

# 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](mailto:bhilspinbs@gmail.com), Mobile : 94141 14972

Bhilspin/2025-26/  
Dated : 25.09.2025

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 Requirements) Regulations, 2015- 44th Annual General Meeting of Shareholders of Bhilwara Spinners Limited**

Dear Sir,

Details of voting results:

|   |   |                      |
|---|---|----------------------|
| A | Date of AGM   | 24th September, 2025 |
| B | Total number of shareholders on Cutoff date<br>(Cutoff date: 17 <sup>th</sup> September, 2025)                                    | 7609                 |
| C | No. of shareholders present in the meeting either in person<br>or through E.Voting<br><br>Promoters and Promoters Group<br>Public | 15<br>67             |
| D | No. of shareholders attended the meeting through Video<br>Conferencing:<br><br>Promoters and Promoters Group<br>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 <sup>st</sup> March,2025 | 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 |
| 3      | Appointment of Statutory Auditor   | Ordinary Resolution           | E-Voting & Poll | Approved By Requisite Majority |
| 3.     | Approval For Related Party Transactions  | Ordinary Resolution           | E-Voting & Poll | Approved By Requisite Majority |
| 4.     | Appointment of Sectrial Auditor  | Ordinary 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

ANSHUL

KOTHARI

(ANSHUL KOTHARI)

MANAGING DIRECTOR

DIN:02624500

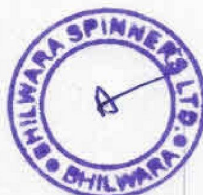
Digitally signed by ANSHUL KOTHARI  
DN: cn=ANSHUL KOTHARI, o=BHILWARA SPINNERS LTD., street=C-59 KASHI PURI BHILWARA  
311001, ou=BHILWARA, email=anshul.kothari@bhilspinbs.com, c=IN  
serialNumber=5362a161164057422a406076bb010c9002e51071ec455  
1e05a7d6f, pseudonym=4167222026172044793,  
2.5.4.20=3442463721cf6ba09648bdc08b8a08671c14f18975e0e871170  
781, email=BHILWARA@BHILWARA.COM, c=IN, email=anshul.kothari@bhilspinbs.com





**Details of reporting as per Clause 35A of the Listing Agreement based on result of voting at the  
44th Annual General Meeting held on 24th September, 2025**

| Particulars   | Promoter/Public                | No. of<br>Shares held | No. of Votes<br>polled | % of votes<br>Polled on<br>outstanding<br>shares | No. of<br>Votes in<br>Favour | No. of<br>Votes in<br>Against | No. of Votes<br>in favour<br>on votes<br>polled | % of votes<br>against on<br>votes polled |
|---------------|--------------------------------|-----------------------|------------------------|--|------------------------------|-------------------------------|---|--|
|               |                                | 1                     | 2                      | $3=(2/1)*100$                                    | 4                            | 5                             | $6=(4/2)*100$                                   | $7=(5/2)*100$                            |
| Resolution 1. | Promoters and Promoter Group   | 5093853               | 5093853                | 100%   | 5093853                      | 0                             | 100%  | --                                       |
|               | Public - Institutional Holders | --                    | --                     | --   | --                           | --                            | --  | --                                       |
|               | Public - Others                | 3959777               | 1915697                | 48%  | 1915697                      | 0                             | 100%  | 0%                                       |
|               | <b>Total</b>                   | <b>9053630</b>        | <b>7009550</b>         | <b>77%</b>                                       | <b>7009550</b>               | <b>0</b>                      | <b>100.00%</b>                                  | <b>0%</b>                                |
| Resolution 2. | Promoters and Promoter Group   | 5093853               | 5093853                | 100%   | 5093853                      | 0                             | 100%  | --                                       |
|               | Public - Institutional Holders | --                    | --                     | --   | --                           | --                            | --  | --                                       |
|               | Public - Others                | 3959777               | 1915697                | 48%  | 1915697                      |                               | 100%  | 0%                                       |
|               | <b>Total</b>                   | <b>9053630</b>        | <b>7009550</b>         | <b>77%</b>                                       | <b>7009550</b>               | <b>0</b>                      | <b>100.00%</b>                                  | <b>0%</b>                                |
| Resolution 3. | Promoters and Promoter Group   | 5093853               | 5093853                | 100%   | 5093853                      | 0                             | 100%  | --                                       |
|               | Public - Institutional Holders | --                    | --                     | --   | --                           | --                            | --  | --                                       |
|               | Public - Others                | 3959777               | 1915697                | 48%  | 1915697                      |                               | 100%  | 0%                                       |
|               | <b>Total</b>                   | <b>9053630</b>        | <b>7009550</b>         | <b>77%</b>                                       | <b>7009550</b>               | <b>0</b>                      | <b>100.00%</b>                                  | <b>0%</b>                                |
| Resolution 4. | Promoters and Promoter Group   | 5093853               | 5093853                | 100%   | 5093853                      | 0                             | 100%  | --                                       |
|               | Public - Institutional Holders | --                    | --                     | --   | --                           | --                            | --  | --                                       |
|               | Public - Others                | 3959777               | 1915697                | 48%  | 1915697                      |                               | 100%  | 0%                                       |
|               | <b>Total</b>                   | <b>9053630</b>        | <b>7009550</b>         | <b>77%</b>                                       | <b>7009550</b>               | <b>0</b>                      | <b>100.00%</b>                                  | <b>0%</b>                                |
| Resolution 5  | Promoters and Promoter Group   | 5093853               | 5093853                | 100%   | 5093853                      | 0                             | 100%  | --                                       |
|               | Public - Institutional Holders | --                    | --                     | --   | --                           | --                            | --  | --                                       |
|               | Public - Others                | 3959777               | 1915697                | 48%  | 1915697                      |                               | 100%  | 0%                                       |
|               | <b>Total</b>                   | <b>9053630</b>        | <b>7009550</b>         | <b>77%</b>                                       | <b>7009550</b>               | <b>0</b>                      | <b>100.00%</b>                                  | <b>0%</b>                                |





