



# **BHALCHANDRAM CLOTHING LIMITED**

Regd. Off.: 307, Arun Chambers, Tardeo Road, Mumbai - 400 034.  
Tel.: 4050 0100 Fax : 4050 0150, Email : investor@bhalchandram.com  
Website : www.bhalchandram.com, CIN : U17120MH2005PTC156451

September 28, 2018

To,  
**Listing Department**  
**National Stock Exchange of India – ITP Platform,**  
3<sup>rd</sup> Floor, Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex, Bandra East  
Mumbai - 400 051.

**Sub. : Disclosure regarding 13<sup>th</sup> Annual General Meeting as per Regulation 44 and 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

**Ref: Bhalchandram Clothing Limited - BHALCHANDR**


Dear Sir,

Please find enclosed herewith the Disclosure regarding 13<sup>th</sup> Annual General Meeting as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we are pleased to inform you that all resolutions stated in the Notice of AGM of the Company have been duly passed with requisite majority by the Members through Remote e-voting and Poll conducted at the venue of 13<sup>th</sup> AGM of the Company held on Thursday, 27<sup>th</sup> September, 2018.

Further, we are enclosing herewith report of the Scrutinizers dated 28<sup>th</sup> September, 2018 pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014.

This is to comply with the listing requirements.

Thanking you,  
Yours faithfully,  
**For Bhalchandram Clothing Limited**

  
**Ujwal Lahoti**  
**Managing Director**  
**DIN: 00360785**  
**Encl: As above**





# BHALCHANDRAM CLOTHING LIMITED

Regd. Off.: 307, Arun Chambers, Tardeo Road, Mumbai - 400 034.  
Tel.: 4050 0100 Fax : 4050 0150, Email : investor@bhalchandram.com  
Website : www.bhalchandram.com, CIN : L17120MH2005PTC156451

Date of AGM	27-09-18
Total number of shareholders on record date	0
No. of shareholders present in the meeting either in	8
Promoters and Promoter Group:	7
Public:	1
No. of Shareholders attended the meeting through Video	0

## RESOLUTION - 1

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter 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	$(6)=[(4)/(2)]*100$	$(7)=[(5)/(2)]*100$
Promoter and Promoter group	E-voting	259600	200	0.08	200	0	100.000	0.000
	Poll	259600	259400	99.92	259400	0	100.000	0.000
	Postal Ballot	259600	0	0.00	0	0	0.000	0.000
	Total	259600	259600	100.00	259600	0	100.000	0.000
Public Institutions	E-voting	300200	0	0.00	0	0	0.000	0.000
	Poll	300200	0	0.00	0	0	0.000	0.000
	Postal Ballot	300200	0	0.00	0	0	0.000	0.000
	Total	300200	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	200	0	0.00	0	0	0.000	0.000
	Poll	200	100	50.00	100	0	100.000	0.000
	Postal Ballot	200	0	0.00	0	0	0.000	0.000
	Total	200	100	50.00	100	0	0.000	0.000
Total		560000	259700	46.38	259700	0	100.000	0.000

## RESOLUTION - 2

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/ resolution?			Yes					
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	259600	0	0.00	0	0	0.000	0.000
	Poll	259600	259400	99.92	259400	0	100.000	0.000
	Postal Ballot	259600	0	0.00	0	0	0.000	0.000
	Total	259600	259400	99.92	259400	0	100.000	0.000
Public Institutions	E-voting	300200	0	0.00	0	0	0.000	0.000
	Poll	300200	0	0.00	0	0	0.000	0.000
	Postal Ballot	300200	0	0.00	0	0	0.000	0.000
	Total	300200	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	200	0	0.00	0	0	0.000	0.000
	Poll	200	100	50.00	100	0	100.000	0.000
	Postal Ballot	200	0	0.00	0	0	0.000	0.000
	Total	200	100	50.00	100	0	0.000	0.000
Total		560000	259500	46.34	259500	0	100.000	0.000





# BHALCHANDRAM CLOTHING LIMITED

Regd. Off.: 307, Arun Chambers, Tardeo Road, Mumbai - 400 034.  
Tel.: 4050 0100 Fax : 4050 0150, Email : investor@bhalchandram.com  
Website : www.bhalchandram.com, CIN : U17120MH2005PTC156451

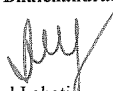
## RESOLUTION - 3

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter 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
Promoter and Promoter group	E-voting	259600	200	0.08	200	0	100.000	0.000
	Poll	259600	259400	99.92	259400	0	100.000	0.000
	Postal Ballot	259600	0	0.00	0	0	0.000	0.000
	Total	259600	259600	100.00	259600	0	100.000	0.000
Public Institutions	E-voting	300200	0	0.00	0	0	0.000	0.000
	Poll	300200	0	0.00	0	0	0.000	0.000
	Postal Ballot	300200	0	0.00	0	0	0.000	0.000
	Total	300200	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	200	0	0.00	0	0	0.000	0.000
	Poll	200	100	50.00	100	0	100.000	0.000
	Postal Ballot	200	0	0.00	0	0	0.000	0.000
	Total	200	100	50.00	100	0	0.000	0.000
Total		560000	259700	46.38	259700	0	100.000	0.000

## RESOLUTION - 4

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/ resolution?			Yes					
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	259600	100	0.04	100	0	100.000	0.000
	Poll	259600	259400	99.92	259400	0	100.000	0.000
	Postal Ballot	259600	0	0.00	0	0	0.000	0.000
	Total	259600	259500	99.96	259500	0	100.000	0.000
Public Institutions	E-voting	300200	0	0.00	0	0	0.000	0.000
	Poll	300200	0	0.00	0	0	0.000	0.000
	Postal Ballot	300200	0	0.00	0	0	0.000	0.000
	Total	300200	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	200	0	0.00	0	0	0.000	0.000
	Poll	200	100	50.00	100	0	100.000	0.000
	Postal Ballot	200	0	0.00	0	0	0.000	0.000
	Total	200	100	50.00	100	0	0.000	0.000
Total		560000	259600	46.36	259600	0	100.000	0.000

