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 : L17120MH2005PLC156451

August 11, 2025

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

Ref: BHALCHANDR

Dear Sir/ Madam,

Sub: Voting results and Scrutinizer's Report of the 20th Annual General Meeting

Pursuant to Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Voting Results and Scrutinizer's report on the resolutions passed at the 20th Annual General Meeting of the Company held on Monday, August 11, 2025 at 11:00 A.M. at the registered office of the Company. The said resolutions have been approved by the Members with requisite majority.

This is for your information and records.

Thanking you.

Yours faithfully,
For **Bhalchandram Clothing Limited**
Sunil Kumar Patel
Digitally signed by Sunil Kumar Patel
Date: 2025.08.11 15:44:56 +05'30'
Sunil Kumar Patel
Company Secretary

Encl: As above

Atul Kulkarni & Associates
COMPANY SECRETARIES

■ 2, Siddhivinayak Plaza, Ground Floor, 602/B & 602/A/2,
South Kasba, Datta Chowk, Solapur - 413 007.
☎ : 0217 - 2721898, (M) 9423067399
e-mail : csatulkulkarniandassociates@gmail.com
csatulkulkarniandassociates@outlook.com

MGT-13
Consolidated Scrutinizer's Report
[Pursuant to Section 109 of the Companies Act, 2013 read with Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

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

The Chairman of Twentieth Annual General Meeting of the Equity Shareholders of BHALCHANDRAM CLOTHING LIMITED held on Monday, 11 August, 2025 at 11:00 a.m. at Registered office of the Company at : 307, Arun Chambers Tardeo Road Mumbai, Mumbai City - 400034

Dear Sir,

1. I, Atul Kulkarni, Company Secretary in practice, have been appointed as Scrutinizer by the Board of Directors of BHALCHANDRAM CLOTHING LIMITED ("the Company") for the purpose of scrutinizing the process of voting through electronic means ("e-voting") on the resolution contained in the notice dated 14 July, 2025 ("Notice") issued in accordance with *General Circular No. 14/2020, 17/2020,20/2020, 2/2021, 19/2021, 21/2021, 2/2022 dated 8 April 2020, 13 April 2020, 5 May 2020, 13 January 2021, 8 December 2021, 14 December 2021 and 5 May 2022* respectively issued by Ministry of Corporate Affairs ("MCA"), Government of India (hereinafter referred to as "MCA Circulars"), calling the Twentieth Annual General Meeting of its Equity Shareholders ("the Meeting"/"AGM"). The AGM was convened on Monday, 11 August, 2025 at 11:00 a.m. IST through Physical mode at the Registered office of the company as mentioned above. The deemed venue for the Meeting was the Registered Office of the Company.

2. In compliance with the MCA Circulars and *SEBI Circular dated 13 May 2022*, the Notice along with the Annual Report 2024-25 was sent through electronic mode to equity shareholders whose email address is registered with the Company/ Registrar & Share Transfer Agent of the Company, National Securities Depository Limited ("NSDL")/ Central depository Services Limited ("CDSL")/ Depository Participants;

   The said Notice and Annual Report 2024-25 was also placed on the website of the Company at: www.bhalchandram.com and on the website of www.evoting.nsdl.com the Registrar and Share Transfer Agent of the Company, being the agency appointed by the Company to provide to its equity shareholders facility to exercise their right to vote on the resolution contained in the Notice calling the Meeting using an electronic voting system (i) remotely, before the Meeting on the dates referred to in the Notice ("remote e-voting");

3. The said appointment as Scrutinizer is under the provisions of the Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("Rules"). As the Scrutinizer, I have to scrutinize:

   i. Process of remote e-voting; and

4. Meeting held in physical mode – quorum required for the meeting is 5 members personally present. And members were present 06.

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Management's Responsibility

5. The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

Scrutinizer's Responsibility

6. My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting) is restricted to making a Scrutinizers Report of the votes cast "in favour" or "against" the resolution contained in the Notice, based on the reports generated from the e-voting system provided by evoting.nsdl.com, the Registrar and Share Transfer Agent of the Company and the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers/ documents furnished to me electronically by the Company and/ or www.evoting.nsdl.com for my verification.

Cut-off date

7. The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., Monday, 04 August 2025 were entitled to vote on the resolutions (item nos. 1 to 5 as set out in the Notice calling the AGM) and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date, subject to the provisions of Articles of Association of the Company.