### Scrutinizer's Report

[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**

44<sup>th</sup> Annual General Meeting of the Equity Shareholders of Bhilwara Spinners Limited (CIN: L17115RJ1980PLC008217) held on Wednesday, 24<sup>th</sup> September, 2025 at the registered office of the Company at 26 Industrial Area, Bhilwara-311001, (Rajasthan) India.

Sub: Consolidated Scrutinizer's Report on remote e-voting and voting conducted pursuant to Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015 and the 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 papers at 44<sup>th</sup> Annual General Meeting of Bhilwara Spinners Limited held on Wednesday, 24<sup>th</sup> September, 2025 at 11:00 A.M. (IST) and Concluded at 11:45 A.M. (IST)

Dear Sir,

I, Rajendra Kumar Jain, Proprietor of M/S R.K. Jain and Associates, Practicing Company Secretaries, Bhilwara-311001(Rajasthan) India 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 ballot paper voting on all the resolutions during of Annual General Meeting (AGM) only for the shareholders who has joined the meeting through physical Mode and have not casted vote through "E-voting" or "Remote e-voting" 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 44<sup>th</sup> Annual General Meeting held on Wednesday, 24<sup>th</sup> September, 2025 at 11:00 A.M. (IST) and Concluded at 11:45 A.M. (IST) at the registered office of the Company at 26 Industrial Area, Bhilwara-311001, (Rajasthan) India submit my 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 44<sup>th</sup> 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 me.

2. E-voting was commenced on Sunday, 21<sup>st</sup> September, 2025 (9:00 A.M. (IST)) and ends on Tuesday, 23<sup>rd</sup> September, 2025 (5:00 P.M. (IST)).
3. The cut-off date for the purposes of identifying the members who will be entitled to vote on the resolution placed for approval of the members was Wednesday, 17<sup>th</sup> September, 2025.
4. The physical ballot paper circulated to those shareholders who have attended the meeting and had not cast vote earlier through remote e-voting.
5. The Remote E-voting was unblocked on Wednesday 24<sup>th</sup> September, 2025 at 12:12 P.M.(IST) in the presence of two Witnesses, who are not in the employment of Company.
6. The overall result of Remote E-voting and Ballot paper at AGM are as under:

**Resolution No.1: (Ordinary Resolution)**

**Adoption of Audited Financial Statement of the Company for the Financial Year ended 31<sup>st</sup> March, 2025, together with Reports of the Board the Director and Auditors thereon.**

- (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              | 25                      | 4965684                            | 70.84                                 |
| Through Ballot at AGM | 57                      | 2043866                            | 29.16                                 |
| Total                 | 82                      | 7009550                            | 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              | 0                       | 0                                  | NIL                                   |
| Through 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 |
|---|------------------------------|
| -   | -                            |

**Resolution No. 2- (Ordinary Resolution)**

Re-appointment of Mrs. Sushila Kothari (DIN:00132802) who retire by rotation being eligible offers herself for Re-appointment.

