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## BHILWARA TECHNICAL TEXTILES LIMITED

CIN: L18101RJ2007PLC025502

**Regd. Office:** LNJ Nagar, Mordi, Banswara – 327001, Rajasthan, India

**Phone:** +91-2961-231251-52, +91-2962-302400, Fax: +912961 – 231254

**Corporate Office:** Bhilwara Towers, A-12, Sector – 1, Noida – 201 301 (U.P.)

**Phone:** +91-120-4390300 (EPABX), Fax: +91-120-4277841

**E-mail:** [bttl.investor@lnjbhilwara.com](mailto:bttl.investor@lnjbhilwara.com), **Website:** [www.bttl.co.in](http://www.bttl.co.in)

### Notice of the 17<sup>th</sup> Annual General Meeting

**Notice** is hereby given that the **17<sup>th</sup> Annual General Meeting (“AGM”)** of the Members of **Bhilwara Technical Textiles Limited** will be held on **Friday, 20<sup>th</sup> September, 2024 at 2.00 p.m.** through Video Conferencing (“**VC**”) / Other Audio-Visual Means (“**OAVM**”) without the physical presence of members at the AGM venue to transact the business as set out in this Notice. The venue of the AGM shall be deemed to be Registered Office of the Company at LNJ Nagar, Mordi, Banswara– 327001, Rajasthan, India. The following business will be transacted at the AGM.

#### Ordinary Business:

- To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) of the Company for the financial year ended 31<sup>st</sup> March, 2024 and the Reports of Board of Directors’ and Statutory Auditor thereon.**

To consider and if thought fit, to pass, the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** the Audited Financial Statements (including Audited Consolidated Financial Statements) of the Company for the financial year ended 31<sup>st</sup> March, 2024, the Reports of the Board of Directors and Statutory Auditors thereon, as circulated to the Members and laid before the meeting, be considered, received and adopted.”

- To appoint a Director in place of Shri Shantanu Agarwal (DIN: 02314304) who retires by rotation and being eligible, offers himself for re-appointment.**

To consider and if thought fit, to pass, the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 152 (6) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualifications of Directors) Rules, 2014, as amended from time to time (“the Act”), Shri Shantanu Agarwal (DIN: 02314304) who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

By order of the Board of Directors  
For **Bhilwara Technical Textiles Limited**

Sd/-  
**Avnish Maurya**  
**Company Secretary**  
**and Chief Financial Officer**  
**M. No. ACS-49392**

**Place: Noida(U.P.)**  
**Date: 21<sup>st</sup> August, 2024**

#### NOTES:

- Pursuant to General Circular No. 09/2023 dated 25<sup>th</sup> September, 2023 issued by the Ministry of Corporate Affairs (“**the MCA**”) read together with previous circulars issued by the MCA in this regard (hereinafter referred as “**MCA Circulars**”) and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7<sup>th</sup> October, 2023, issued by the Securities Exchange Board of India (“**the SEBI**”) read together with previous circulars issued by the SEBI (hereinafter referred as “**SEBI Circulars**”) (MCA Circulars and SEBI Circulars are collectively referred as “**Applicable Circulars**”), the Companies are permitted to hold the AGM through Video Conferencing/Other Audio Visual Means (“**VC/OAVM**”), without physical presence of Members at common venue. Hence, in compliance with the provisions of the Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and read with Applicable Circulars, the 17<sup>th</sup> AGM of the Company is being held through VC/OAVM. The Registered Office of the Company shall be deemed venue for the 17<sup>th</sup> AGM. Details under Regulation 36(3) of Listing Regulations and in terms of Secretarial Standard-2 (“SS-2”) on General Meeting in respect of the Directors seeking re-appointment at the 17<sup>th</sup> AGM, are given in **Annexure-I** of this Notice.