8. **Remote e-voting process**

   i. The remote e-voting period remained open from Wednesday, 06 August 2025 (09:00 a.m. IST) to Sunday, 10 August 2025 (5:00 p.m. IST).
   ii. The votes cast during the remote e-voting were unblocked on Monday, 11 August 2025 after the conclusion of the AGM.
   iii. The e-votes were reconciled with the records maintained by the Company/ NSDL and the authorization lodged with the Company/ NSDL on test check basis.
   iv. Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted "in favour" or " against" on each of the resolutions that was put to vote, were generated from the e-voting website of NSDL i.e., https://evoting.nsdl.com. Based on the report generated by NSDL and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

9. I submit herewith the Scrutinizer's Report on the result of the remote e-voting, based on the reports generated by NSDL, scrutinizes on test check basis and relied upon by me as under:

Item No. in the Notice	Votes in Favour of the Resolution – Number of Valid	No of Members voted in favour of the resolution	Votes in Favour – As a % of total number of Valid votes (In	Votes against the number of valid votes	No. of Members Voted against the resolution	Votes in Favour – As a % of total number of Valid votes	Invalid Votes (due to lack of proper authorization and other reasons)

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	Votes		favour of resolution)			(against the resolution)	
Item No. 1 To receive, consider and adopt the Financial Statements of the Company for the year ended March 31, 2025 comprising of Balance Sheet as at March 31, 2025, the Statement of Profit and Loss for the year ended March 31, 2025 and the reports of Directors and the Auditors thereon. (Ordinary Resolution.)	559900	9	100	0	0	0	Nil
Item No. 2 To appoint a Director in place of Mr. Ujwal Lahoti (DIN: 00360785), who retires by rotation and being eligible offers himself for re-appointment. (Ordinary Resolution)	559900	9	100	0	0	0	Nil
Item NO. 3	559900	9	100	0	0	0	Nil

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To appoint Statutory Auditors and fix their remuneration (Ordinary Resolution.)							
Item No. 4 To appoint Secretarial Auditors and fix their remuneration (Ordinary Resolution.)	559900	9	100	0	0	0	Nil
Item No. 5 To delist the securities of the Company from the National Stock Exchange of India Limited in terms of Regulation 106ZD (2) a) of the Securities and Exchange Board of India (SEBI) (Listing of Specified Securities on Institutional Trading Platform) Regulations, 2013 read with SEBI circular no. CIR/MRD/DSA/33/2013 dated October 24, 2013. (Special Resolution)	559900	9	100	0	0	0	Nil

For the voting results, the votes cast by shareholders who are eligible to vote in terms of Regulation 23 of LODR have been considered.

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10. The electronic data and all other relevant records relating to remote e-voting will be handed over to Mr. Sunil Kumar Patel, Company Secretary and Compliance Officer of the Company for safe keeping as provided in the Act read with the relevant Rules.

11. This report is issued in accordance with the terms of the Engagement Letter.

Restriction on Use.

12. This report has been issued at the request of the Company for (i) submission to Stock Exchages, (ii) placing on website of the Company and (iii) website of NSDL . This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking You,

Yours Faithfully,

ATUL VILAS KULKARNI
Digitally signed by ATUL VILAS KULKARNI
Date: 2025.08.11 15:11:30 +05'30'

For Atul Kulkarni and Associates
Company Secretaries
Prop: Atul V Kulkarni
Membership No. 7592
Date : 11 August 2025
Place: Mumbai
UDIN : F007592G000976373

Voting Results

General information about company	
Scrip code	000000
NSE Symbol	BHALCHANDR
MSEI Symbol	NOTLISTED
ISIN	INE992S01012
Name of the company	Bhalchandram Clothing Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	11-Aug-2025
Start time of the meeting	11:00 AM
End time of the meeting	11:20 AM

