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai– 400051
Scrip Code: 512608	Symbol: BHANDARI

Sub: Voting results and Scrutinizer's Report in respect of 31st Annual General Meeting of the company.

Ref: Regulation 44(3) of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

In respect 31st Annual General Meeting of the company held on Monday, 30th day of September, 2024 at 09:30 a.m. at registered office of the company at Bhandari House, Village Meharban, Rahon Road, Ludhiana-141007. Please find enclosed the following:

1. Voting results under regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulation, 2015. (Annexure I)
2. Report of Scrutinizer dated 30th September, 2024 pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) of the Companies (Management and Administration) Rules, 2014. (Annexure II)

Kindly note and display the notice on your Notice Board for the information of the members of your exchange and general public."

Thanking You
Yours Sincerely,

For Bhandari Hosiery Exports Limited

Shilpa Tiwari
Company Secretary & Compliance Officer
M.No. A59374

General information about company	
Scrip code	512608
NSE Symbol	BHANDARI
MSEI Symbol	NOTLISTED
ISIN	INE474E01029
Name of the company	BHANDARI HOSIERY EXPORTS LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-09-2024
Start time of the meeting	09:30 AM
End time of the meeting	10:00 AM

Scrutinizer Details	
Name of the Scrutinizer	Rajeev Bhambri
Firms Name	Rajeev Bhambri & Associates
Qualification	CS
Membership Number	9491
Date of Board Meeting in which appointed	14-08-2024
Date of Issuance of Report to the company	30-09-2024

Voting results	
Record date	23-09-2024
Total number of shareholders on record date	97990
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	6
b) Public	30
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	6

Resolution (1)

Resolution required: (Ordinary / Special)

Ordinary

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

No

Description of resolution considered

To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2024 and Profit and Loss account for the period ended on that date together with the Reports of Directors and Auditors thereon.

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
Promoter and Promoter Group	E-Voting	74456551	58512324	78.59	58512324	0	100	0
	Poll		15892895	21.35	15892895	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		74456551	74405219	99.93	74405219	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	165593101	915346	0.55	909801	5545	99.39	0.01
	Poll		4014353	2.42	4014353	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		165593101	4929699		4924154	5545	99.89
Total		240049652	79334918	33.05	79329373	5545	99.99	0.01
Whether resolution is Pass or Not.							Yes	

Resolution (2)

Resolution required: (Ordinary / Special)

Ordinary

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

No

Description of resolution considered

To consider declaration of dividend on Equity Shares for the financial year ended 31st March, 2024

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	$(3) = \frac{(2)}{(1)} * 100$	-4	-5	$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
Promoter and Promoter Group	E-Voting	74456551	58512324	78.59	58512324	0	100	0
	Poll		15892895	21.35	15892895	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		74456551	74405219	99.93	74405219	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	165593101	915346	0.55	913076	2270	99.75	0.25
	Poll		4014353	2.42	4014353	0	100.00	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0.00
	Total		165593101	4929699	2.98	4927429	2270	99.95
Total		240049652	79334918	33.05	79332648	2270	99.99	0.01
Whether resolution is Pass or Not.							Yes	

Resolution (3)

Resolution required: (Ordinary / Special)

Ordinary

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

No

Description of resolution considered

To appoint a Director in place of Mr. Vikas Nayar (DIN- 00071047), who retires by rotation at this meeting and being eligible, offers himself for re-appointment.

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
Promoter and Promoter Group	E-Voting	74456551	58512324	78.59	58512324	0	100	0
	Poll		15892895	21.35	15892895	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		74456551	74405219	99.93	74405219	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	165593101	915346	0.55	904206	11140	98.78	1.22
	Poll		4014353	2.42	4014353	0	100.00	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0.00
	Total		165593101	4929699	2.98	4918559	11140	99.77
Total		240049652	79334918	33.05	79323828	11140	99.99	0.01
Whether resolution is Pass or Not.							Yes	

Resolution (4)

Resolution required: (Ordinary / Special)