#### GENERAL INSTRUCTIONS FOR PARTICIPATION AT 17<sup>th</sup> AGM AND E-VOTING

- Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), SS-2 and in accordance with the Applicable Circulars referred to in Note No. 1, the Company is providing facilities of VC/OAVM and remote e-Voting (including e-Voting during the AGM) to its Members at the 17<sup>th</sup> AGM through National Securities Depository Limited (“NSDL”). The VC/OAVM will have a capacity to allow at least 1000 members to participate in the AGM and such participation shall be on a first-come first-served basis.

The instructions for participation by the Members and for remote e-Voting including e-Voting during the AGM are given separately in the subsequent paragraphs. Further, the attendance of the Members attending/participating 17<sup>th</sup> AGM through VC/OAVM, shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act,



2013 read with Applicable Circulars. However in case of joint shareholders, Member whose name appears as the first holder in the order of names as per the Register of Members of the Company, will be entitled to vote at the AGM through e-voting.

- 3) Since this AGM is being held pursuant to the Applicable Circulars through VC/OAVM, the requirement of physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxy (ies) by the members will not be available for this AGM and hence the proxy form, attendance slip and route map of this AGM are not annexed to this notice.
- 4) The Register of Members and Share Transfer Books of the Company shall remain closed from Saturday, 14<sup>th</sup> September, 2024 to Friday, 20<sup>th</sup> September, 2024, (both days inclusive).
- 5) Smt. Manisha Gupta (Membership No. FCS 6378) Practicing Company Secretary, has been appointed as the Scrutinizer to scrutinize the remote e-Voting process and voting during the AGM in a fair and transparent manner.

**Electronic dispatch of Annual Report and process for registration of email address**

- 6) a. In accordance with the Applicable Circulars, the Notice of 17<sup>th</sup> AGM and the Annual Report for the financial year 2023-24 are being sent by electronic mode to those Members whose email addresses are registered with the Registrar and Share Transfer Agent/National Securities Depository Limited (“NSDL”)/Central Depository Securities Limited (“CDSL”) (collectively referred “depositories”). All

the members whose names are recorded in the Register of Members or in the List of Beneficial Owners maintained by the depositories as on Friday, 23<sup>rd</sup> August, 2024 will be considered for the purpose of sending the Notice of AGM and the Annual Report. The Company will send the physical copy of Annual Report 2023-24 to those Members who request the same at [bttil.investor@injbhilwara.com](mailto:bttil.investor@injbhilwara.com) mentioning their Folio No. /DP ID and Client ID.

Notice convening 17<sup>th</sup> AGM and Annual Report for the financial year 2023-24 can be accessed from the website of the Company at [www.bttil.co.in](http://www.bttil.co.in), and websites of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

- b. To support the ‘Green Initiative’ and to receive communication from the Company, Members who have not yet registered their email addresses are requested to register the same with their Depository Participant in case the shares are held in dematerialized form and with the Registrar and Share Transfer Agent in case the shares are held in physical form through Form ISR-1.
- c. Members are requested to provide/update their KYC, nomination and bank account details to Beetal Financial & Computer Services (P) Limited, Registrar and Share Transfer Agent (“RTA”) of the Company or Depository Participant (“DP”). The process of registering the same is mentioned below:

<b>Members holding shares in physical form:</b>	
<b>For updating email address and Telephone/ mobile numbers</b>	<p><b>In case Members holding shares in physical form and whose KYC details are updated:</b></p> <p>Members shall provide duly filled and signed form ISR-1 along with self-attested copies of PAN Card and Aadhaar Card, to Beetal Financial &amp; Computer Services (P) Limited, Registrar and Share Transfer Agent (“RTA”) of the Company.</p> <p><i>Note: members whose KYC are not updated, shall require to update their KYC along with email address as mentioned herein below.</i></p>
<b>KYC and Bank details</b>	<p><b>In case Members holding shares in physical form and whose KYC details are not updated:</b></p> <p>Members holding shares in physical form shall provide duly filled and signed form ISR-1 along with self-attested copies of PAN card and Aadhaar card, Cancelled Cheque or Bank Passbook/Statement attested by the Bank, to RTA.</p> <p><b>For updating signature:</b></p> <p>In case of mismatch of signature or updation of signature, Members in addition to the above documents shall provide duly filled form ISR-2 attested by the Banker.</p>
<b>Nomination</b>	<p>Members whose nominee details are not updated are requested to provide duly filled and signed:</p> <ul style="list-style-type: none"> <li>• Form SH-13 for updating the details of Nominee; or</li> <li>• Form ISR-3 for opting out of Nomination; or</li> <li>• Form SH-14 for change in existing Nomination.</li> </ul>

**Members holding shares in dematerialized form:**

Members are requested to contact their DP to register their email address, KYC, bank account and/or Nomination details in their demat account, as per the process advised by their DP.