Voting results	
Record date	04-Aug-2025
Total number of shareholders on record date	10
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	6
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	5
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Financial Statements of the Company for the year ended March 31, 2025 comprising of Balance Sheet as at March 31, 2025, the Statement of Profit and Loss for the year ended March 31, 2025 and the reports of Directors and the Auditors thereon.				
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	6	0 %	6	0	100 %	0 %
	Poll		0	0 %	0	0	0 %	0 %
	Postal Ballot (if applicable)		0	0 %	0	0	0 %	0 %
	Total	259600	6	0 %	6	0	100 %	0 %
Public- Institutions	E-Voting	0	0	0 %	0	0	0 %	0 %
	Poll		0	0 %	0	0	0 %	0 %
	Postal Ballot (if applicable)		0	0 %	0	0	0 %	0 %
	Total	0	0	0 %	0	0	0 %	0 %
Public- Non Institutions	E-Voting	300400	3	0 %	3	0	100 %	0 %
	Poll		0	0 %	0	0	0 %	0 %
	Postal Ballot (if applicable)		0	0 %	0	0	0 %	0 %
	Total	300400	3	0 %	3	0	100 %	0 %
	Total	560000	9	0 %	9	0	100 %	0 %
Whether resolution is Pass or Not.		Yes						
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. Ujwal Lahoti (DIN: 00360785), who retires by rotation and being eligible offers himself for re-appointment				
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	6	0 %	6	0	100 %	0 %
	Poll		0	0 %	0	0	0 %	0 %
	Postal Ballot (if applicable)		0	0 %	0	0	0 %	0 %
	Total	259600	6	0 %	6	0	100 %	0 %
Public- Institutions	E-Voting	0	0	0 %	0	0	0 %	0 %
	Poll		0	0 %	0	0	0 %	0 %
	Postal Ballot (if applicable)		0	0 %	0	0	0 %	0 %
	Total	0	0	0 %	0	0	0 %	0 %
Public- Non Institutions	E-Voting	300400	3	0 %	3	0	100 %	0 %
	Poll		0	0 %	0	0	0 %	0 %
	Postal Ballot (if applicable)		0	0 %	0	0	0 %	0 %
	Total	300400	3	0 %	3	0	100 %	0 %
Total		560000	9	0 %	9	0	100 %	0 %
Whether resolution is Pass or Not.		Yes						
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Statutory Auditors and fix their remuneration				
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	6	0 %	6	0	100 %	0 %
	Poll		0	0 %	0	0	0 %	0 %
	Postal Ballot (if applicable)		0	0 %	0	0	0 %	0 %
	Total	259600	6	0 %	6	0	100 %	0 %
Public- Institutions	E-Voting	0	0	0 %	0	0	0 %	0 %
	Poll		0	0 %	0	0	0 %	0 %
	Postal Ballot (if applicable)		0	0 %	0	0	0 %	0 %
	Total	0	0	0 %	0	0	0 %	0 %
Public- Non Institutions	E-Voting	300400	3	0 %	3	0	100 %	0 %
	Poll		0	0 %	0	0	0 %	0 %
	Postal Ballot (if applicable)		0	0 %	0	0	0 %	0 %
	Total	300400	3	0 %	3	0	100 %	0 %
Total		560000	9	0 %	9	0	100 %	0 %
Whether resolution is Pass or Not.		Yes						
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Secretarial Auditors and fix their remuneration				
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	6	0 %	6	0	100 %	0 %
	Poll		0	0 %	0	0	0 %	0 %
	Postal Ballot (if applicable)		0	0 %	0	0	0 %	0 %
	Total	259600	6	0 %	6	0	100 %	0 %
Public- Institutions	E-Voting	0	0	0 %	0	0	0 %	0 %
	Poll		0	0 %	0	0	0 %	0 %
	Postal Ballot (if applicable)		0	0 %	0	0	0 %	0 %
	Total	0	0	0 %	0	0	0 %	0 %
Public- Non Institutions	E-Voting	300400	3	0 %	3	0	100 %	0 %
	Poll		0	0 %	0	0	0 %	0 %
	Postal Ballot (if applicable)		0	0 %	0	0	0 %	0 %
	Total	300400	3	0 %	3	0	100 %	0 %
Total		560000	9	0 %	9	0	100 %	0 %
Whether resolution is Pass or Not.		Yes						
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(5)									
Resolution required: (Ordinary / Special)				Special					
Whether promoter/promoter group are interested in the agenda/resolution?				No					
Description of resolution considered				To delist the securities of the Company from the National Stock Exchange of India Limited in terms of Regulation 106ZD (2) a) of the Securities and Exchange Board of India (SEBI) (Listing of Specified Securities on Institutional Trading Platform) Regulations, 2013 read with SEBI circular no. CIR/MRD/DSA/33/2013 dated October 24, 2013.					
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	6	0 %	6	0	100 %	0 %	
	Poll		0	0 %	0	0	0 %	0 %	
	Postal Ballot (if applicable)		0	0 %	0	0	0 %	0 %	
	Total	259600	6	0 %	6	0	100 %	0 %	
Public- Institutions	E-Voting	0	0	%	0	0	0 %	0 %	
	Poll		0	%	0	0	0 %	0 %	
	Postal Ballot (if applicable)		0	%	0	0	0 %	0 %	
	Total	0	0	0 %	0	0	0 %	0 %	
Public- Non Institutions	E-Voting	300400	3	0 %	3	0	100 %	0 %	
	Poll		0	0 %	0	0	0 %	0 %	
	Postal Ballot (if applicable)		0	0 %	0	0	0 %	0 %	
	Total	300400	3	0 %	3	0	100 %	0 %	
	Total	560000	9	0 %	9	0	100 %	0 %	
Whether resolution is Pass or Not.		Yes							
Disclosure of notes on resolution									

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	