For Bhalchandram Clothing Limited

  
Ujwal Lahoti  
Managing Director  
DIN: 00360785

Encl: As above



## Report of Scrutinizer(s)

To,  
The Chairman  
**BHALCHANDRAM CLOTHING LIMITED**  
307, Arun Chambers Tardeo Road Mumbai,  
Mumbai City - 400034

13<sup>th</sup> Annual General Meeting of the Equity Shareholders of **BHALCHANDRAM CLOTHING LIMITED** held on Thursday, 27<sup>th</sup> day of September, 2018 at 11.00 a.m.

Dear Sir,

I, Atul Vilas Kulkarni of Atul Kulkarni & Associates, Company Secretary, appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s), at the 13<sup>th</sup> Annual General Meeting of the Equity Shareholders of **Bhalchandram Clothing Limited**, held on Thursday, 27<sup>th</sup> day of September, 2018 at 11.00 a.m., submit our report as under:

- The e-voting was opened for voting from 24/09/2018 to 26/09/2018.
  - The cut-off date with respect to shareholders eligible to vote on the resolution was 20<sup>th</sup> September, 2018.
  - The e-voting was unblocked on 27<sup>th</sup> September, 2018 after conclusion of Annual General Meeting.
  - After the conclusion of Annual General Meeting, the details of voting carried out were downloaded from the secured network of the NSDL e-Voting System.
1. The number of members who has attended Annual General Meeting is 8 (Seven Members personally present and One member through Proxy). The quorum required for the Annual General Meeting of the Company is 5 members personally present.
  2. After the time fixed for closing of the poll by the Chairman, ballot boxes kept for polling were locked in my/our presence with due identification marks placed by me/us.
  3. The locked ballot boxes were subsequently opened in my/our presence and poll papers were diligently scrutinized. 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. ~~The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.~~

OR

I/We did not find any poll papers invalid.

\*Not applicable if there is only one scrutinizer appointed.



5. The result of the Poll is as under:

**a) Resolution 1. Ordinary Resolution**

Consider and adopt:

The Financial Statements of the Company for the year ended 31st March, 2018 comprising of Balance Sheet as at 31st March 2018, the Profit and Loss Account for the year ended 31st March 2018 and the reports of Directors and the Auditors thereon.

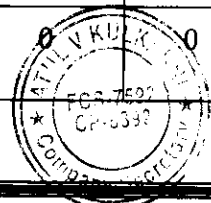
Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	2	200	07	259500	9	259700	100%
Voted Against	0	0	0	0	0	0	0
Abstain / Invalid	0	0	0	0	0	0	0
<b>Total</b>	<b>2</b>	<b>200</b>	<b>07</b>	<b>259500</b>	<b>9</b>	<b>259700</b>	<b>100%</b>

Based on the aforesaid results, Ordinary Resolution as contained in item No. 1 has been passed unanimously.

**b) Resolution 2. Ordinary Resolution**

To appoint a Director in place of Mr. Ujwal Lahoti (DIN 00360785), Managing Director of the Company, who retires by rotation and being eligible offers himself for re-appointment.

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	0	0	07	259500	7	259500	100%
Voted Against	0	0	0	0	0	0	0



Abstain / Invalid	0	0	0	0	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>07</b>	<b>259500</b>	<b>7</b>	<b>259500</b>	<b>100%</b>

Based on the aforesaid results, Ordinary Resolution as contained in item No. 2 has been passed unanimously.

**c) Resolution 3. Ordinary Resolution**

- I. To ratify the appointment of Lahoti Navneet and Co, Chartered Accountants, (ICAI Registration No. 116870W) as the Statutory Auditors of the Company. Voted in favour of the resolution;

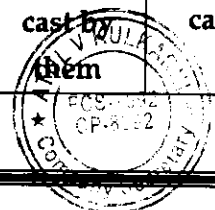
Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	2	200	07	259500	9	259700	100%
Voted Against	0	0	0	0	0	0	0
Abstain / Invalid	0	0	0	0	0	0	0
<b>Total</b>	<b>2</b>	<b>200</b>	<b>07</b>	<b>259500</b>	<b>9</b>	<b>259700</b>	<b>100%</b>

Based on the aforesaid results, Ordinary Resolution as contained in item No. 3 has been passed unanimously.

**d) Resolution 4. Ordinary Resolution**

- I. To Appoint Mr. Aadhitiya Ujwal Lahoti as a Non- Executive Director of the Company.

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	



Voted in Favour	1	100	07	259500	8	259600	100%
Voted Against	0	0	0	0	0	0	0
Abstain / Invalid	0	0	0	0	0	0	0
<b>Total</b>	<b>1</b>	<b>100</b>	<b>07</b>	<b>259500</b>	<b>8</b>	<b>259600</b>	<b>100%</b>

Based on the aforesaid results, Ordinary Resolution as contained in item No. 4 has been passed unanimously.

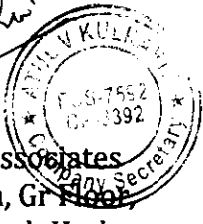
~~A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.~~

- 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,

Yours faithfully,

Place: Solapur  
Dated: 28/09/2018

*A. V. Kulkarni*  
  
**Atul Kulkarni & Associates**  
 F-2, Siddhivinayak Plaza, Gr Floor  
 602/B & 602/A/2, South Kasba,