Members may download the relevant forms viz. ISR-1, ISR-2, ISR-3, SH-13 and SH-14 from the website of the Company at <https://bttil.co.in/procpankyc.html> Members may also refer to Frequently Asked Questions ("FAQs") [https://www.sebi.gov.in/sebi\\_data/faqfiles/jan-2024/1704433843359.pdf](https://www.sebi.gov.in/sebi_data/faqfiles/jan-2024/1704433843359.pdf).

Members are requested to send the aforesaid relevant forms along with necessary documents to the RTA of the Company at Beetal Financial & Computer Services Private Limited (Unit: Bhilwara Technical Textiles Limited), Beetal House, 3<sup>rd</sup> Floor, 99 Madangir, Behind Local Shopping Centre, Near Dada Harsukhdas Mandir, New Delhi-110062.

In case of any queries /difficulties in registering the email address, members may write to RTA at [beetalrta@gmail.com](mailto:beetalrta@gmail.com), or the Company at [bttil.investor@lnjbhilwara.com](mailto:bttil.investor@lnjbhilwara.com).

Members are requested to note that SEBI had issued various circulars and master circulars for common & simplified norms for processing service requests from the shareholders/ investors including mandatory furnishing of PAN, KYC and nomination details etc. The Company has from time to time sent communication to concerned shareholders requesting them to update their PAN, KYC, nomination, bank details and contact details so as to render prompt service to them. The Company has sent latest communication by registered post to the concerned shareholders on 10<sup>th</sup> July, 2024 requesting them to update their details. The said communication is available along with SEBI circulars on website of the company [www.bttil.co.in](http://www.bttil.co.in).

- 7) Non-Resident Indian members are requested to inform RTA/ respective DPs immediately about:
- the change in the residential status on return to India for permanent settlement; and
  - the particulars of the bank account(s) maintained in India with complete name, branch, and account type, account number and address of the bank, if not furnished earlier.
- 8) In terms of Regulation 40(1) of Listing Regulations read with SEBI Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated 25<sup>th</sup> January, 2022, as amended from time to time, all service request with respect to transfer, transmission, transposition of securities, claim of shares from unclaimed suspense account etc. shall be effected only in dematerialized form. In view of the

same, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or RTA, for assistance in this regard.

- 9) SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE\_IAD-1/P/ CIR/2023/131 dated 31<sup>st</sup> July, 2023, and SEBI/HO/OIAE/OIAE\_IAD-1/P/CIR/2023/135 dated 4<sup>th</sup> August, 2023, read with Master Circular No. SEBI/HO/OIAE/OIAE\_IAD-1/P/ CIR/2023/145 dated 31<sup>st</sup> July, 2023 (updated as on 20<sup>th</sup> December, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market. Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>) and the same can also be accessed through the Company's website <https://bttil.co.in/investor3.html>.
- 10) PROCEDURE FOR REMOTE E-VOTING AND JOINING ANNUAL GENERAL MEETING THROUGH VC/OAVM BY MEMBERS
- Members, whose names appear in the Register of Members / Beneficial Owners as on the **Cut-Off date** i.e. **Friday, 13<sup>th</sup> September, 2024** may cast their vote electronically. The remote e-Voting period begins on **Tuesday, 17<sup>th</sup> September, 2024 at 9:00 a.m. and ends on Thursday, 19<sup>th</sup> September, 2024 at 5:00 p.m.** The remote e-Voting module shall be disabled by NSDL for voting thereafter. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the **Cut-Off date** i. e. **Friday, 13<sup>th</sup> September, 2024**.
  - Members, who acquire shares of the Company after dispatch of the notice and hold shares as on the Cut-Off Date i.e. **Friday, 13<sup>th</sup> September, 2024** may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or [beetalrta@gmail.com](mailto:beetalrta@gmail.com) or [beetal@beetalfinancial.com](mailto:beetal@beetalfinancial.com). Individual Demat Account Holder may follow the process mentioned in Step 1: Access to NSDL e-Voting system.
  - The details of the process and manner for remote e-Voting are explained herein below:**  
  
