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

February 12, 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 Extra- Ordinary 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 Extra- Ordinary General Meeting of the Company held on Tuesday, February 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: 2025.02.12 11:58:56 +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 an Extra ordinary General meeting of the Equity Shareholders of BHALCHANDRAM CLOTHING LIMITED held on Tuesday , 11 February, 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 17 January, 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 an Extra Ordinary General Meeting of its Equity Shareholders ("the Meeting"/"EGM"). The EGM was convened on Tuesday, 11 February, 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 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 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.

Management's Responsibility

ATUL V. KULKARNI
M. NO. F-7592
C. P. 3392
COMPANY SECRETARY

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

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 an EGM. 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., Tuesday, 04 February 2025 were entitled to vote on the resolutions (item nos. 1 as set out in the Notice calling an EGM) 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 Thursday, 06 February 2025 (09:00 a.m. IST) to Monday, 10 September 2025 (5:00 p.m. IST).
   ii. The votes cast during the remote e-voting were unblocked on Tuesday, 11 February 2025 after the conclusion of the EGM at 4.05 p.m.
   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 Votes	No of Members voted in favour of the resolution	Votes in Favour – As a % of total number of Valid votes (In favour of resolution	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 (against the	Invalid Votes (due to lack of proper authorization and other reasons)

A. V. KULKARNI
M. NO. F-7592
C.P. 8392
COMPANY SECRETARY

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

			)			resolution)	
Item No. 1 To approve the appointment of Mrs. Kavita Akshay Chhajer (DIN: 07146097) as an Independent Director. (Ordinary 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.

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,

A S Kulkarni

ATUL V. KULKARNI M. NO. F-7592 C. P. 8392 COMPANY SECRETARY

For Atul Kulkarni and Associates
Company Secretaries
Prop: Atul V Kulkarni
Membership No. 7592
Date : 11 February 2025
Place: Solapur
UDIN : F007592F003916486