

Bhalchandram Clothing Limited

CIN- L17120MH2005PTC156451

Regd. Off: 307, Arun Chambers, Tardeo Road, Mumbai - 400 034

Tel No. +91-22-4050 0100 website: www. bhalchandram.com,

email id: investor@bhalchandram.com

NOTICE

NOTICE is hereby given that the Twelfth Annual General Meeting of the Members of **BHALCHANDRAM CLOTHING LIMITED** will be held on **Wednesday, 27th September, 2017** at **11.00 A.M.** at Registered Office of the Company at 307, Arun Chambers, Tardeo Road, Mumbai - 400034 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2017 comprising of Balance Sheet as at 31st March 2017, the Profit and Loss Account for the year ended 31st March 2017 and the reports of Directors and the Auditors thereon
2. To appoint a Director in place of Mr. Umesh Lahoti (DIN 00361216), who retires by rotation and being eligible offers himself for re-appointment.

SPECIAL BUSINESS:

3. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Lahoti Navneet & Co., Chartered Accountants, (ICAI Firm Registration No.116870W), be and is hereby appointed as the Statutory Auditors of the Company, as recommended by Board of Directors in their Meeting held on 23rd August, 2017 to fill the casual vacancy caused by resignation of S.R. Marda & Co., Chartered Accountants (ICAI Firm Registration No. 114092W), to hold office from the conclusion of this Annual General Meeting until the conclusion of the 17th Annual General Meeting of the Company, subject to ratification of such appointment at every Annual General Meeting and that the Board be and is hereby authorized to fix such remuneration as may be recommended by the Audit Committee in consultation with the Auditors of the Company from time to time.”

“RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof), be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution.”

Place : Mumbai
Date : 23rd August , 2017

By order of the Board of Directors
For Bhalchandram Clothing Limited

Registered Office:
307, Arun Chambers,
Tardeo Road, Mumbai- 400034

Ujwal R Lahoti
Managing Director
(DIN No. 00360785)

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NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE “MEETING”) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

A person can act as proxy on behalf of members not exceeding 50 and holding in aggregate not more than 10% of the total share capital of the Company. The instrument appointing the proxy, in order to be effective, should be duly completed and deposited at the registered office of the Company not less than 48 (forty-eight) hours before the commencement of the meeting. Proxy Form and attendance slip is enclosed to this notice.

2. Corporate members intended to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of Board resolution authorizing their representative to attend and vote on their behalf at the Meeting.
3. Members/Proxy holders are requested to bring their copy of Annual Report and Attendance slip sent herewith, duly filled-in for attending the Meeting.
4. The Registrar of Members and Share Transfer Books of the Company will be closed from Thursday, September 21, 2017 to Wednesday, September 27, 2017 (both days inclusive) for the purpose of AGM.
5. The Shareholders are requested to notify their change of address immediately to the Registrars & Transfer Agent – Link Intime India Private Limited. The members holding shares in electronic form are requested to direct change of any change of bank particulars or bank details with their respective Depository Participant(s).
6. Equity shares of the Company are under compulsory Demat trading by all Investors. Those shareholders who have not dematerialized their equity shares are advised to dematerialize their shareholding, to avoid inconvenience in future.
7. Re-appointment of Directors: At the ensuing Annual General Meeting Mr. Umesh Lahoti (DIN: 00361216), liable for retire by rotation, and being eligible, offer himself for re-appointment.
8. Relevant documents referred to in the accompanying Notice are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays and Sundays during business hours of the Company up to the date of the Meeting.
9. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the Members at the Annual General Meeting.
10. The Register of Contracts or Arrangements in which Directors are interested, maintained under

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Section 189 of the Companies Act, 2013, will be available for inspection by the Members at the Annual General Meeting.

11. The shareholders who are holding shares in demat form and have not yet registered their e-mail IDs, are requested to register their e-mail IDs with their Depository Participant at the earliest, to enable the Company to use the same for serving documents to them electronically, hereinafter. Shareholders holding shares in physical form may kindly provide their e-mail IDs to the RTA sending an e-mail at rnt.helpdesk@linkintime.com. The Annual Report of the Company would also be made available on the Company's website www.bhalchandram.com
12. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participant(s) with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/ Registrars and Transfer Agents.
13. Non- Resident Indian Members are requested to inform Registrars and Transfer Agents, immediately of:
 - a) Change in their residential status on return to India for permanent settlement.
 - b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
14. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is offering e-voting facility to its members to exercise their right to vote by electronic means. The Members / list of Beneficial Owners as on cut-off date as on Wednesday, 20th September, 2017, i.e. the date prior to commencement of book closure are entitled to vote on the Resolutions set forth in this Notice. Members who have acquired shares after the dispatch of the Annual Report and before the "cut-off" date can exercise their right to vote by electronic means. The e-voting period will commence from 9.00 a.m. (IST) on Sunday, 24th September, 2017 and will end at 5.00 p.m. (IST) on Tuesday, 26th September, 2017.
15. The Company has appointed Atul Kulkarni & Associates, Practicing Company Secretary to act as the Scrutinizer, for conducting the scrutiny of the votes cast. The members desiring to vote through electronic mode may refer to the detailed procedure one-voting sent separately.
16. The Notice of the Annual General Meeting and instructions for e-voting, is being sent by electronic mode to all members whose email addresses are registered with the Company/ Depository Participant(s) unless a member has requested for a hard copy of the same. For members who have not registered their email addresses, physical copies of the aforesaid documents are being sent by the permitted mode.