The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:



**STEP 1: ACCESS TO NSDL E-VOTING SYSTEM**

**(A) Login method for e-Voting for Individual Members holding shares in demat mode**

Type of Members	Login Method
<p>Individual Members holding shares in demat mode with NSDL</p>	<p><b>I. NSDL IDeAS facility</b></p> <p><b>If you are already registered, follow the below steps:</b></p> <ol style="list-style-type: none"> <li>1. Visit the e-Services website of NSDL viz. <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile.</li> <li>2. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ section.</li> <li>3. A new screen will open. You will need to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services.</li> <li>4. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page.</li> <li>5. Click on options available against company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting and e-voting during the meeting.</li> </ol> <p><b>If you are not registered, follow the below steps</b></p> <ol style="list-style-type: none"> <li>a. Option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>.</li> <li>b. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>c. Please follow steps given above points 1 to 5.</li> </ol> <p><b>II. e-Voting website of NSDL</b></p> <ol style="list-style-type: none"> <li>1. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile.</li> <li>2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.</li> <li>3. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen.</li> <li>4. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against the Company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting and e-voting during the meeting.</li> </ol> <p><b>III. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</b></p> <p><b>NSDL Mobile App is available on</b></p> <p> <b>App Store</b>     <b>Google Play</b></p> <div style="display: flex; justify-content: space-around;">   </div>



Type of Members	Login Method
Individual Members holding shares in demat mode with CDSL	<ol style="list-style-type: none"> <li>Users who have opted for CDSL Easi /Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi/Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System My Easi Tab and then use your existing my easi username &amp; password.</li> <li>After successful login the Easi/Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting and e-voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System My Easi Tab and then click on registration option.</li> <li>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Members (holding shares in demat mode) login through their Depository Participants ("DP")	<ol style="list-style-type: none"> <li>You can also login using the login credentials of your demat account through your DP registered with NSDL/CDSL for e-Voting facility.</li> <li>Once logged in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature.</li> <li>Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting and e-voting during the meeting.</li> </ol>

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Members holding shares in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

Login type	Helpdesk details
Members holding shares in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000
Members holding shares in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

**(B) Login Method for e-Voting for Members other than Individual Members holding shares in demat mode and Members holding shares in physical mode**

How to Log-in to NSDL e-Voting website?

- Visit the e-Voting website of NSDL. Open web browser by clicking the URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
- Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
- A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
- Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials,



click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

**5. Your User ID details are given below:**

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN400*** and Client ID is 12***** then your user ID is IN400***12*****
b) For Members who hold shares in demat account with CDSL	16 Digit Beneficiary ID For example if your Beneficiary ID is 13***** then your user ID is 13*****
c) For Members holding shares in Physical Form	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101125 then user ID is 101125001***

**6. Password details for Members other than Individual Members are given below:**

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- How to retrieve your 'initial password'?
  - If your email ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares

held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

- If your email ID is not registered, please follow steps mentioned above in Point 7(c)-**For updating email address and Telephone/ mobile numbers.**

**7. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:**

- Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

**8. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.**

**9. Now, you will have to click on "Login" button.**

**10. After you click on the "Login" button, Home page of e-Voting will open.**

**STEP 2: CAST YOUR VOTE ELECTRONICALLY ON NSDL E-VOTING SYSTEM**

Follow the below mentioned steps to cast your vote electronically on NSDL e-Voting system:

- After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
- Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and e-voting during the AGM.
- Now you are ready for e-Voting as the Voting page opens.
- Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
- Upon confirmation, the message "Vote cast successfully" will be displayed.



