

BHILWARA SPINNERS LTD.

CIN L17115RJ1980PLC008217

Regd. Office:

26, Industrial Area, Post Box No.6,
Gandhi Nagar, Bhilwara-311 001 (Rajasthan) India
Ph : 01482 – 246601 Fax : 01482 – 246461
Email : bhilspinbs@gmail.com, Mobile : 94141 14972

Bhilspin/2023-24/
Dated : 22.09.2023

To,

The General Manager- Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001

Scrip Code 514272

Subject: Compliance Pursuant to Regulations 44(3) of the SEBI (Listing Obligation and Disclosure Requirments) Regulations,2015- 42nd Annual General Meeting of Shareholders of Bhilwara Spinners Limited

Dear Sir,

Details of voting results :

A	Date of AGM	22 nd September, 2023
B	Total number of shareholders on Cutoff date (Cutoff date: 16 th September,2023)	7848
C	No. of shareholders present in the meeting either in person or through E.Voting Promoters and Promoters Group Public	 2 50
D	No. of shareholders attended the meeting through Video Conferencing: Promoters and Promoters Group Public	 Nil



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Agenda – wise:

S. No.	Details of Agenda	Resolution (Ordinary/Special)	Mode of Voting	Results
1.	Adoption of Balance Sheet and Profit & Loss Account for the year ended 31 st March,2023	Ordinary Resolution	E-Voting & Poll	Approved By Requisite Majority
2.	Re appointment of Mrs.Sushila Kothari (DIN 00132802) who retires by rotation	Ordinary Resolution	E-Voting & Poll	Approved By Requisite Majority
4.	Approval For Related Party Transactions	Ordinary Resolution	E-Voting & Poll	Approved By Requisite Majority
5	Appointment of Ms Shubangi janifer (DIN 09125625) as an independent Director of the company	Special Resolution	E-Voting & Poll	Approved By Requisite Majority

The results of E-voting and poll are enclosed herewith alongwith the combined Scrutinizer Report on e-voting and Poll.

Kindly take the same on records and acknowledge.

Thanking you,

Yours faithfully,

For : BHILWARA SPINNERS LIMITED

ASHOK KUMAR

KOTHARI

(ASHOK KUMAR KOTHARI)

MANAGING DIRECTOR

DIN:00132801

Digitally signed by ASHOK KUMAR
KOTHARI
Date: 2023.09.22 15:50:47 +05'30'

Encl.: As above.



**Details of reporting as per Clause 35A of the Listing Agreement based on result of voting at the
42nd Annual General Meeting held on 22nd September, 2023**

Particulars	Promoter/Public	No. of Shares held	No. of Votes polled	% of votes Polled on outstanding shares	No. of Votes in Favour	No. of Votes in Against	No. 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
Resolution 1.	Promoters and Promoter Group	3366778	3366778	100%	3366778	0	100%	--
	Public - Institutional Holders	--	--	--	--	--	--	--
	Public - Others	3394352	1460030	43%	1460030	0	100%	0%
	Total	6761130	4826808	71%	4826808	0	100.00%	0%
Resolution 2.	Promoters and Promoter Group	3366778	3366778	100%	3366778	0	100%	--
	Public - Institutional Holders	--	--	--	--	--	--	--
	Public - Others	3394352	1460030	43%	1459530	500	100%	0%
	Total	6761130	4826808	71%	4826308	500	100.00%	0%
Resolution 3.	Promoters and Promoter Group	3366778	3366778	100%	3366778	0	100%	--
	Public - Institutional Holders	--	--	--	--	--	--	--
	Public - Others	3394352	1460030	43%	1459530	500	100%	0%
	Total	6761130	4826808	71%	4826308	500	100.00%	0%
Resolution 4.	Promoters and Promoter Group	3366778	3366778	100%	3366778	0	100%	--
	Public - Institutional Holders	--	--	--	--	--	--	--
	Public - Others	3394352	1460030	43%	1459630	400	100%	0%
	Total	6761130	4826808	71%	4826408	400	100.00%	0%



Scrutinizer's Report

[Pursuant to Section 108 to the Companies Act, 2013 and rule 20 (4)(xii) and of the Companies (Management and Administration) Rules, 2014 as amended up to date]

To,
The Chairman
of the 42nd Annual General Meeting of the Equity Shareholders of Bhilwara Spinners Limited (CIN: L17115RJ1980PLC008217) held on Friday, 22nd September, 2023 at the registered office of the Company at 26 Industrial Area Bhilwara-311001, (Rajasthan)

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and provision of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and physical ballot at 42nd Annual General Meeting of Bhilwara Spinners Limited held on Friday, 22nd September, 2023 at 11.00 A.M and Concluded at 11.30 AM.

Dear Sir,

I, Rajendra Kumar Jain, Proprietor of M/S R.K Jain & Associates, Company Secretaries, Bhilwara, was appointed as Scrutinizer by the Board of Directors of Bhilwara Spinners Limited for the purpose of the scrutinizing e-voting process (Remote E-Voting) and the voting by electronic means during the meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended up to date, in respect of the below mentioned resolution(s) proposed at the 42nd Annual General Meeting held on Friday, 22nd September, 2023 at 11.00 A.M. at the registered office of the Company at 26 Industrial Area Bhilwara-311001, Rajasthan, submit our report as under:

1. The Compliance with the Provision of the Companies Act, 2013 and the Rules made there under relating of voting through electronic means (by remote e-voting) and voting by use of ballot paper at the AGM by the Shareholders on the Resolutions proposed in the 42nd Annual General Meeting of the Company is the responsibility of the management. My responsibility as scrutinizer is to ensure that voting process both through electronic means and by use of ballot paper at the meeting are concluded in a fair and transparent manner and render consolidated Scrutinizer Report of the total votes cast in favour or against if any, to the chairman/Company Secretary on the Resolutions, based on the reports generated from the electronic voting system provided by NSDL and voting by ballot papers were received by us.



