

BHILWARA SPINNERS LTD.

CIN L17115RJ1980PLC008217

Regd. Office: 26, Industrial Area, Poxst Box No.6, Gandhi Nagar, Bhilwara-311 001 (Rajasthan) India

Ph : 01482 – 246601 Fax : 01482 – 246461

Email : bhilspinbs@gmail.com, website: www.bhilspin.com

Date: 16.12.2023

The Manager
Department of Corporate Services
BSE Ltd.
Phiroze Jeejeebhoy Towers
25th Floor, Dalal Street
MUMBAI- 400 001

Scrip Code: **514272 (Bhilwara Spinners Limited)**

Ref.: **Ref: Regulation 44 of SEBI LODR Regulations, 2015**
Sub.: **Submission of Scrutinizer Report**

Dear Sir/Madam,

Pursuant to section 108 of the Companies Act, 2013 read with rules 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith Scrutinizer's Report related to voting for the Extra-Ordinary General Meeting held on Saturday the 16th day of December, 2023 at 26, Industrial Area, Post box no.6, Gandhi Nagar, Bhilwara-311001- Rajasthan.

We request you to kindly take the above on your record.

Thanking you

Yours Faithfully

For **Bhilwara Spinners Limited**

**ANJALI
JAIN**

Digitally signed by ANJALI JAIN
DN: cn=ANJALI JAIN, postalCode=311001, st=RAJASTHAN, street=C 59
BHILWARAKASHI PURI OPP MADHAV UDHYAN 311001,
l=BHILWARA, o=Personal, title=7254,
serialNumber=430f6898b777b0a91a5152465de894ccf9a9fb
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pseudonym=725420221118130155358,
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1820dc42ac875e36e704, email=JAINANJ2207@GMAIL.COM,
cn=ANJALI JAIN
Date: 2023.12.16 17:04:47 +05'30'

Anjali Jain

(Company Secretary & Compliance Officer)

R K Jain & Associates
Company Secretaries
5-A-25 , Shubham"
R C Vyas Colony
Bhilwara-311001
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Cell:--+91 9829125844
Phone No.-01482-225844
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Report of Scrutinizer

[Pursuant to Section 108 of 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,
Bhilwara Spinners Limited
26, Industrial Area,
Bhilwara-311001- Rajasthan


Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions 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 for the Extra-Ordinary General Meeting of Bhilwara Spinners Limited held on Saturday, 16th December, 2023 at 11:00 A.M. at 26, Industrial Area, Bhilwara-311001- Rajasthan and concluded at 11:30 A.M

I, Rajendra Kumar Jain of M/S R K Jain and Associates, Practicing Company Secretaries, has been appointed as Scrutinizer by the Board of Directors of Bhilwara Spinners Limited pursuant to Section 108 of The Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended to conduct the remote e-voting process in respect of the below mentioned resolutions at the Extra-Ordinary General Meeting of Bhilwara Spinners Limited, held on Saturday, 16th December, 2023 at 11:00 A.M. at 26, Industrial Area, Bhilwara-311001- Rajasthan.

I was also appointed as Scrutinizer to scrutinize the voting process during the said EGM.

The notice dated November 18, 2023, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the EGM of the Company through electronic mode to those Members whose email addresses are

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

registered with the Company/ Depositories, in compliance with the MCA Circular dated April 8, 2020, April 13, 2020, June 15, 2020, September 29, 2020, December 31, 2020, June 23, 2021, December 8, 2021, May 05, 2022 and December 28, 2022 and SEBI Circular dated May 12, 2020, January 15, 2021, May 13, 2022, January 5, 2023 and September 25, 2023 (collectively referred to as "MCA Circulars")

The Company had availed the e-voting facility from National Securities Depository Limited (NSDL) for conducting remote e-voting by the Shareholders of the Company.

The voting period for remote e-voting commenced on Wednesday, 13th December, 2023, 9.00 A.M (IST) to Friday, 15th December, 2023 at 5:00 P.M. (IST) and the National Securities Depository Limited (NSDL) e-voting platform was blocked thereafter.

The Company had also provided voting facility through ballot to the shareholders present at the EGM and who had not cast their vote earlier through e-voting.

The shareholders of the Company holding shares as on the "cut-off" date of Saturday, December 9, 2023 were entitled to vote on the resolutions as contained in the Notice of the EGM.

I have scrutinized and reviewed the remote e-voting prior to and voting during the EGM and votes casted therein based on the data downloaded from the National Securities Depository Limited. (NSDL) e-voting system and ballot paper.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to and voting during the EGM on the resolutions contained in the notice of the EGM.

My responsibility as scrutinizer for the e-voting prior to and voting during the EGM is restricted for making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated Report as under on the result of the remote e-voting and voting through ballot during the EGM in respect of the said resolutions.



Resolution No.1: (Special Resolution)

To approve the appointment of Chitra Naraniwal (DIN:09077116) as an Independent Director of the Company

(i) Voted in favour of resolution:



	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
E-Voting	33	4690117	97.10
Through Ballot at EGM	13	140285	2.90
Total	46	4830402	100

(ii) Voted against the resolution:

	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
E-Voting	1	500	0
Through Ballot at EGM	0	0	NIL
Total	1	500	0

(iii) Invalid/Abstained votes:

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

Resolution No. 2- (Special Resolution)

Issue of Equity Shares to promoter, promoter group & identified individuals on preferential basis:

(i) Voted in favour of resolution:



	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
E-Voting	33	4690117	97.10
Through Ballot at EGM	13	140285	2.90
Total	46	4830402	100

(ii) Voted against the resolution:

	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
E-Voting	1	500	0
Through Ballot at EGM	0	0	NIL
Total	1	500	0

(iii) Invalid/Abstained votes:

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

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Company Secretaries
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The electronic data and all other relevant records relating to Remote e-voting through National Securities Depository Limited. (NSDL) e-voting platform prior to and ballot paper during the EGM will remain in safe custody until the Chairman considers, approves and signs the Minutes of the Extra-Ordinary General Meeting and the same shall be handed over thereafter to the Chairman/ Company Secretary for the safe keeping.

Thanking you,

Yours faithfully,
For R.K. Jain & Associates
Company Secretaries



CS R. K. Jain
Proprietor

FCS-4584, COP-5866
UDIN: F004584E002960372

Place: Bhilwara
Date:16.12.2023

ANJALI
JAIN

Digitally signed by ANJALI JAIN
DN: c=IN, postalCode=311001, st=RAJASTHAN, serial=59
8181, email=ANJALI@FCS-COP-5866AVUDIN311001,
1=BHILWARA, o=Personal, title=7254,
serialNumber=12686980777029143152465de894ec9f9f6
26c0d277142381a0c0c0f9d84f
pkcs10name=C254022111813013338,
2.5.4.206=5c293961a1205646d0e180957811e33ec0f0d4
01820842a24c7f56e704,
email=ANJALI2027@GMAIL.COM, cn=ANJALI JAIN
Date: 2023.12.16 16:45:10 +05'30'

Countersigned by
For Bhilwara Spinners Limited
Chairman/Company secretary