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17. Members may also note that the Notice of the 12th AGM and the Annual Report 2016-17 will be available on the Company's website, www.bhalchandram.com. The physical copies of the documents will also be available at the Company's registered office for inspection during normal business hours on working days. Members who require communication in physical form in addition to e-communication, or have any other queries, may write to us at: investor@bhalchandram.com
18. Additional information, pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 in respect of the directors seeking appointment / re-appointment at the AGM is furnished as annexure to the Notice. The directors have furnished consent / declaration for their appointment / re-appointment as required under the Companies Act, 2013 and the Rules thereunder.
19. Members who are unable to exercise their voting rights through e-voting may exercise their voting rights at a poll provided at the Annual General Meeting.
20. Investor Grievance Redressal :
The Company has designated an exclusive e-mail id investor@bhalchandram.com to enable Investors to register their complaints, if any.
21. Members who have not registered their email addresses so far are requested to register their email addresses so that they can receive the Annual Report and other communications from the Company electronically.

22. Voting Through Electronic Means:

- I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
- II. The facility for voting through poll paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through poll paper.
- III. The members who have cast their vote by remote e-voting prior to the AGM may also

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attend the AGM but shall not be entitled to cast their vote again.

IV. The remote e-voting period commences on 24th September, 2017(9:00 am) and ends on 26th September, 2017 (5:00 pm). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 20th September, 2017, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

V. The process and manner for remote e-voting are as under:

A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)] :

(i) Open email and open PDF file viz; "Bhalchandram Clothing Limited e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password for remote e-voting. Please note that the password is an initial password.

NOTE: Shareholders already registered with NSDL for e-voting will not receive the PDF file "Bhalchandram Clothing Limited e-voting.pdf".

- (ii) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com>
- (iii) Click on Shareholder - Login
- (iv) Put your user ID and password. Click Login.
- (v) Password change menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
- (vii) Select "EVEN" of "Bhalchandram Clothing Limited".
- (viii) Now you are ready for remote e-voting as Cast Vote page opens.
- (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
- (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
- (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
- (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to atulkulkarni@gmail.com with a copy marked to evoting@nsdl.co.in

B. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting

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physical copy]:

i) Initial Password is provided as below/at the bottom of the attendance slip for the AGM

EVEN (E-voting Event Number)	USER ID	PASSWORD
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ii) Please follow all steps from SL No. (ii) to SL No. (xii) above, to cast vote.

- VI. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.
- VII. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote.
- VIII. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- IX. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of .
- X. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 20th September, 2017 may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA.

However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “[Forgot User Details/Password?](#)” option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.

- XI. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through poll/ballot paper.
- XII. Atul Kulkarni & Associates has been appointed for as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- XIII. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of “remote e-voting” or “Ballot Paper” or “Polling Paper” for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- XIV. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote

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e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

XV. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company www.bhalchandram.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the NSE Limited where the shares of the Company are listed.

24. Information required to be provided under the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, regarding the Directors who are proposed to be appointed / re-appointed is as below:

Name of Director	Umesh Rambilas Lahoti
Age (years)	52 years
Qualifications	B.Com
Expertise	Trading and Management
Directorships held in other Companies	As per Annex-I
Memberships / Chairmanships of committees of other public companies.	As per Annex-II
Shareholding (No. of shares)	100 Equity shares
Relationship with Directors, Manager or other KMP	Brother of Mr. Ujwal Rambilas Lahoti, Managing Director
Number of Board Meeting attended during the year	4

ANNEX-I**Directorships held in other companies – Mr. Umesh Lahoti**

Sl. No.	Names of the companies / bodies corporate / firms / association of individuals	Directorship
1.	Lahoti Overseas Limited	Managing Director
2	Hind Commerce Limited	Managing Director