2. E-voting was commenced on Tuesday, the 19th September 2023 (9.00 A.M. IST) and ends on Thursday the 21st September 2023 (5.00 P.M IST).
3. The Equity Shareholders holding shares as on the "cut off" date i.e 15th September, 2023.
4. After the end of Remote e-voting period i.e 21st Spetember,2023 at 5.00 P.M the details of the Members, who have cast votes through remote e-voting were downloaded from the e-voting websites of the NSDL and I was provided access to details of the members who have opted for the e-voting.
5. After Declaration of voting by means of physical ballot paper by the chairman at the AGM, the physical ballot paper circulated to those shareholders who have attended the meeting and had not cast vote earlier through remote e-voting.
6. The Remote E-voting was unblocked on Friday the 22nd September, 2023 at 11.35 A.M after conclusion of voting at the AGM in the presence of two Witnesses, CS Kirti Agarwal and CS Chitra Naraniwal who are not in the employment of Company. They have signed below in confirmation of the votes being unblocked in their presence.
 - i. CS Kirti Agarwal, Bhilwara Rajasthan *Kirti Agarwal*
 - ii. CS Chitra Naraniwal, Bhilwara Rajasthan *Chitra Naraniwal*
7. The overall result of Remote E-voting and poll at AGM is as under:

Resolution No.1: (Ordinary Resolution)

Adoption of Financial Statements:

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2023, The Report of the Board of Directors and Auditors thereon.

[Handwritten Signature]


(i) Voted in favors of the Resolution:

Mode of Voting	Numbers of members Voted	Number of Valid votes cast by them	% Of the total number of valid votes cast
Remote E-voting	16	3360254	70
Physical Ballot at AGM	36	1466554	30
TOTAL	52	4826808	100

ii) Voted against the Resolution:

Mode of Voting	Numbers of members Voted	Number of Valid votes cast by them	% Of the total number of valid votes cast
Remote E-voting	0	0	NIL
Physical Ballot at AGM	0	0	NIL
TOTAL	0	0	NIL

(iii) Invalid/Abstained votes:

Number of members whose votes were declared invalid	Number of votes cast by them
0	0

Resolution No.2 (Ordinary Resolution)

To appoint a director in place of Smt. Sushila Devi Kothari (DIN: 00132802) who retire by rotation in term of Section 152 (6) of the companies Act, 2013 and being eligible offer herself for reappointment.

i) Voted in favour of the Resolution:

Mode of Voting	Numbers of members Voted	Number of Valid votes cast by them	% Of the total number of valid votes cast
Remote E-voting	15	3359754	69.61



Physical Ballot at AGM	36	1466554	30.39
TOTAL	51	4826308	100

ii) Voted against the Resolution:

Mode of Voting	Numbers of members Voted	Number of Valid votes cast by them	% Of the total number of valid votes cast
Remote E-voting	1	500	0.00
Physical Ballot at AGM	0	0	NIL
TOTAL	1	500	0.00

iii) Invalid/Abstained votes:

Number of members whose votes were declared invalid	Number of votes cast by them
0	0

Resolution No.3 (Ordinary Resolution)

Approval for Related party transaction and in this regard, to consider and if thought fit, to pass, the following resolution as an Ordinary Resolution.

(i) Voted in favour of the Resolution:

Mode of Voting	Numbers of members Voted	Number of Valid votes cast by them	% Of the total number of valid votes cast
Remote E-voting	15	3359754	69.61
Physical Ballot at AGM	36	1466554	30.39
TOTAL	51	4826308	100

ii) Voted against the Resolution:

Mode of Voting	Numbers of members Voted	Number of Valid votes cast by them	% Of the total number of valid votes cast
Remote E-voting	1	500	0.00



Physical Ballot at AGM	0	0	NIL
TOTAL	1	500	0.00

iii) Invalid/Abstained votes:

Number of members whose votes were declared invalid	Number of votes cast by them
0	0

Resolution No.4 (Special Resolution)

To Regularize Appointment of Ms. Shubhangi Janifer (DIN: 09125625) as an Independent Director who was appointed as an Additional Independent Director, the following resolution as a Special Resolution.

i) Voted in favour of the Resolution:

Mode of Voting	Numbers of members Voted	Number of Valid votes cast by them	% Of the total number of valid votes cast
Remote E-voting	15	3359854	69.61
Physical Ballot at AGM	36	1466554	30.39
TOTAL	51	4826408	100

ii) Voted against the Resolution:

Mode of Voting	Numbers of members Voted	Number of Valid votes cast by them	% Of the total number of valid votes cast
Remote E-voting	1	400	0.00
Physical Ballot at AGM	0	0	NIL
TOTAL	1	400	0.00

iii) Invalid/Abstained votes:

Number of members whose votes were declared invalid	Number of votes cast by them
0	0

Signature


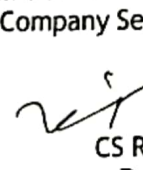


R K Jain & Associates
Company Secretaries
5-A-25 , Shubham"
R C Vyas Colony
Bhilwara-311001
Rajasthan
Cell:-+91 9829125844
Phone No.-01482-225844
Email rkjainbhilwara@gmail.com

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

Thanking you,

For R.K. Jain & Associates
Company Secretaries



CS R. K.
Proprietor

FCS-4584, COP-5866
UDIN: F004584E001060408

Place: Bhilwara
Date:22.09.2023

ANJALI JAIN

Digitally signed by
ANJALI JAIN
Date: 2023.09.22 15:47:32
+05'30'

Countersigned by
For Bhilwara Spinners Limited
Chairman/Company secretary