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6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**iv. Process for those Members whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice**

- a) In case shares are held in physical mode please provide Folio No., Name of member, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), Aadhaar (self-attested scanned copy of Aadhaar Card) by email to [bttil.investor@lnjbhilwara.com](mailto:bttil.investor@lnjbhilwara.com).
- b) In case shares are held in demat mode, please provide DPID-Client ID (8 digit DPID + 8 digit Client ID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card) to [bttil.investor@lnjbhilwara.com](mailto:bttil.investor@lnjbhilwara.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting for Individual Members holding shares in demat mode.**
- c) Alternatively shareholder/members may send a request to [evoting@nsdl.com](http://evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.

**v. General Guidelines for shareholders**

- a) Institutional Investors and Corporate Members (i.e. other than individuals, HUF, NRI etc.) intending to appoint their authorised representatives pursuant to Sections 112 and 113 of the Act, as the case may be, to attend the AGM through VC/OAVM or to vote through remote e-Voting are requested to send a scanned copy (PDF/JPG format) of the relevant Board Resolution/ Authority Letter, etc., to the Scrutinizer through e-mail at [manisha.pcs@gmail.com](mailto:manisha.pcs@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) and [bttil.investor@lnjbhilwara.com](mailto:bttil.investor@lnjbhilwara.com). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
- b) It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to

the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.

- c) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on: 022 - 4886 7000 or send a request to (Name of NSDL Official) at [evoting@nsdl.com](mailto:evoting@nsdl.com).

**vi. Instructions for Members for e-Voting on the day of AGM**

- a) The procedure for e-Voting on the day of AGM is same as the instructions mentioned above for remote e-Voting.
- b) Only those Members, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
- c) Members who have voted through Remote e-Voting will be eligible to attend the AGM through VC /OAVM. However, they will not be eligible to vote again at the AGM.
- d) The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-Voting.

**vii. Procedure for joining the 17<sup>th</sup> AGM through VC/OAVM**

- a) Members may follow the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see "VC/OAVM link" placed under "Join Meeting" menu against the Company name. Click on VC/OAVM link placed under Join Meeting menu.
- b) Members are requested to use Internet with a good speed to avoid any disturbance during the meeting.
- c) Facility to join the Meeting shall be opened thirty (30) minutes before the scheduled time of the Meeting and shall be kept open throughout the proceedings of the Meeting.

**11) PROCEDURE FOR SPEAKER REGISTRATION OR TO RAISE QUESTIONS/ QUERIES**

- a) Members who have any questions/queries on the financial statements or any of the agenda item proposed in the Notice of 17<sup>th</sup> AGM may send their questions/queries at least 7 days in advance i.e. Friday, 13<sup>th</sup> September,



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2024, through email at [bttil.investor@injbhilwara.com](mailto:bttil.investor@injbhilwara.com) by mentioning their name, DP ID and Client ID /folio number and mobile number.

- b. Members, who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered Email ID mentioning their name, DP ID and Client ID /folio number and mobile number at [bttil.investor@injbhilwara.com](mailto:bttil.investor@injbhilwara.com) at least 7 days in advance before the start of the 17<sup>th</sup> AGM i.e. Friday, 13<sup>th</sup> September, 2024 by 5:00 p.m. Those Members who have registered themselves as a speaker will be allowed to ask questions during the 17<sup>th</sup> AGM, depending upon the availability of time.
- c. Members requiring any assistance/support for participation before or during the AGM, can contact NSDL on [evoting@nsdl.com](mailto:evoting@nsdl.com) or can call at 022 - 4886 7000 or can contact Ms. Pallavi Mhatre, Senior Manager, at the designated E-mail ID at [evoting@nsdl.com](mailto:evoting@nsdl.com).
- d. Procedure for inspection of documents:
  - i. The relevant documents referred to in the AGM Notice shall be avail for inspection on the website of the Company.
  - ii. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act shall be available electronically for inspection by the members during the AGM upon login at NSDL e-Voting system.