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3.	Mansadevi Textile and Yarn Suppliers Private Limited	Additional Director
4.	Pawansoot Textiles Private Limited	Director
5.	Yashodanandan Textiles Private Limited	Director
6.	Janaksuta Textiles and Yarns Private Limited	Director
7.	G Varadan Private Limited	Director
8.	Lahoti Spintex and Energy Limited	Director
9.	Elementry Realtors Private Limited	Director
10.	Crystal Tradecom Limited	Director
11.	Bauble Investments Private Limited	Director
12.	Indrayani BioTech Limited	Director
13.	Kirti Stockbrokers LLP (Converted from Kirti Stockbrokers Private Limited)	Designated Partner

ANNEX-II**Memberships/Chairmanships of Committees of other Public Companies – Mr. Umesh Lahoti**

Sr. No.	Name of the Company	Type of Committee	Position
1.	Hind Commerce Limited	Stakeholders Relationship Committee	Member
2.	Lahoti Overseas Limited	Stakeholders Relationship Committee	Member
3.	Lahoti Overseas Limited	Corporate Social Responsibility Committee	Member

Place : Mumbai**Date : 23rd August , 2017****By order of the Board of Directors
For Bhalchandram Clothing Limited****Registered Office:
307, Arun Chambers,
Tardeo Road, Mumbai- 400034****Ujwal R Lahoti
Managing Director
(DIN No. 00360785)**

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ANNEXURE TO THE NOTICE

Explanatory Statement under Section 102 of the Companies Act, 2013

Item No. 3

S.R. Marda & Co., Chartered Accountants (ICAI Firm Registration No 114092W), have tendered their resignation from the position of Statutory Auditors of the Company on 22nd August, 2017 due to preoccupation, resulting in casual vacancy in the office of Statutory Auditors in terms of Section 139(8) of the Companies Act, 2013 at this Annual General Meeting.

Casual vacancy caused by the resignation of auditor has to be filled by the shareholders in general meeting within three months from the date of recommendation of the Board of Directors of the Company. The Board of Directors have recommended the Appointment of Lahoti Navneet & Co., Chartered Accountants, (ICAI Firm Registration No. 116870W) in their meeting held on 23rd August,2017.

Lahoti Navneet & Co., Chartered Accountants, (ICAI Firm Registration No. 116870W), is proposed to be appointed as Statutory Auditors of the Company, as they have given their consent, vide their letter dated 23rd August, 2017, and on appointment in the ensuing Annual General Meeting will hold office from the conclusion of this Annual General Meeting until the conclusion of the 17th Annual General Meeting of the Company, subject to ratification of such appointment at every Annual General Meeting. They have confirmed that their appointment, if made, would be in compliance with the provisions of Section 139 and 141 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or reenactment thereof for the time being in force) framed thereunder as applicable.

The Board recommend their appointment as Statutory Auditors of the Company by passing Ordinary Resolution.

None of the Directors, Key Managerial Persons or their relatives, in any way, concerned or interested in the said resolution.

Place : Mumbai

Date : 23rd August , 2017

**By order of the Board of Directors
For Bhalchandram Clothing Limited**

**Registered Office:
307, Arun Chambers,
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**Ujwal R Lahoti
Managing Director
(DIN No. 00360785)**

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ATTENDANCE SLIP

12th Annual General Meeting to be held on Wednesday, 27th September, 2017

Regd. Folio no./ DP ID Client ID : _____

No. of shares held: _____

I hereby record my presence at the **12th Annual General Meeting** of the Company held on Wednesday, 27th September, 2017 at 11.00 a.m. at the Registered Office of the Company at 307, Arun Chambers, Tardeo Road, Mumbai – 400034.

Name of the member/ proxy

Signature of Shareholder / proxy

Note: PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL. Joint shareholders may obtain additional Slip at the venue of the meeting.

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**PROXY FORM
FORM NO. MGT- 11**

(Pursuant to section 105(6) of the Companies Act, 2013 and Rules 19(3) of the
Companies (Management and Administration) Rules, 2014

Name of the Member(s)	
Registered Address	
Email ID	
Client id/ Folio No.	
DP ID	

I / We being the member(s) of _____ shares of **BHALCHANDRAM CLOTHING LIMITED**

hereby appoint:

1. Name: _____

Address: _____

E-mail ID: _____

Signature: _____,

or failing him/her

2. Name: _____

Address: _____

E-mail ID: _____

Signature: _____,

or failing him/her

3. Name: _____

Address: _____

E-mail ID: _____

Signature: _____

as my / our proxy to attend and vote (on a poll) for me/ us and on my / our behalf at the **12th Annual General Meeting** of the Company, to be held on Wednesday, 27th September, 2017 at 11.00 a.m. at the Registered Office of the Company at 307, Arun Chambers, Tardeo Road, Mumbai - 400034 and at any adjournments thereof in respect of such resolutions as are indicated:

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** I wish my above Proxy to vote in the manner as indicated in the box below:

Resolutions	Type of resolution	For*	Against*
Consider and adopt: <ul style="list-style-type: none">the Financial Statements of the Company for the year ended 31st March, 2017 comprising of Balance Sheet as at 31st March 2017, the Profit and Loss Account for the year ended 31st March 2017 and the reports of Directors and the Auditors thereon	Ordinary		
To appoint a Director in place of Mr. Umesh Lahoti (holding DIN 00361216), Director of the Company, who retires by rotation and being eligible offers himself for re-appointment	Ordinary		
To appoint Lahoti Navneet and Co, Chartered Accountants, (ICAI Registration No. 116870W) as the Statutory Auditors of the Company	Ordinary		

Signed this _____ day of _____ 2017

Signature of shareholder

Affix Re 1/- Revenue

Signature of first proxy holder

Signature of second proxy holder

Signature of third proxy holder

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
2. For the resolutions, explanatory statement and notes, please refer to the notice of the 12th Annual General Meeting
3. A Proxy need not be a member of the Company.
4. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
5. *This is optional. Please put a tick mark (✓) in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
6. Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
7. In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

Bhalchandram Clothing Limited

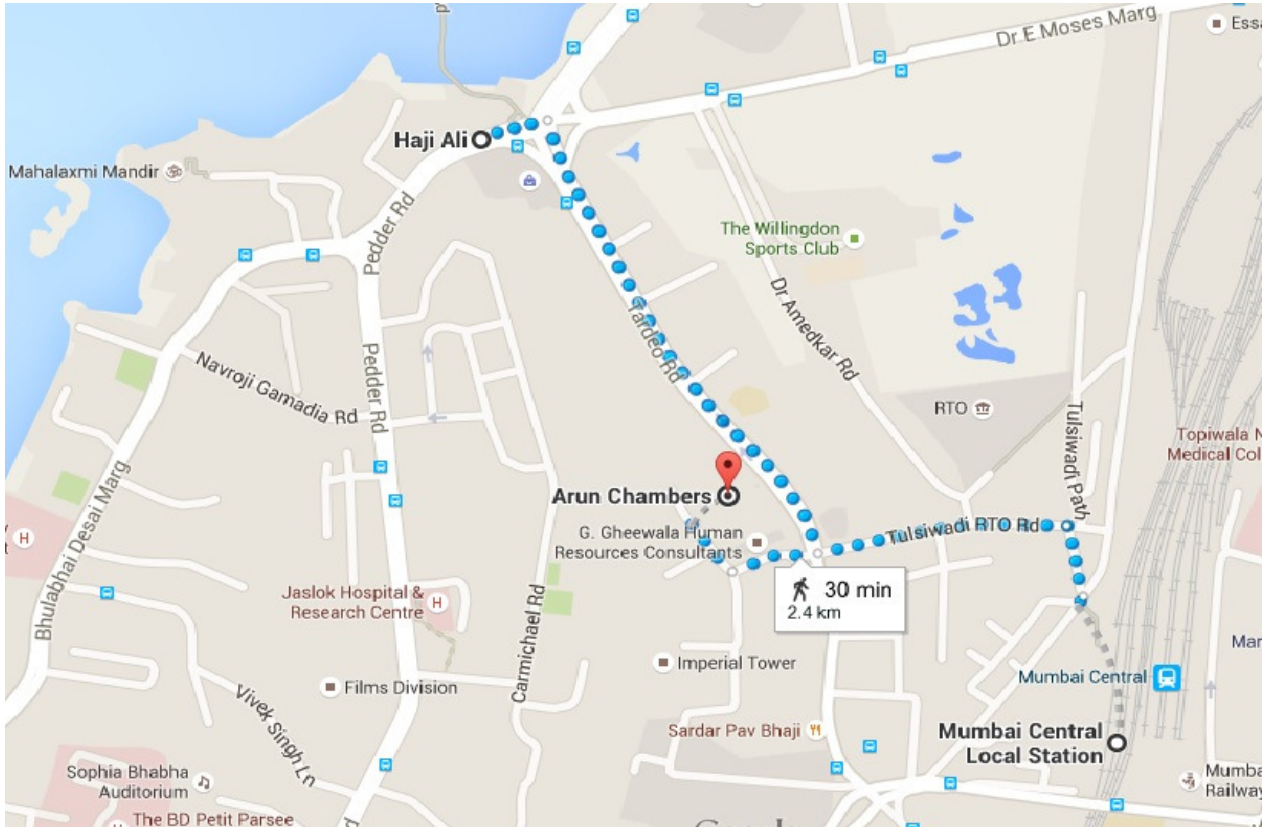
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Road Map for the AGM Venue:



LAND MARK-

AC MARKET, TARDEO ROAD

HAJI ALI

NEAREST RAILWAY STATION- MUMBAI CENTAL

NEAREST BUS STATION- AC MARKET