Ordinary

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

No

Description of resolution considered

Increase in Authorised Share Capital of the Company and Alteration of Capital Clause of Memorandum of Association 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
Promoter and Promoter Group	E-Voting	74456551	58512324	78.59	58512324	0	100	0
	Poll		15892895	21.35	15892895	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		74456551	74405219	99.93	74405219	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	165593101	915346	0.55	909757	5589	99.39	0.61
	Poll		4014353	2.42	4014353	0	100.00	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0.00
	Total		165593101	4929699	2.98	4924110	5589	99.89
Total		240049652	79334918	33.05	79323828	5589	99.99	0.01
Whether resolution is Pass or Not.							Yes	

Resolution (5)

Resolution required: (Ordinary / Special)

Special

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

No

Description of resolution considered

To consider and approve the remuneration of Mr. Nitin Bhandari, Chairman & Managing 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
Promoter and Promoter Group	E-Voting	74456551	58512324	78.59	58512324	0	100	0
	Poll		15892895	21.35	15892895	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		74456551	74405219	99.93	74405219	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	165593101	915346	0.55	906672	8674	99.05	0.95
	Poll		4014353	2.42	4014353	0	100.00	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0.00
	Total		165593101	4929699	2.98	4921025	8674	99.82
Total		240049652	79334918	33.05	79323828	8674	99.99	0.01
Whether resolution is Pass or Not.							Yes	

Resolution (6)

Resolution required: (Ordinary / Special)

Ordinary

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

No

Description of resolution considered

To consider and approve the requests received from Mr. Ankit Bhandari and Mr. Shiva Bhandari and Mrs. Mamta Bhandari, persons belonging to the promoter and promoter group of the Company, for re-classification from the 'promoter and promoter group' category to 'public' category shareholder

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
Promoter and Promoter Group	E-Voting	74456551	58512324	78.59	58512324	0	100	0
	Poll		15892895	21.35	15892895	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		74456551	74405219	99.93	74405219	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	165593101	915346	0.55	904621	10725	98.83	1.17
	Poll		4014353	2.42	4014353	0	100.00	0.00
	Postal Ballot (if applicable)		0		0	0		0.00
	Total		165593101	4929699	2.98	4918974	10725	99.78
Total		240049652	79334918	33.05	79323828	10725	99.99	0.01
Whether resolution is Pass or Not.							Yes	

Report of Scrutinizer(s)
[Pursuant to rule section 109 of the Companies Act, 2013 and rule 20 & 21(2) of the
Companies
(Management and Administration) Rules, 2014]

Chairman of Annual General Meeting of the Equity Shareholders of
Bhandari Hosiery Exports Limited
Held on Monday, the 30th September, 2024 at 9.30 AM at
BHANDARI HOUSE, VILLAGE MEHARBAN, RAHON ROAD,
LUDHIANA-141007 (PUNJAB) (INDIA).

Dear Sir

I, Rajeev Bhambri, a Company Secretary in whole time practice, have been appointed as Scrutinizer for the purpose of poll taken on the below mentioned resolutions, at the Annual General Meeting of the Equity Shareholders of **Bhandari Hosiery Exports Limited** held on Monday, the 30th September, 2024 at 9.30 AM at Bhandari House, Village Meharban, Rahon Road, Ludhiana (Punjab), submit our report as under:

1. The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and its Rules. My responsibility as Scrutinizer is restricted to provide Report of votes cast "In favour", "Against" and "Invalid" votes based on the report generated from the electronic platform provided by CDSL, the authorized agency to provide e-voting facility, engaged by the company and from the physical voting done at the polling process at the site of holding meeting of shareholders.
2. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in the presence of Scrutinizer with due identification marks placed by him.
3. The locked ballot box was subsequently opened in the presence of Chairman, Scrutinizer and two witnesses and poll papers were diligently scrutinized by him. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations /proxies lodged with the Company.
4. I did not find any poll papers/e-voting invalid.
5. The e-voting results were obtained from CDSL website and have been combined in this Report. (EVSN: 240816006)
6. The combined result of the Physical Poll and Evoting is as under:



-1-

Resolution No.1 (Ordinary Resolution)

1. To receive, consider and adopt the Audited Financial Statements for the financial year ended 31st March, 2024 together with the Reports of the Auditors and Directors thereon.