## 12) ANNOUNCEMENT OF VOTING RESULTS OF AGM

- a. The Scrutinizer will, after conclusion of e-Voting at the Meeting, scrutinise the votes cast at the Meeting through e-Voting and Remote e-Voting and make a consolidated Scrutinizer's report of the votes cast in favour or against, if any, and submit the same to the Chairman of the Meeting or a person authorised by him in writing who shall countersign the same. The Chairman or any other person authorised by the Chairman, shall declare the results within 2 working days of the conclusion of the AGM. The said results along with the report of the Scrutinizer will also be placed on the website of the Company [www.bttil.co.in](http://www.bttil.co.in) and NSDL <https://www.evoting.nsdl.com> and shall also be displayed at the registered and corporate office of the Company. The results shall simultaneously be submitted to the Stock Exchange and available at [www.bseindia.com](http://www.bseindia.com). The resolutions will be deemed to be passed on the date of AGM subject to receipt of the requisite number of votes in favour of the resolutions.
- b. The recorded transcript of 17<sup>th</sup> AGM shall also be made available on the website of the Company [www.bttil.co.in](http://www.bttil.co.in).
- c. Subject to receipt of requisite number of votes, the resolutions proposed in the Notice shall be deemed to be passed on the date of the Meeting i.e. Friday, 20<sup>th</sup> September, 2024.

By order of the Board of Directors  
For **Bhilwara Technical Textiles Limited**

Sd/-  
**Avnish Maurya**  
**Company Secretary**  
**and Chief Financial Officer**  
**M. No. ACS-49392**

**Place: Noida (U. P.)**  
**Date: 21<sup>st</sup> August, 2024**



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### Annexure- 1

#### Details of the Directors eligible for appointment / re-appointment pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2.

<b>Name of Director</b>	Shri Shantanu Agarwal
<b>DIN</b>	02314304
<b>Category</b>	Promoter, Non-Executive Director
<b>Age (in years)</b>	38 Years
<b>Date of Appointment /reappointment</b>	27 <sup>th</sup> May, 2016
<b>Inter-se relationship with other Directors</b>	Son of Shri Shekhar Agarwal, Chairman & Managing Director and CEO of the Company.
<b>Qualifications</b>	Graduate in B.S. in Electrical and Computer Engineering-from CMU, USA and MBA from Wharton School of Business (University of Pennsylvania, USA).
<b>Experience &amp; Expertise in specific functional areas</b>	Industrialist with diversified business experience.
<b>List of Other Public Companies in which Directorships held #</b>	Maral Overseas Limited
<b>Chairman / Member of the Committee of the Board of Directors of the Company</b>	Audit Committee
<b>Chairmanship/Membership of the Committee of the Board of Directors of the others Companies</b>	1. Member of Audit Committee- Maral Overseas Limited 2. Member of Stakeholders' Relationship Committee – Maral Overseas Limited
<b>Listed Entity form which the person has resigned in the past 3 years</b>	Nil
<b>No. of Equity Shares held in the Company as on 31<sup>st</sup> March, 2024</b>	53,08,115
<b>Terms &amp; Condition of appointment or re-appointment</b>	Non-executive Director liable to retire by rotation
<b>Remuneration sought to be paid</b>	See note No. 1
<b>Last Remuneration Drawn</b>	Rs. 0.90 lakh was paid as sitting fees
<b>Justification for choosing the Independent Director</b>	Not Applicable
<b>Skills and capabilities required for the role and manner in which the proposed person meets such requirements</b>	Refer Corporate Governance Report Matrix setting out the skills/Expertise.
<b>No. of Board meeting attended during the year</b>	5 out of 5

#Excludes Directorships in Private Limited Companies, Foreign Companies, Membership of Management Committee of various chambers/Bodies and Section 8 Companies and LLP.

**Note no. 1** Directors are only paid sitting fee for attending meetings of Board Meetings and various Committees of Board of Directors.