(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              | 25                      | 4965684                            | 70.84                                 |
| Through Ballot at AGM | 57                      | 2043866                            | 29.16                                 |
| Total                 | 82                      | 7009550                            | 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 | 0                       | 0                                  | NIL                                   |





|                       |   |   |     |
|-----------------------|---|---|-----|
| Through 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 |
|---|------------------------------|
| -   | -                            |

**Resolution No. 3- (Ordinary Resolution)**

**Appointment of Statutory Auditor.**

(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              | 25                      | 4965684                            | 70.84                                 |
| Through Ballot at AGM | 57                      | 2043866                            | 29.16                                 |
| Total                 | 82                      | 7009550                            | 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              | 0                       | 0                                  | NIL                                   |
| Through Ballot at AGM | 0                       | 0                                  | NIL                                   |
| Total                 | 0                       | 0                                  | NIL                                   |



|                          |   |   |     |
|--------------------------|---|---|-----|
| Through<br>Ballot at AGM | 0 | 0 | NIL |
| Total                    | 0 | 0 | NIL |

(iii) Invalid/Abstained votes:

| Number of members whose votes<br>were declared invalid | Number of votes cast by them |
|--|------------------------------|
| -  | -                            |

**Resolution No. 3- (Ordinary Resolution)**

**Appointment of Statutory Auditor.**

(i) Voted in favour of resolution:

|                          | Number of<br>members voted | Number of valid<br>votes cast by them | % of total<br>number of valid<br>votes cast |
|--------------------------|----------------------------|---------------------------------------|---|
| E-Voting                 | 25                         | 4965684                               | 70.84                                       |
| Through<br>Ballot at AGM | 57                         | 2043866                               | 29.16                                       |
| Total                    | 82                         | 7009550                               | 100   |

(ii) Voted against the resolution:

|                          | Number of<br>members voted | Number of valid<br>votes cast by them | % of total<br>number of valid<br>votes cast |
|--------------------------|----------------------------|---------------------------------------|---|
| E-Voting                 | 0                          | 0                                     | NIL   |
| Through<br>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 |
|---|------------------------------|
|   | -                            |

**Resolution No. 4- (Special Resolution)**

**Approval of Related Party Transactions.**

(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              | 25                      | 4965684                            | 70.84                                 |
| Through Ballot at AGM | 57                      | 2043866                            | 29.16                                 |
| Total                 | 82                      | 7009550                            | 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              | 0                       | 0                                  | NIL                                   |
| Through 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 |
|---|------------------------------|
|   | -                            |



**Resolution No. 5- (Special Resolution)**

**Appointment of secretarial Auditor**

(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              | 25                      | 4965684                            | 70.84                                 |
| Through Ballot at AGM | 57                      | 2043866                            | 29.16                                 |
| Total                 | 82                      | 7009550                            | 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              | 0                       | 0                                  | NIL                                   |
| Through 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 |
|---|------------------------------|
|   | -                            |





**R K Jain & Associates**  
Practicing Company Secretaries  
5-A-25, R C Vyas Colony  
Bhilwara-311001  
Rajasthan (India)  
Cell +91 9829125844, 9414110844  
Phone +91 1482 225844  
Email-rkjainbhilwara@gmail.com

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

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



**Rajendra  
Kumar Jain**

Digitally signed by Rajendra Kumar Jain  
DN: c=IN, o=Personal, title=7530,  
2.5.4.20=b6949ae517da2f17ebc88c9769b8db2  
2e25fceddc314055057e0800b0283b778,  
postalCode=311001, st=Rajasthan,  
serialNumber=334e32c225220a71b37c83617d  
208b1d3eb772a21e68309fac79fe9ec4be3287,  
cn=Rajendra Kumar Jain  
Date: 2025.09.25 11:29:53 +05'30'

**CS R. K. Jain**  
Proprietor  
FCS-4584, COP-5866  
UDIN: F004584G001333703

**ANSHUL  
KOTHARI**

Digitally signed by ANSHUL KOTHARI  
DN: c=IN, postalCode=311001, st=RAJASTHAN,  
street=C59 KASHIPURIBHILWARA 311001,  
l=BHILWARA, o=Personal, title=4167,  
serialNumber=53fa2a7d1640d57422e406d87fabbe01  
0cc9b0b2e350771ec44531e05a7e6f,  
pseudonym=416720230826172044793,  
2.5.4.20=3a4b246372f1c6f6ba09649beda08f84a4086  
71ce14af18975eeee871170781,  
email=KUMAWATOMPRAKASH260@GMAIL.COM,  
cn=ANSHUL KOTHARI  
Date: 2025.09.25 11:46:54 +05'30'

Date: 25.09.2025  
Place: Bhilwara

Countersigned by  
For Bhilwara Spinners Limited  
Anshul Kothari  
(Chairman)  
DIN: 02624500