Total Votes exercised 79334918

Manner of Voting	Votes in favour of the Resolution			Votes against Resolution			Invalid Votes		
	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%
E- Voting	118	59422125	99.993	8	5545	0.007	0	0	0.00
Physical Voting	30	19907248		0	0		0	0	0.00
Total	148	79329373		8	5545		0	0	0.00

Resolution Passed with requisite majority

Resolution No.2 (Ordinary Resolution)

2. To consider declaration of dividend on Equity Shares for the financial year ended 31st March, 2024

Total Votes exercised 79334918

Manner of Voting	Votes in favour of the Resolution			Votes against Resolution			Invalid Votes		
	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%
E- Voting	119	59425400	99.997	7	2270	0.003	0	0	0.00
Physical Voting	30	19907248		0	0		0	0	0.00
Total	149	79332648		7	2270		0	0	0.00

Resolution Passed with requisite majority

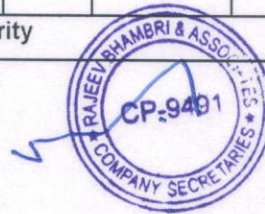
Resolution No.3 (Ordinary Resolution)

3. To appoint a Director in place of Mr. Vikas Nayar (DIN- 00071047), who retires by rotation at this meeting and being eligible, offers himself for re-appointment.

Total Votes exercised 79334918

Manner of Voting	Votes in favour of the Resolution			Votes against Resolution			Invalid Votes		
	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%
E- Voting	115	59416530	99.986	11	11140	0.014	0	0	0.00
Physical Voting	30	19907248		0	0		0	0	0.00
Total	145	79323778		11	11140		0	0	0.00

Resolution Passed with requisite majority



Resolution No.4 (Ordinary Resolution)									
4. Increase in Authorised Share Capital of the Company and Alteration of Capital Clause of Memorandum of Association of the Company									
Total Votes exercised		79334918							
Manner of Voting	Votes in favour of the Resolution			Votes against Resolution			Invalid Votes		
	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%
E- Voting	117	59422081	99.993	9	5589	0.007	0	0	0.00
Physical Voting	30	19907248		0	0		0	0	0.00
Total	147	79329329		9	5589		0	0	0.00
Resolution Passed with requisite majority									

Resolution No.5 (Special Resolution)									
5. To consider and approve the remuneration of Mr. Nitin Bhandari, Chairman & Managing Director of the Company									
Total Votes exercised		79334918							
Manner of Voting	Votes in favour of the Resolution			Votes against Resolution			Invalid Votes		
	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%
E- Voting	115	59418996	99.989	11	8674	0.011	0	0	0.00
Physical Voting	30	19907248		0	0		0	0	0.00
Total	145	79326244		11	8674		0	0	0.00
Resolution Passed with requisite majority									

Resolution No.6 (Ordinary Resolution)									
6. To consider and approve the requests received from Mr. Ankit Bhandari and Mr. Shiva Bhandari and Mrs. Mamta Bhandari, persons belonging to the promoter and promoter group of the Company, for re-classification from the 'promoter and promoter group' category to 'public' category shareholder									
Total Votes exercised		79334918							
Manner of Voting	Votes in favour of the Resolution			Votes against Resolution			Invalid Votes		
	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%
E- Voting	115	59416945	99.986	11	10725	0.014	0	0	0.00
Physical Voting	30	19907248		0	0		0	0	0.00
Total	145	79324193		11	10725		0	0	0.00
Resolution Passed with requisite majority									



7. A Compact Disc (soft copy) of list of equity shareholders who voted "FOR", "AGAINST" and those whose Votes were declared invalid, if any, for each resolution is enclosed.

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

Thanking you,

Yours faithfully,



(RAJEEV BHAMBRI)

Company Secretary in Whole Time Practice

CP No.9491

Peer Review Certificate No. 5824/2024 valid till 30.06.2029

Date: 30.09.2024

Place: Ludhiana

UDIN: F004327F001386026